

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

September 25, 2008

3. News Release

The Press Release dated September 25, 2008 was disseminated via Market News Publishing and Canada Stockwatch.

4. Summary of Material Change

The Company announced that it is not proceeding with the private placement first announced on July 16, 2008. The Company announces it has arranged, subject to TSX Venture Exchange approval, a private placement of 9,600,000 units at \$0.10 per unit for total gross proceeds of \$960,000.

5. (a) Full Description of Material Change

See attached press release dated September 25, 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

Casey Forward, Director

604-669-9330

9. Date of Report

September 26, 2008

Schedule A
LATEEGRA ANNOUNCES PRIVATE PLACEMENT

September 25, 2008, Vancouver, BC: Lateegra Gold Corp. (the "Company") (LRG – TSX.V, LTGA – Frankfurt) announces that it is not proceeding with the private placement first announced on July 16, 2008.

The Company announces it has arranged, subject to TSX Venture Exchange approval, a private placement of 9,600,000 units at \$0.10 per unit for total gross proceeds of \$960,000. Each unit will consist of one common share and one non-transferable share purchase warrant, each warrant exercisable into one additional common share at a price of \$0.12 per share for a period of two years from the date of closing.

The proceeds of the placement will be used for general working capital.

Finders' fees may be payable in whole or in part on the units issued under the financing, in accordance with TSX Venture Exchange Policy.

The Company also announces that it will be proceeding with its name change approved at the Company's AGM to "Phosrock Minerals Corp." upon completion of the necessary filings.

ON BEHALF OF THE BOARD OF DIRECTORS

"Casey Forward "
CFO

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