

**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**

September 19, 2006

**3. Press Release**

The Press Release dated September 19, 2006 was disseminated via Market News Publishing and Canada Stockwatch.

**4. Summary of Material Change**

The Company announced that certain insiders of the company have arranged a sale of 1,200,000 shares of Lateegra Gold Corp at a price of \$0.70 per share through the facilities of the TSX Venture Exchange.

**5. Full Description of Material Change**

See attached press release dated September 19, 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 19 day of September, 2006.

**Lateegra Gold Corp.**

Per: "Michael Townsend"

Schedule "A"

**LATEEGRA ANNOUNCES FINANCING SWAP STARTS, PROGRAM IN ECUADOR**

**September 19, 2006 Vancouver, BC:** Lateegra Gold Corp. (the "Company") (LRG – TSX Venture) reports that certain insiders of the company have arranged a sale of 1,200,000 shares of Lateegra Gold Corp at a price of \$0.70 per share through the facilities of the TSX Venture Exchange. The proceeds from this sale will be used to partially fund the previously announced brokered private placement of up to 800,000 units at \$0.70 per unit for gross proceeds of C\$560,000 dollars. Each unit will consist of one common share and one share purchase warrant. Each whole warrant will entitle the holder to purchase one additional share of Lateegra at a price of C\$0.85 for a period of 2 years.

Company field crews, headed by Jeffrey Reeder P.Geol., are being assembled for immediate dispatch to the Companies wholly owned El Condor project positioned within 3 Km's from Aurelian Resources Inc.'s recent and world class discovery at the Fruta Del Norte, (FDN), project, southern Ecuador.

Also of significance is today's release by Plexmar Resources Inc. containing field results from the "Escondida Project" which lays 5 Km's north east of the FDN discovery and highlighted by samples from pebbles and boulders assaying values of 396 grams/tonne gold.

Additionally a recent field review by Dr. Richard H. Sillitoe, suggesting the "mineralized corridor at FDN extends approximately 4 km farther south where arsenic and antimony anomalies are thought to merit immediate scout drill testing in search of blind gold mineralization" potentially encompass Aurelian's "El Tigre" target South East of FDN and immediately adjacent Lateegra's "El Condor Project"

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

*"Michael Townsend"*  
Michael Townsend  
President

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.