

FORM 9

NOTICE OF PROPOSED ISSUANCE OF LISTED SECURITIES **(or securities convertible or exchangeable into listed securities¹)**

Please complete the following:

Name of Listed Issuer: Lions Gate Metals Inc. (the "Issuer").

Trading Symbol: LGM.

Date: August 19, 2016.

Is this an updating or amending Notice: Yes No

If yes provide date(s) of prior Notices: _____.

Issued and Outstanding Securities of Issuer Prior to Issuance: 7,036,921.

Date of News Release Announcing Private Placement: N/A.

Closing Market Price on Day Preceding the Issuance of the News Release: \$0.08.

1. Private Placement (if shares are being issued in connection with an acquisition (either as consideration or to raise funds for a cash acquisition), proceed to Part 2 of this form)

Full Name & Residential Address of Placee	Number of Securities Purchased or to be Purchased	Purchase price per Security (CDN\$)	Conversion Price (if Applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed	Payment Date(1)	Describe relationship to Issuer (2)
N/A							

- (1) Indicate date each placee advanced or is expected to advance payment for securities. Provide details of expected payment date, conditions to release of funds etc. Indicate if the placement funds been placed in trust pending receipt of all necessary approvals.
- (2) Indicate if Related Person.

¹An issuance of non-convertible debt does not have to be reported unless it is a significant transaction as defined in Policy 7, in which case it is to be reported on Form 10.

1. Total amount of funds to be raised: N/A .
2. Provide full details of the use of the proceeds. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material. _____ .
3. Provide particulars of any proceeds which are to be paid to Related Persons of the Issuer: _____ .
_____ .
4. If securities are issued in forgiveness of indebtedness, provide details and attach the debt agreement(s) or other documentation evidencing the debt and the agreement to exchange the debt for securities.
5. Description of securities to be issued:
 - (a) Class _____ .
 - (b) Number _____ .
 - (c) Price per security _____ .
 - (d) Voting rights _____ .
6. Provide the following information if Warrants, (options) or other convertible securities are to be issued:
 - (a) Number _____ .
 - (b) Number of securities eligible to be purchased on exercise of Warrants (or options) _____ .
_____ .
 - (c) Exercise price _____ .
 - (d) Expiry date _____ .

7. Provide the following information if debt securities are to be issued:
- (a) Aggregate principal amount _____ .
 - (b) Maturity date _____ .
 - (c) Interest rate _____ .
 - (d) Conversion terms _____ .
 - (e) Default provisions _____ .
8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the placement (including warrants, options, etc.):
- (a) Details of any dealer, agent, broker or other person receiving compensation in connection with the placement (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): ____ .
 - (b) Cash _____ .
 - (c) Securities _____ .
 - (d) Other _____ .
 - (e) Expiry date of any options, warrants etc. _____ .
 - (f) Exercise price of any options, warrants etc. _____ .
9. State whether the sales agent, broker, dealer or other person receiving compensation in connection with the placement is Related Person or has any other relationship with the Issuer and provide details of the relationship _____
- _____ .
10. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).
- _____ .
11. State whether the private placement will result in a change of control.
- _____ .

12. Where there is a change in the control of the Issuer resulting from the issuance of the private placement shares, indicate the names of the new controlling shareholders. _____

13. Each purchaser has been advised of the applicable securities legislation restricted or seasoning period. All certificates for securities issued which are subject to a hold period bear the appropriate legend restricting their transfer until the expiry of the applicable hold period required by National Instrument 45-102.

2. Acquisition

1. Provide details of the assets to be acquired by the Issuer (including the location of the assets, if applicable). The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the transaction without reference to any other material: The Company has amended the Howard Lake option agreement entered into on August 20, 2016 with Urania Resource Corp. and St. Jacques Mineral Corp. Under the agreement, the Company can earn a 100% interest in the Howard Lake copper-nickel project, which covers 3,475 hectares, in Saskatchewan. The Howard Lake project is located 23 km NW of the town of La Ronge, on the northeast shore of Howard Lake.

2. Provide details of the acquisition including the date, parties to and type of agreement (eg: sale, option, license etc.) and relationship to the Issuer. The disclosure should be sufficiently complete to enable a reader to appreciate the significance of the acquisition without reference to any other material: On August 20, 2016, the Company signed an amendment to the Option Agreement originally dated September 18, 2014, made between Urania Resource Corp. and St. Jacques Mineral Corp. to acquire a 100% interest in the Howard Lake Property.

The original terms are as follows:

- 4,500,000 common shares of Canadian Uranium Corp. transferred to the vendors [transferred]
- complete no less than \$500,000 in exploration expenditures within 36 months of the signing of the Agreement;
- pay \$500,000 in cash to the Vendors on or before the date which is 24 months following the date of signing the agreement;
- Within 5 years of the signing of this Agreement, define a NI 43-101 compliant resource of no less than 10,000,000 lbs. copper and 25,000,000 lbs. nickel on the claims.

The amended terms are as follows:

- 4,500,000 common shares of Canadian Uranium Corp. transferred to the vendors [transferred];
- complete no less than \$500,000 in exploration expenditures within 36 months of the signing of the agreement;
- transfer 2,000,000 shares of Aldever Resources Inc., (marketable securities held by the Company), to St. Jacques Mineral Corp. on or before August 31, 2016;
- pay a further \$100,000 in cash to St. Jacques Mineral Corp. on or before 30 months following the date of the signing of the agreement, [of which \$75,000 has been paid];
- pay a further \$200,000 in cash to Urania Resources Corp. on or before 30 months following the date of the signing of the agreement;
- and within 5 years of the signing of this Agreement, define a NI 43-101 compliant resource of no less than 10,000,000 lbs copper and 25,000,000 lbs nickel on the Claims.

3. Provide the following information in relation to the total consideration for the acquisition (including details of all cash, securities or other consideration) and any required work commitments:

- (a) Total aggregate consideration in Canadian dollars: \$1,155,000 .
- (b) Cash: \$300,000 .
- (c) Securities (including options, warrants etc.) and dollar value: 4,500,000 common shares of Canadian Uranium Corp at \$0.05 per share for a total of \$225,000 and 2,000,000 of Aldever Resources at \$0.065 per share for a total of \$130,000 (marketable securities held by Lions Gate). .
- (d) Other: N/A .
- (e) Expiry date of options, warrants, etc. if any: N/A .
- (f) Exercise price of options, warrants, etc. if any: N/A .
- (g) Work commitments: complete no less than \$500,000 in qualifying exploration expenditures on the property within 36 months of the signing of the agreement and define a 43-101 compliant resource of no less than 10,000,000 lbs copper and 25,000,000 nickel on the claims within 5 years of the signing of the amended agreement .

4. State how the purchase or sale price was determined (e.g. arm's-length negotiation, independent committee of the Board, third party valuation etc). Through discussions amongst the Board of Directors and their Geological

Consultants using historical drilling data and arm's length negotiations with the Vendors based on these discussions.

5. Provide details of any appraisal or valuation of the subject of the acquisition known to management of the Issuer: N/A

6. The names of parties receiving securities of the Issuer pursuant to the acquisition and the number of securities to be issued are described as follows:

Name of Party (If not an individual, name all insiders of the Party)	Number and Type of Securities to be Issued	Dollar value per Security (CDN\$)	Conversion price (if applicable)	Prospectus Exemption	No. of Securities, directly or indirectly, Owned, Controlled or Directed by Party	Describe relationship to Issuer ⁽¹⁾
St. Jacques Mineral Corp.	2,000,000 common shares of Aldever Resources Inc.	\$0.065	N/A	NI 45-106 Section 2.13	625,000 common shares of Lions Gate Metals Inc.	Vendor

(1) Indicate if Related Person

7. Details of the steps taken by the Issuer to ensure that the vendor has good title to the assets being acquired: Title search of minerals claim numbers through the Saskatchewan MARS System

8. Provide the following information for any agent's fee, commission, bonus or finder's fee, or other compensation paid or to be paid in connection with the acquisition (including warrants, options, etc.):

(a) Details of any dealer, agent, broker or other person receiving compensation in connection with the acquisition (name, address. If a corporation, identify persons owning or exercising voting control over 20% or more of the voting shares if known to the Issuer): N/A

(b) Cash _____

(c) Securities _____

- (d) Other _____ .
- (e) Expiry date of any options, warrants etc. _____
- (f) Exercise price of any options, warrants etc. _____ .

9. State whether the sales agent, broker or other person receiving compensation in connection with the acquisition is a Related Person or has any other relationship with the Issuer and provide details of the relationship. N/A

10. If applicable, indicate whether the acquisition is the acquisition of an interest in property contiguous to or otherwise related to any other asset acquired in the last 12 months. N/A

Certificate Of Compliance

The undersigned hereby certifies that:

- 1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance on behalf of the Issuer.
- 2. As of the date hereof there is not material information concerning the Issuer which has not been publicly disclosed.
- 3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CSE Policy 1).
- 4. All of the information in this Form 9 Notice of Issuance of Securities is true.

Dated August 19, 2016 .

Samantha Stewart
Name of Director or Senior
Officer

"Samantha Stewart"

Signature

CFO

Official Capacity