

**Form 51-102F3
Material Change Report**

**Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations**

Item 1 Name and Address of Company

Lions Gate Metals Inc.
Suite 880 - 609 Granville Street
PO Box 10321
Vancouver BC V7Y 1G5

Item 2 Date of Material Change

June 21, 2011.

Item 3 News Release

The Company filed a news release on June 23, 2011 with the TSX Venture Exchange and the British Columbia and Alberta Securities Commission on SEDAR. The Company disseminated the news release through.

Item 4 Summary of Material Change

The Company announces the results of its Annual General and Special Meeting.

Item 5 Full Description of Material Change

See attached news release.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

Blair McIntyre, President
Tel. No. (604) 683-7588.

Item 9 Date of Report

June 23, 2011.