

FORM 53-901F
SECURITIES ACT
MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

ITEM 1. REPORTING ISSUER

Lateegra Resources Corp. (the "Company")
1220 – 789 West Pender Street
Vancouver, BC, V6C 1H2

ITEM 2. DATE OF MATERIAL CHANGE

July 31, 2003

ITEM 3. PRESS RELEASE

Issued July 31, 2003 and distributed through the facilities of Canada Stockwatch.

ITEM 4. SUMMARY OF MATERIAL CHANGE

Michael Townsend is pleased to announce the appointment of Jeffrey Reeder to the Board of Directors of Lateegra Resources Corp.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

See attached Press Release dated July 31, 2003

ITEM 6. RELIANCE ON SECTION 85(2) OF THE ACT

This report is not being filed on a confidential basis.

ITEM 7. OMITTED INFORMATION

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. DIRECTOR/SENIOR OFFICER

Contact: Michael Townsend, President
Telephone: 604-669-9830

ITEM 9. STATEMENT OF SENIOR OFFICER/DIRECTOR

The foregoing accurately discloses the material change referred to herein.

"MICHAEL TOWNSEND"
Michael Townsend, President

DATED this 5th day of August, 2003

Appointment to Board of Directors; Resignation

July 31st, 2003, Vancouver, BC: Michael Townsend is pleased to announce the appointment of Jeffrey Reeder to the Board of Directors of Lateegra Resources Corp. (LEG-TSX Venture).

Mr. Reeder, a graduate of the University of Alberta with a B.Sc. Geology, has over 15 years of experience in mineral exploration from grassroots to advanced exploration programs.

Mr. Reeder has provided Geological services for various clients including: Senior Project Geologist for Heritage Explorations in the Eskay Creek area; Project Supervisor for Commerce Resources on the Fir Tantalum Project in B.C.; Exploration Manager for MacMillan Gold Corp. in Lima Peru; Project Geologist for Metallica Resources and Canarc Resources in Bolivia State, Venezuela; to name a few in the last 10 years.

Mr. Reeder's ability to recognize and assist in acquiring quality precious and base metal projects will be a great assistance to the Lateegra board.

In addition, Lateegra Resources Corp. announces that Mr. Geln Watson has resigned as director from the company's Board of Directors. The Board wishes to express its appreciation for Mr. Watson's efforts on the Company's behalf.

The company will also be granting 145,000 share purchase options at an exercise price of \$0.125 per share and re-pricing 150,000 employee stock options to \$0.125 per share

**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.