

**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**

October 30, 2003

**ITEM 3. PRESS RELEASE**

Issued October 30, 2003 and distributed through the facilities of Canada Stockwatch.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

Lateegra Resources Corp. (LEG – TSX Venture) announces it has entered into an option agreement with Geofine Exploration Consultants Ltd. whereby Lateegra may acquire a 100% interest in the Todd Creek Property.

**ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE**

See attached Press Release dated October 30, 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 30<sup>th</sup> day of October, 2003

## **Lategra Acquires the Todd Creek Gold Property; Including the South Zone gold-copper Deposit**

**October 30, 2003, Vancouver, BC:** Lategra Resources Corp. (LEG – TSX Venture) announces it has entered into an option agreement with Geofine Exploration Consultants Ltd. whereby Lategra may acquire a 100% interest in the Todd Creek Property. Due to the encouraging exploration results to date in the area, Lategra has continued to expand its property interest in the Skeena Mining Division of Northwestern British Columbia. The property is host to numerous gold-copper and polymetallic targets including the South Zone structure and the South Zone gold-copper deposit where prior exploration has delineated a “drill-indicated” reserve consisting of 207,000 tonnes grading 5.48g/t gold. (Friesen, 2002) On surface the deposit attains thickness up to 15 meters and remains open along strike for 800 meters and down dip. Several high priority drill targets are currently spotted and awaiting a spring /summer drill program.

The Todd Creek Property is located in the heart of the historic Stewart Gold Camp, and straddles the Todd Creek Valley, approximately 35 km northeast of Stewart, British Columbia. The property is comprised of 404 units on 24 claims or about 11,100 hectares and is located in the Eastern Volcanic Belt of the Stewart Camp. This belt includes the Todd Creek Fault System and associated orthogonal structures, along which ubiquitous gold-copper and silver-lead-zinc showings are distributed over a 10 km strike length on the property.

The Todd Creek Property hosts at least eight known deposits/showings containing highly anomalous gold and/or base metals within a pervasive alteration package consisting of predominately calcite-epidote-pyrite and chlorite-quartz-pyrite to quartz-pyrite-sericite-arsitealunite, which extends for at least ten kilometres inside the Todd Creek Valley. The most important deposits/showings are the South Zone Deposit, the Knob Zone, the Yellow Bowl Zone, the Fall Creek and North Zone and the Mylonite Zone.

### **Historical Exploration**

From 1986 to 1990, Noranda Exploration Company Limited held the property and performed extensive sampling and drilling over both the South Zone and North Zone deposits. As a result of this work, they produced a “drill-indicated” reserve on the South Zone consisting of 207,000 tonnes grading 5.48 g/t gold. (Friesen, 2002) No further drilling has been carried out on the property since the Noranda Exploration programs during the period 1987-90.

From 1997 to 2000, there has been further prospecting, geochemical surveys (rock, soil and stream sediment), geological surveys, aerial photography and structural analysis of the various mineralized zones. Due to the vast and comprehensive geochemical database, Lategra believes the information will be of great value for precise targeting of future drill programs.

In consideration for the option to acquire a 100% interest, Lateegra will make payments to Geofine Exploration Consultants Ltd. of Ontario, Canada, aggregating \$205,000 and provide 250,000 common shares of Lateegra in accordance with a 5-year payment schedule. In addition, Lateegra must incur expenditures in respect of exploration and development aggregating \$1,250,000 in accordance with a 5-year payment schedule. An initial \$250,000 of the \$1,250,000 must be expended on or before December 1, 2004. If Lateegra exercises the option and acquires a 100% ownership interest in the property, the property will be subject to a 2.5% net smelter return royalty (NSR) to the benefit of Geofine Exploration Consultants Ltd.

The Company has also closed the previously announced private placement for a total of \$727,124.00 and has issued 4,847,830 shares of common stock and 4,847,830 share purchase warrants pursuant to this private placement.

The Company will also be granting 240,000 incentive stock options at an exercise price of \$0.25 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.*