

**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

August 22, 2011.

Item 3 News Release

The Company filed a news release on August 22, 2011 with the TSX Venture Exchange and the British Columbia and Alberta Securities Commission on SEDAR. The Company disseminated the news release through Marketwire on August 22, 2011.

Item 4 Summary of Material Change

The Company reports that the 10,000 metre Phase 2 diamond drill program has commenced on the Company's Poplar Project, BC.

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

August 22, 2011.



LIONS GATE METALS

PHASE 2 DIAMOND DRILL PROGRAM COMMENCES AT POPLAR / WEBINAR SCHEDULED FOR WEDNESDAY AUGUST 24TH 2011

Vancouver, BC Canada, August 22, 2011 – Lions Gate Metals Inc. (TSX-V: LGM) (“Lions Gate” or the “Company”) is pleased to announce the 10,000 metre Phase 2 diamond drill program has commenced at its 100% owned Poplar Project.

The Phase 1 Drill Program was completed in March 2011 and totaled 5,569 meters in 13 holes. The data gathered will be used to calculate a NI43-101 compliant resource. The exploration team has also been reviewing the drill data to determine where to drill in Phase 2. Permit MX-2-226, issued by the Ministry of Energy and Mines allows for 75 Surface Drilling sites over the course of the next 4 years on the following mineral tenures: 507383, 504728 and 504732. The program currently underway is proposed for approximately 20 holes for a total of 8,800 to 10,000 metres.

“The data collected from Phase 2 will be used to update the resource estimate. We are extremely excited at the prospect of adding data to our resource calculation. These new holes will allow us to further define the high grade zones and provide additional information on the gold and silver grades that we have been seeing in the assays,” stated LGM CEO, Arni Johannson.

Conference Call / Webinar

Lions Gate Metals will hold a conference call / webinar on Wednesday August 24th 2011 at 115pm PST. Arni Johannson, CEO and Chairman, along with Blair McIntyre, President, as well as Andrew Gourlay, VP Exploration/ PGeo, senior geologist, will lead the conference call / webinar to discuss the latest news and the Poplar copper project. For more information on how to participate please email: LGM@advanturecapital.com or 604 563 5028.

About Lions Gate Metals

Lions Gate is a Canadian based, junior resource company focused on the exploration, development, and acquisition of both advanced and early stage Copper projects. LGM owns 100% of four substantial mineral projects located in British Columbia and is earning 75% of another. LGM’s flagship project is the Poplar porphyry copper–gold deposit near Houston, BC. The Poplar Project covers 63,120 hectares in 163 claims, and is located approximately 70 kilometres south of Houston, B.C., a full service mining town. Infrastructure is excellent; the project is road accessible year round, and is approximately 10 kilometres west of the 138KV powerline and access road to the Huckleberry Mine, 50% owned by Imperial Metals Corporation.

The Huckleberry Mine, located approximately 35 kilometres southwest of the Poplar Deposit, produces copper, molybdenum and silver from a deposit of similar age and setting.

Andrew Gourlay P. Geol., Vice President Exploration is a Qualified Person under NI 43-101 and has reviewed and approved the contents of this news release.

Sincerely on behalf of the Board of Directors,

“Arni Johansson”

Arni Johansson
CEO and Chairman of the Board
Lions Gate Metals Inc.

Lions Gate Metals Inc. is a Canadian based, junior resource company focused on the exploration, development, and acquisition of both advanced and early stage mineral projects.

For further information on the Company and its projects please visit our web site at www.LionsGateMetals.com or contact us at:

Lions Gate Metals Inc.	Investor Relations
Blair McIntyre, President	Advanture Capital Partners
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Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements

Statements in this release that are forward-looking statements, including statements subject to various risks and uncertainties concerning the specific factors identified in the Company's periodic filings with Canadian Securities Regulators. These factors include the inherent risks involved in the exploration and development of mineral properties, the uncertainties involved in interpreting drill results and other exploration data, the potential for delays in exploration or development activities, the geology, grade and continuity of mineral deposits, the possibility that future exploration, development or mining results will not be consistent with the Company's expectations, accidents, equipment breakdowns, title matters, labor disputes or other unanticipated difficulties with or interruptions in production and operations, fluctuating metal prices, the possibility of project cost overruns or unanticipated costs and expenses, uncertainties relating to the availability and costs of financing needed in the future, the inherent uncertainty of production and cost estimates and the potential for unexpected costs and expenses, commodity price fluctuations, currency fluctuations, regulatory restrictions, including environmental regulatory restrictions and liability, competition, loss of key employees, and other related risks and uncertainties. The Company undertakes no obligation to update forward-looking information except as required by applicable law. Such forward-looking information represents management's best judgment based on information currently available. No forward-looking statement can be guaranteed and actual future results may vary materially. Accordingly, readers are advised not to place undue reliance on forward-looking statements or information.