

FORM 53-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company**

Lateegra Gold Corp
1128-789 West Pender Street
Vancouver, BC, V6C 1H2

2. **Date of Material Change**

February 14, 2007

3. **News Release**

The Press Release dated February 14, 2007 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**

The Company announced it has received notice from MPH Ventures Corp., holders of an 50% earn in option, that they have commenced a field program on the M10 sulphide prospect in Ecuador.

5. (a) **Full Description of Material Change**

See attached press release dated February 14, 2007

(b) **Disclosure for Restructuring Transaction**

Not Applicable

6. **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not Applicable

7. **Omitted Information**

Not Applicable

8. **Executive Officer**

Michael Townsend, Director

604-669-9330

9. **Date of Report**

February 14, 2007

**Schedule A
EXPLORATION COMMENCES
ON "M10" MASSIVE SULPHIDE PROSPECT IN ECUADOR**

February 14, 2007 - Vancouver, BC – Lateegra Gold Corp. (the "Company") (TSX.V: LRG Frankfurt: LTG) announces that it has received notice from MPH Ventures Corp., holders of an 50% earn in option, that they have commenced a field program on the M10 massive sulphide prospect in Ecuador. The M10 property is located in the Pichincha province, 50 kilometres west-southwest of Capital Quito in Ecuador, immediately north and adjoining Cornerstone Capital's and Coastport Capital's "La Plata" gold-rich VMS (volcanic massive sulphide) deposit, which covers an area of 4,915 hectares.

Information on the M10 Ecuador Property is available on the Company's website:

<http://www.lateegra.com/projects/ecuador/m10/>

The initial focus of the field program is mapping and sampling, with a particular focus on the southern area of the M10 concession. MPH Ventures was able to locate maps of field work carried out in the early 1990's, which have assay data and geological mapping information. The Company's field crew is going back to these areas of earlier work and will attempt to verify the information contained therein.

Stream sediment sampling commenced on Feb 11, 2007 and, subject to success and accessibility, the Company proposes to collect approximately 150 stream sediment samples for analysis.

The earlier maps show a grid on the south central portion of the M10 concession, and MPH Ventures will attempt to recapture the old grid to commence the soil sampling. The grid and soil sampling will commence once an environmental study is completed. The Company expects the soil sampling to commence in about one month's time.

Once the grid and soil sampling are completed, MPH Ventures has budgeted for a geophysical survey (IP Mag.). Decisions about where to place the geophysical survey will be determined after the geological and analytical data is available.

The M10 property was identified by Ing Fredy Salazar, who spent several years as a senior geologist for Newmont Mining, and provided consulting services for Aurelian Resources. Mr. Salazar was instrumental in the identification of the land package known as the "El Condor", 100% owned by Lateegra, and the "Condor" project held by Aurelian Resources 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 drilling on La Plata by Cornerstone Capital and Coastport Capital returned significant massive sulphides including 6.7 metres averaging 11 grams per tonne gold, 78 grams per tonne silver, 23 per cent zinc, 1 per cent copper and 8.9 metres averaging 32 grams per tonne gold, 289 grams per tonne silver, 18 per cent zinc, and 6 per cent copper (see their news release dated June 22, 2006). The M10 concession covers 7.5 kilometres 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 company also wishes to announce that it has retained Value Relations GmbH to help with communication activities in Europe. Value Relations is a Frankfurt, Germany based full-service Investor Relations firm with 8 full time employees and an extensive list of consultants able to deliver complete coverage of the Lateegra story to shareholders in Germany, Austria and Switzerland.

In consideration for the services the Value Relations will receive a monthly fee of \$1,500 Euro for an annual contract of \$18,000 Euro. Value Relations will also receive \$100,000 incentive stock options of the Company at a price of \$1.10. Granting of these options is subject to approval of shareholders at the Company's Annual General Meeting to be held in March, 2007. The vesting period of the options under the Companies Stock Option Plan will not commence until such time as shareholder approval is received.

About the Company: Lateegra Gold Corp. is a development and exploration Company with a focus on precious metals in Mexico and South America. The Company currently has interests in properties in Mexico and Ecuador. The Picacho Mine in Mexico has extensive underground workings and a fully permitted mill and a diamond drill program in process. In Ecuador, the Company owns both the El Condor property, located within Aurelian Resources property containing their Fruta del Norte discovery and the recently acquired Auripamba and M10 concessions. The Company is well funded, having recently completed two multi-million dollar financings.

For further information on Lateegra Gold Corp. (TSX.V: LRG Frankfurt: LTG), visit the Company's web site at www.lateegra.com.

ON BEHALF OF THE BOARD OF DIRECTORS

"Michael Townsend",
President and Director