

**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”)  
#313-515 West Pender Street  
Vancouver, B.C.  
V6B 6H5

Item 2. Date of Material Change

January 28, 2015

Item 3. News Release

The news release was disseminated through CSE, 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**”) is pleased to welcome Marco Parente to the Board of directors. Mr. Parente is a Chartered Accountant and Certified Public Accountant. He has 10 years of experience working in management and accounting with expertise in the natural resources and technology sectors. Mr. Parente also serves as director and consultant to several other TSX-V listed public companies. He holds a Bachelor’s of Arts degree in Economics from Simon Fraser University.

Item 5. Full Description of Material Change

Lions Gate Metals Inc. (**CSE: LGM**) (“**Lions Gate**” or the “**Company**”) is pleased to welcome Marco Parente to the Board of directors. Mr. Parente is a Chartered Accountant and Certified Public Accountant. He has 10 years of experience working in management and accounting with expertise in the natural resources and technology sectors. Mr. Parente also serves as director and consultant to several other TSX-V listed public companies. He holds a Bachelor’s of Arts degree in Economics from Simon Fraser University.

The Company also accepts the resignation of William Filtness from the Board of Directors and Christina Boddy as Corporate Secretary. The Board would like to thank both Mr. Filtness and Ms. Boddy for their time, effort and energy that they

have brought to the Company and would like to wish them both every success in their future endeavors.

The Board of Director's for Lions Gate is now comprised of Peter Born, Anita Algie, Alexander Helm, and Marco Parente.

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

Samantha Stewart, CFO  
Phone: (604) 681-0004

Item 9. Date of Report

Dated at Vancouver this 29<sup>th</sup> day of January, 2015.

By: Lions Gate Metals Inc.

*"Samantha Stewart"*  
Samantha Stewart, CFO