

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

June 4, 2007

3. News Release

The Press Release dated June 4, 2007 was disseminated via Market News Publishing and Canada Stockwatch.

4. Summary of Material Change

The Company announced a settlement agreement between the BCSC and Michael Townsend.

5. (a) Full Description of Material Change

See attached press release dated June 4, 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

Chris Verrico, Director

604-669-9330

9. Date of Report

June 4, 2007

Schedule A

**LATEEGRA PRESIDENT ANNOUNCES
SETTLEMENT WITH BCSC**

VANCOUVER, BRITISH COLUMBIA--(June 4, 2007) – Lateegra Gold Corp. (the "Company") (TSXVenture:LRG) (FRANKFURT:LTG) wishes to provide the following update.

On June 1, 2007, the British Columbia Securities Commission ("BCSC") announced a settlement agreement made between the Executive Director of the BCSC and Michael Townsend. The Settlement arose as a result of Mr. Townsend failing to file in a timely fashion, as is required, share transactions performed by him through an offshore account in two companies for which he served as a director at the time. One of those companies was Lateegra Gold Corp. The BCSC stated that the period in question was between January, 2005, and August, 2006. On August 30, 2006, Mr. Townsend filed the required insider reports. As a result of the agreement, Mr. Townsend has agreed to pay a fine totaling \$41,250 for failure to file insider reports in a timely fashion, and has also agreed to a one year ban on trading securities, except in limited circumstances. He has also agreed to resign from any position he holds as officer or director of any issuer, with the exception of Lateegra Gold Corp., for which he will be entitled to remain as a director and officer. He is also prohibited from engaging in investor relations or acting as a director or officer of any other issuer for one year.

"The Board of Directors have spoken with Mr. Townsend concerning this and accepts his apology. He has stated his deep regret for this oversight, and has pledged to maintain greater vigilance over his reporting activities moving forward," according to Mr. Chris Verrico, CEO of Lateegra.

"Michael has been an instrumental force behind Lateegra, having served as President and a director since October 23, 2002, and we continue to support him through this process."

On Behalf of the Board,

"Christopher Verrico"
CEO and Director