

Form 51-102F3
Material Change Report

MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF NATIONAL INSTRUMENT 51-102

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL".

Item 1. Name and Address of Company

Lions Gate Metals Inc. (the "Company")
490 – 580 Hornby Street
Vancouver, B.C.
V6C 3B6

Item 2. Date of Material Change

December 2, 2014

Item 3. News Release

The news release was disseminated through TSX, BC Securities Commission, Alberta Securities Commission, Stockwatch and Market News.

Item 4. Summary of Material Change

Lions Gate Metals Inc. (CSE: LGM) ("Lions Gate" or the "Company") has entered into an agreement with Glenmark Capital Corp. (TSX.V: GLM) ("Glenmark") to option a 100-per-cent interest, subject to existing royalties, in the Poplar copper-moly property in central British Columbia. The Poplar Copper-Moly property covers an area of 67,862 hectares in the Omineca Mining Division, in the central interior of British Columbia, 50km south of the town of Houston. The project is a copper - molybdenum porphyry associated with the Late Cretaceous Poplar intrusive stock. The Huckleberry Mine located approximately 35km southwest of the property, produces copper and molybdenum from a deposit of similar age and geological setting.

Item 5. Full Description of Material Change

Lions Gate Metals Inc. (CSE: LGM) ("Lions Gate" or the "Company") has entered into an agreement with Glenmark Capital Corp. (TSX.V: GLM) ("Glenmark") to option a 100-per-cent interest, subject to existing royalties, in the Poplar copper-moly property in central British Columbia. The Poplar Copper-Moly property covers an area of 67,862 hectares in the Omineca Mining Division, in the central interior of British Columbia, 50km south of the town of Houston. The project is a copper - molybdenum porphyry associated with the

Late Cretaceous Poplar intrusive stock. The Huckleberry Mine located approximately 35km southwest of the property, produces copper and molybdenum from a deposit of similar age and geological setting.

Under the terms of the Agreement, Glenmark can acquire a 100% interest by paying to Lions Gate \$50,000 on or before December 22, 2014, \$100,000 on June 1, 2015, \$200,000 on December 22, 2015 and a further \$2,650,000 at various times over the following three years. In addition, Glenmark must complete \$3,000,000 in exploration expenditures over four years. Certain claims within the project area are subject to legacy 1% and 2% NSR interests, which can be purchased by Glenmark for \$100,000 and \$1,000,000, respectively.

For more information contact the Company at 604-681-0004.

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

Nothing in this form is required to be maintained on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officers

Peter Born, President and CEO
Phone: (604) 681-0004

Item 9. Date of Report

Dated at Vancouver this 3rd day of December, 2014.

By: Lions Gate Metals Inc.

“Peter Born”

Peter Born, President and CEO