

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

November 8, 2006

3. Press Release

The Press Release dated November 8, 2006 was disseminated via Market News Publishing and Canada Stockwatch.

4. Summary of Material Change

The Company announced the acquisition of the M10 and the Auripamba East and West properties.

5. Full Description of Material Change

See attached press release dated November 8 2006

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

Not Applicable

7. Omitted Information

Not Applicable

8. Senior Officers

Michael Townsend, Director

(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 8 day of November, 2006.

Lateegra Gold Corp.

Per: "Michael Townsend"

LATEEGRA GOLD EXPANDS HOLDINGS IN ECUADOR WITH ACQUISITION OF TWO ADDITIONAL PROPERTIES

November 8, 2006, Vancouver, B.C.: Lateegra Gold Corp. (the "Company") is pleased to announce the acquisition of the M10 and the Auripamba East and West properties. The properties were purchased from Carlos Arias and Sergio Peñaherrera through Lateegra's wholly owned subsidiary Lateegra Ecuador S.A.

The M10 property is located in the Pichincha Province 50 kilometers west-southwest of Quito Ecuador immediately north of and adjoining Cornerstone Capital Resources and Coastport Capital's La Plata Gold Rich VMS deposit and covers an area of 4,915 hectares. The M10 property was identified by Ing Fredy Salazar who spent several years as a senior geologist for Newmont Gold and provided consulting services for Aurelian Resources. Mr. Salazar was instrumental in the identification of the land package known as the Condor project held by Aurelian Resources and the El Condor project held by Lateegra located in the emerging gold belt in southern Ecuador.

The exploration target on the M10 concession is the continuation of the La Plata polymetallic volcanogenic massive sulphide (VMS) trend. Mineralization at La Plata and in the area occurs at or near the north-south trending contact between intermediate and felsic volcanics. Recent results from the drilling on La Plata by Cornerstone and Coastport Capital returned significant massive sulphides returning in hole LP-06-02, 6.7 meters (true width of 4.4 meters) averaging 11.1 g/t Au, 77.9 g/t Ag, 23.44 % Zn, 1.02 % Cu and 3.19 % Pb and 8.9 meters averaging 31.61 g/t Au, 289.39 g/t Ag, 18.16 % Zn, 5.86 % Cu and 1.61 % Pb in Hole LP-06-01 (Source: Stockwatch news June 22, 2006 Cornerstone Capital Resources). The M10 concession covers 7.5 kilometers of potential strike length of favorable geology. Documented mineral showings are reported to exist on the property including the El Diablo showing located on the south limits of the property.

The Auripamba project comprises 5 concessions located in the Provinces of Bolivar, Los Rios and Guayas in central Ecuador. The property consists of two separate concession blocks: Auripamba East and the Auripamba West. The eastern block covers an area of 13,650 hectares with the western block covering an area of 9800 hectares. The concessions are adjacent to Amlatminas's S.A. highly prospective Curipamba project.

Details of the 100-per-cent purchase agreements are as follows: \$5,000 US (reimbursement of costs) and 650,000 shares paid over two years. The schedule of share payments are as follows: 450,000 shares of the company's capital stock on TSX-Venture approval and an additional 200,000 shares payable in 4 installments of 50,000 shares each to be paid every 6 months for two years.

The company initially plans to conduct a regional stream sediment survey followed up by regional and detail mapping and sampling on known mineralized zones.

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 within the world class potential of Latin America.

ON BEHALF OF THE BOARD OF DIRECTORS

"Chris Verrico", CEO and Director

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.