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.
c/o Suite 408 – 837 West Hastings Street
Vancouver, BC
V6C 3N6

Item 2 Dates of Material Change

June 18, 2010.

Item 3 News Release

The Company filed a news release on June 18, 2010, with the TSX Venture Exchange and the British Columbia and Alberta Securities Commission on SEDAR. The Company disseminated the news release through MarketWire.

Item 4 Summary of Material Change

Vancouver, BC Canada, June 18, 2010 – Lions Gate Metals Inc. (TSX-V: LGM) ("Lions Gate" or the "Company") announces that it has amended the terms of the non-brokered private placement announced on May 13, 2010.

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

Arni Johannson, CEO and Chairman of the Board
Telephone Number: (604) 683-7588

Item 9 Date of Report

June 22, 2010.

LIONS GATE METALS AMENDS FINANCING TERMS

Vancouver, BC Canada, June 18, 2010 – Lions Gate Metals Inc. (TSX-V: LGM) ("Lions Gate" or the "Company") announces that it has amended the terms of the non-brokered private placement announced on May 13, 2010.

The amendments all relate to the flow-through units ("FT Units") comprising part of the private placement. The number FT Units being offered has been increased to 1,200,000 units, the term of the half warrant forming part of the FT Units has been decreased to two years, and the price of each FT Unit has been decreased to $0.90, resulting in an increase in the aggregate gross proceeds of the private placement to up to $1,830,000.

The financing now consists of up to 937,500 units ("Hard Units") at a price of $0.80 each and 1,200,000 FT Units at a price of $0.90 each, for aggregate gross proceeds of up to $1,830,000.

Each Hard Unit is comprised of one non-flow-through common share in the capital of the Company and one-half of one non-transferable share purchase warrant, with each whole warrant entitling the holder to acquire one non-flow-through common share of the Company for $1.00 at any time within five years after the date the Hard Units are issued.

Each FT Unit is comprised of one flow-through common share in the capital of the Company and one-half of one transferable share purchase warrant, with each whole warrant entitling the holder to acquire one non-flow-through common share of the Company for $1.00 at any time within two years after the date the FT Units are issued.

Directors, officers and insiders of the Company intend on participating in the private placement.

The Company may pay a finder's fee in cash equal to 7% of the gross proceeds in respect of subscriptions from arm's length parties. The closing of the private placement and the payment of any finder's fee are subject to the acceptance of the TSX Venture Exchange.

Proceeds from the financing will be used to advance the Company's exploration projects with a focus on the flagship Poplar Project in British Columbia. The recent hiring of Andrew Gourlay, P.Geol. as the Company's VP of Exploration affirms that project development continues to be the Company's priority.

Lions Gate is also pleased to announce that it has appointed Marion McGrath as Corporate Secretary of the Company. Ms. McGrath has been actively engaged in the securities industry for over 25 years. She has served as a director and officer of numerous public companies in a corporate administrative capacity. Ms. McGrath is the owner of iO Corporate Services Ltd., which company provides corporate and accounting services to various publicly-traded Canadian companies. Prior to organizing iO Corporate, Ms. McGrath was a senior paralegal with a Vancouver-based securities law firm.

Sincerely on behalf of the Board of Directors,
"Arni Johannson"

Arni Johannson
CEO and Chairman of the Board

Lions Gate Metals Inc.

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.
Blair McIntyre, Director of Operations
(604) 683-7588

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.