

FORM 53-901F
(Previously Form 27)

**MATERIAL CHANGE REPORT UNDER
SECTION 85(1) OF THE *SECURITIES ACT*(BRITISH COLUMBIA)**

1. Reporting Issuer

Lateegra Resources Corp.
Suite 600 – 789 West Pender Street
Vancouver, BC, V6C 1H2

2. Date of Material Change

October 23, 2002

3. Press Release

The Press Release dated October 23, 2002 was disseminated via Market News Publishing and Canada Stockwatch.

4. Summary of Material Change

See attached press release dated October 23, 2002

5. Full Description of Material Change

Lateegra Resources Corp. announced that it has negotiated a joint venture option agreement to acquire up to a 60% interest in the Kinsley Mountain Gold property.

6. Reliance on Section 85(2) of the Act

Not Applicable

7. Omitted Information

Not Applicable

8. Senior Officers

Shaun Ledding, Director
Ruben Verzosa, Director
Michael Townsend, Director
Vladimir Horvath, Director
Dusan Berka, Director

Tel. 604.681.1568

9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia on the 23rd day of October, 2002.

LATEEGRA RESOURCES CORP.

Per:

“Michael Townsend”

Michael Townsend, Director

Schedule "A"

Lateegra Acquires Interest in Kinsley Mountain Gold Project

October 23, 2002, Vancouver, BC: Lateegra Resources Corp. (LEG – TSX Venture) announces it has negotiated a joint venture option agreement with Nevada Sunrise LLC, to acquire up to a 60% interest in the Kinsley Mountain Gold property ("the Kinsley property") by completing a bankable feasibility study.

The Kinsley Mountain Gold property consists of 69 unpatented claims, covering approximately 2 Sq. Miles in Elko County, 55 Miles South of Wendover, Nevada. Prior work at the property included the production of 138,151 oz gold from an outlined 245,000 oz reserve of gold as well as extensive exploration.

Historical Exploration

The Kinsley property was first discovered in 1984 by USMX, and later explored by Cominco American Incorporated and Hecla Mining Company. This exploration included extensive drilling (1,132 holes) as well as detailed surface sampling and geophysics.

In April 1994, the property was purchased by Alta Gold Company for \$3.0 Million and, following a positive feasibility study by Kilborn Engineering Pacific Ltd., was soon afterwards put into production. Through the years 1994 to 1999, a total of 138,151 oz Au were produced from the Kinsley property. The production focused on an oxide heap-leach resource detailed as 245,000 oz. Due to cost over-runs at Alta's Olinghouse project in western Nevada, Alta Gold was forced into bankruptcy in 1999, leaving the Kinsley project abandoned. Nevada Sunrise thereafter staked the claims and acquired the historical exploration and production data.

From the 1994 report Kinsley Mountain Project: Geology, Mineralization and Exploration Potential, geologist J.P. Robinson states: "*Carlin style Gold mineralization at the property is contained in both N. West trending structures, and favorable bedding replacement zones of the "Big Horse and Windfall Limestone's, the C – 1, the Parallel and Burrowed Limestone and Dunderberg Shale."*

Exploration

In addition to its reported past production and historical reserves, Lateegra Resources believes the Kinsley Gold project holds significant exploration potential. For instance, historical drilling by Cominco and Alta Gold encountered high-grade carbonaceous material in two different zones approximately 1 mile apart. Lateegra Resources believes these zones require further investigation and exploration. A sample of these highlights are as follows:

SE Zone	Oz/T	Ft.
A-909	0.076	30
A-912	0.232	30
A-915	0.087	50
A-936	0.081	20
A1074	0.245	35

NW Zone	Oz/T	Ft.
A1075	0.111	65
A1130	0.149	40
A1131	0.0788	25
K 135	0.083	15
K 139	0.090	80
Ave.	0.127	39

The above assays were commissioned by Cominco American (denoted by the prefix “K”) at Chemex Labs (now ALS Chemex) of Reno, Nevada. Those commissioned by Alta Gold (denoted by the prefix “A”) were completed by American Assay Laboratories Inc. of Reno, Nevada.

The above reported widths are believed to be approximate true widths in a favorable bedded limestone/siltstone, “Carlin-style” host. In addition, Alta Gold conducted initial scoping work for cyanide soluble tests on these holes with a wide spectrum of gold recovery results ranging from nil to 90%.

The historical results outlined above were collected from sources the company believes to be reliable but have not been independently verified and therefore should not be relied upon. Lateegra Resources has retained the services of independent mining engineer Peter H. Cowdery, P. Eng. as the Qualified Person to evaluate drill data from the numerous drill holes and historical geological reports. This information will be used to produce a geological report compliant with National Instrument 43-101. Lateegra intends to evaluate restarting the oxide heap-leach production, as well as conducting further exploration drilling.

In consideration for the option, Lateegra will pay \$100,000 USD on or before January 5, 2003, for a one year option as well as issue 300,000 common shares subject to regulatory approval. To extend the option beyond one year, Lateegra will be subject to pay \$150,000 USD increasing \$50,000 USD per annum thereafter. Lateegra Resources has optioned the interest in the property from Nevada Sunrise LLC of Reno, Nevada. The property is subject to a 2% net smelter return royalty (NSR) to the benefit of Nevada Sunrise. To earn its 60% interest in the property, Lateegra must complete a bankable feasibility study on the remaining oxide resource as well as the higher grade carbonaceous material. Upon the company earning the 60% interest in the property, Lateegra Resources and Nevada Sunrise shall enter into a joint venture agreement under standard industry terms to further fund and develop on a 60/40 basis.

Lateegra has paid a fee of \$15,000 USD to provide the company with an exclusive 90-day due diligence period.

A finder’s fee may be payable in accordance with the policies of the TSX Venture Exchange. The option agreement is subject to regulatory approval.

To view further information on the Kinsley Mountain Gold property, including pictures and maps, visit the Lateegra Resources corporate website at <http://www.lateegra.com>

**ON BEHALF OF THE BOARD OF DIRECTORS
LATEEGRA RESOURCES CORP.**

“Michael Townsend”
Michael Townsend
President

The TSX Venture Exchange has neither approved nor disapproved the information contained herein.