

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

December 7, 2006

3. Press Release

The Press Release dated December 7, 2006 was disseminated via Market News Publishing and Canada Stockwatch.

4. Summary of Material Change

The Company announced it has closed its previously announced (see NR dated Nov 6, 2006) private placement of 2,880,000 units including the green shoe over allotment at a price of \$1.25 per unit for total gross proceeds of \$3,600,000.

5. Full Description of Material Change

See attached press release dated December 7 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 7 day of December, 2006.

Lateegra Gold Corp.

Per: "Michael Townsend"

Schedule "A"
**LATEEGRA GOLD OVERSUBSCRIBES FINANCING,
COMMENCES EL PICACHO WORK**

December 7, 2006 – Vancouver, B.C.: Lateegra Gold Corp. (the "Company") (LRG-TSX.V) (Frankfurt-LTG) wishes to announce that it has closed its previously announced (see NR dated Nov 6, 2006) private placement of 2,880,000 units including the green shoe over allotment at a price of \$1.25 per unit for total gross proceeds of \$3,600,000. Each unit consists of one common share and one transferable share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of \$1.50 per share.

Canaccord Capital Corporation acted as lead agent in respect of the placement. For its efforts, Canaccord was paid a cash commission of \$288,000 and was issued 288,000 non-transferable share purchase warrants, each warrant entitling it to purchase one common share of the Company for a period of two years at a price of \$1.25 per share. Canaccord was also issued in payment of its corporate finance fee 50,000 units, each unit consisting of one common share and one non-transferable share purchase warrant entitling it to purchase one additional common share for a period of two years at a price of \$1.50 per share.

All securities issued with respect to the placement are subject to a four month hold period expiring on March 31, 2007, in accordance with the policies of regulatory authorities.

The proceeds of the private placement will be used for exploration and development of the Company's El Picacho mine in Mexico and the El Condor property in Ecuador and for general working capital purposes.

Lateegra Gold and its partner Tara Gold Resources Corp (OTC: TRGD.PK) (Frankfurt T8N) also wish to announce that a Phase 1 exploration program has commenced on the El Picacho Gold Mine in Sonora State, Mexico. The initial focus of the program will be resource delineation, the Company has completed a comprehensive data compilation of the previous work including locating and surveying all underground workings and 20 diamond drill holes. The incorporation of pre-existing mine plans including blocked out mill feed is being systematically verified for incorporation with the data compilation. Initial interpretation of the compiled data by the company suggests that there are a number of parallel structures that host the mineralization. Initial surface examination of the gold bearing structures by the company's geologists show that the mineralization extends over a strike length of 1500 meters. Of note, the compilation of the old data has shown that drilling 400 meters northwest of the main workings encountered higher gold values over considerable widths compared to the main workings previously sampled by the company's geologists.

The surveying of the old workings has aided in establishing good topographic control for further detail geochemical sampling, geological mapping and mine development. The company has also contracted a geophysical crew to conduct a magnetic and induced polarization survey over the known mineralized zones. The planned geophysics will aid in the understanding of the dimensions of the gold bearing structures. A drill plan is being designed for near term commencement, initially utilizing local drill crews and equipment, with planned expansion foreseen in January.

The company and its partner Tara Gold Resources are also refurbishing the existing mill, crushing circuit and rolling stock while shipping mined silica maintaining a silica flux supply contract to a local smelter. Its site office in neighboring Bacoachi has undergone a complete renovation with plans advancing for an upgrade to the mill facility's office, laboratory and shop complex.

The technical information in this news release has been reviewed by, Jeffrey Reeder P.Geol. a Qualified Person as defined in national policy 43-101.

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.

About the Company: West Hawk Development Corp. is focused on providing valuable, high-demand energy products from a variety of sources. Assets include the 500 billion cubic feet (as per NI51-101 report) Figure Four natural gas property located in the Piceance Basin, Colorado, being developed under a drilling and development agreement with EnCana Oil & Gas (USA) Inc.; the 2(+) billion ton Fort Norman coal deposit in the Northwest Territories, being developed with Lurgi South Africa (Pty) Ltd. with the aim of creating a multi-stage, 200 billion cubic foot per year Coal-to-Gas operation supplying clean "syn-gas" to markets through Imperial Oil's proposed MacKenzie Valley Pipeline and/or producing high-demand electric power and sulfur free diesel through construction of an IGCC (Integrated Gasification Combined Cycle) facility; the one billion ton Groundhog anthracite coal deposit located in northwest British Columbia; and the 3(+) billion ton coal deposit located on Ellesmere Island, Nunavut Territory.

Cautionary note: This report contains forward looking statements, particularly those regarding cash flow, capital expenditures and investment plans. Resource estimates, unless specifically noted, are considered speculative. The company has filed a National Instrument 51-101 Report on the Figure Four property. A National Instrument 43-101 report has been filed on the Groundhog property. Any and all other resource or reserve estimates are historical in nature, and should not be relied upon. By their nature, forward looking statements involve risk and uncertainties because they relate to events and depend on factors that will or may occur in the future. Actual results may vary depending upon exploration activities, industry production, commodity demand and pricing, currency exchange rates, and, but not limited to, general economic factors. Cautionary Note to US investors: The U.S. Securities and Exchange Commission specifically prohibits the use of certain terms, such as "reserves" unless such figures are based upon actual production or formation tests and can be shown to be economically and legally producible under existing economic and operating conditions.