

November 22, 2016

Canadian Securities Exchange  
200 – 1090 West Pender Street  
Vancouver, B.C., V6E 2N7

Dear Sirs/Mesdames:

**Re: Lions Gate Metals Inc. (the "Company")**

We are solicitors for the Company. We understand that the Company has completed a non-brokered private placement (the "**Private Placement**") for an aggregate of 13,474,996 units of the Company ("**Units**") at a price of \$0.075 per Unit, each consisting of one common share (a "**Common Share**") and one common share purchase warrant (a "**Warrant**"). Each Warrant is exercisable to purchase one additional common share of the Company (a "**Warrant Share**") at a price of \$0.10 per Warrant Share for a period of 24 months from the date of issuance of the Warrants, subject to adjustment.

For the purposes of our opinion below, we have relied solely on a certificate of an officer of the Company dated November 22, 2016 confirming, among other things, the issuance of and receipt of full consideration for the Units and certifying a copy of directors' resolutions of the Company approving, among other things, the securities issued in the Private Placement which resolutions we have assumed will be in full force and effect, unamended, at all relevant times.

We have also examined and relied upon such other documents as we have deemed relevant and necessary as a basis for the opinions hereinafter expressed. We have assumed the genuineness of all signatures, the legal capacity at all relevant times of any individual signing such documents, the authenticity and completeness of all documents submitted to us as originals, the conformity to authentic original documents of all documents submitted to us as certified or photostatic copies or facsimiles, and the authenticity of the originals of such certified or photostatic copies or facsimiles and the truth and accuracy of all corporate records of the Company and certificates of officers provided to us by the Company.

We are solicitors qualified to practice law in the Province of British Columbia only and we express no opinion as to the laws of any jurisdiction, or as to any matters governed by the laws of any jurisdiction, other than the laws of the Province of British Columbia and the laws of Canada applicable therein. The opinion herein is based on the laws of the Province of British Columbia and the laws of Canada applicable therein in effect on the date hereof.

Based and relying upon the foregoing, we are of the opinion that:

1. The Common Shares have been issued as fully paid and non-assessable shares in the capital of the Company; and
2. Upon the valid exercise of the Warrants in accordance with the terms, including receipt by the Company of the exercise price in full for the Warrant Shares and the issuance of the Warrant Shares in consideration for such exercise price, the Warrant Shares will be issued as fully paid and non-assessable shares in the capital of the Company.

Yours truly,

A handwritten signature in black ink, appearing to read "Daniel Black UP". The signature is written in a cursive, flowing style.