

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

**1. Reporting Issuer**

Lateegra Gold Corp.  
Suite 1128, 789 West Pender Street  
Vancouver, British Columbia V6C 1H2

**2. Date of Material Change**

July 5, 2006

**3. Press Release**

The Press Release dated July 5, 2006 was disseminated via Market News Publishing and Canada Stockwatch.

**4. Summary of Material Change**

The Company announced it has staked approx. six thousand six hundred (6600) hectares of mineral rights in South East Ecuador.

**5. Full Description of Material Change**

See attached press release dated July 5, 2006

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

Not Applicable

**7. Omitted Information**

Not Applicable

**8. Senior Officers**

Michael Townsend, President

(604) 669-9330

**9. Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia on the 5 day of July, 2006.

**Lateegra Gold Corp**

Per: \_\_\_\_\_

“Michael Townsend”

## **Lateegra Gold Successfully Stakes Claim Block Adjacent to Aurelian Resources**

Lateegra Gold Corp. (the "Company") (LRG-TSX.V) (Frankfurt-LTG) is pleased to announce that it has successfully staked approx. six thousand six hundred (6600) hectares of mineral rights adjacent to and south east of Aurelian Resources Inc (ARU-TSX.V)'s recent Fruta Del Norte gold discovery at it's Condor Project, South East Ecuador.

Lateegra's mineral claims lay entirely on the Peruvian side of the Ecuador / Peru border with 5900 hectares being east and centered north south within 7.5km from Aurelian's recently announced discovery drill intercepts of 189 meter intercept grading 24 g/t of gold along with subsequently released impressive results at its Condor Project, a reported buried epithermal gold-silver discovery at Fruta Del Norte, southeastern Ecuador. An additional 700 hectares were successfully staked east of both Goldmarca's (TSX-V:GML) recently acquired Aphrodite and Condor Gold projects where drilling intersected a gold bonanza zone of 48 metres of 16.7 g/t gold and 7 ozs per tonne of silver.

The properties were sited with the assistance of James A. McCrea P.Geo., Resource Geologist, and successfully applied for based on geological and technical merit. Extensive areas of hydrothermal alteration, high-grade vein-type epithermal and bulk tonnage precious metal deposits are found in this prolific N.W.-S.E. trending belt. Additional neighboring companies also include Plexmar's Casa del Diablo and Corriente's Mirrador project. The properties are being held in trust by a Peruvian National while the Company establishes it's ultimate, in-country corporate structure. Claimed areas are only approximate in size due to the irregular nature of the international border location and will be determined upon detailed government review.

The company is also engaged in advanced, late stage negotiations on two additional precious metal projects either currently in production or at a near term state of production readiness.

The company will also be setting 200,000 employee and director stock options at a strike price of \$0.55 per share exercisable for a period of five years subject to TSX Venture Exchange approval.

### About the Company

Lateegra Gold Corp. is a mineral exploration and development company with a mandate to build a significant portfolio of advanced exploration and near production properties with world class potential in Latin America.

ON BEHALF OF THE BOARD OF DIRECTORS

"Michael Townsend"  
President and CEO

THE TSX VENTURE EXCHANGE HAS NOT YET REVIEWED AND DOES NOT TAKE RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THE CONTENT OF THIS NEWS RELEASE.