

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 10, 2008

3. **News Release**

The Press Release dated June 10, 2008 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**

The Company announced that as a result of its regional review aided by progress to date on its forthcoming NI 43-101 Report, the Company has increased its holdings to 62,227 hectares within 133 mineral claims of the prospective phosphorite geology, by staking an additional 6111 hectares. Additionally, the Company's regional review and rationalization has resulted in a revised purchase option for its primary phosphate acquisition, the "Fernie" claims. The Company also announces that it has called an extraordinary general meeting of shareholders to be held on July 16, 2008

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

See attached press release dated June 10, 2008

(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 10, 2008

Schedule A
**LATEEGRA STAKES ADDITIONAL CLAIMS AND AMENDS
TERMS OF PHOSPHATE ACQUISITION**

June 10, 2008, Vancouver, B.C.: Lateegra Gold Corp. (the "Company") (LRG-TSX.V LTG-Frankfurt) is pleased to announce that as a result of its regional review aided by progress to date on its forthcoming NI 43-101 Report, the Company has increased its holdings to 62,227 hectares within 133 mineral claims of the prospective phosphorite geology, by staking an additional 6111 hectares. The majority of this increase encompasses ground near Wapiti Lake, B.C. which had exploratory work performed on it between 1978 and 1980 by Esso Resources. Being the northern most extent of the Company's holdings, the Wapiti claims group is road assessable where phosphorite thicknesses range from 0.8 to 3.2 metres with assays varying from 11.9 to 23.7% P2O5 in moderate terrain where mining could be conceivably done by open pit methods with a relatively low stripping ratio (Heffernan 1980), along with the addition several other significant showings recently identified.

It is important to note that these reports, being historic in nature, cannot be verified by the Company, do not comply with modern reporting standards (NI 43-101), and therefore should not be relied upon.

Additionally, the Company's regional review and rationalization has resulted in a revised purchase option for its primary phosphate acquisition, the "Fernie" claims, having new, more favorable terms aiding the sustainability aspects of the Company's initiative within the basin. The revised terms are as follows:

The Company and the optionor have agreed that in order for the Company to earn a 100% interest in the Property, the Company must pay a total of \$500,000 to the optionor as follows:

- \$50,000 on signing of the option agreement (paid);
- \$50,000 within 7 days of the option agreement being approved by the TSX Venture Exchange ("Exchange Approval"); and
- \$400,000 within 120 days of the Company successfully completing a financing (the terms of which will be announced on or about Exchange Approval) (the "Financing");

The Company must also issue the following securities to the optionor:

- upon Exchange Approval, 500,000 common shares and an additional 500,000 common shares six months after Exchange Approval; and
- 1,000,000 common shares 360 days after closing of the Financing;

The Vendor retains a 2% Net Smelter Royalty.

A finder's fee will be payable on this transaction in accordance with TSX Venture Exchange policy.

The Company also announces that it has called an extraordinary general meeting ("EGM") of shareholders to be held on July 16, 2008, at which management will seek approval for the following resolutions:

1. The change of name of the Company to "Phosrock Minerals Corp." There will be no consolidation of capital;

2. The repricing downward of certain stock options held by insiders;
3. An amendment to the 2008 stock option plan; and
4. The cancellation of the Company's existing Articles and adoption of new Articles.

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