**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**

October 8, 2008

3. **News Release**

The Press Release dated October 8, 2008 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**
The Company announced that it has closed its private placement (see News Release dated September 25, 2008) of 4,841,000 units at $0.10 per unit for total gross proceeds of $484,100.

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

See attached press release dated October 8, 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**

October 9, 2008

**Schedule A**

# LATEEGRA CLOSES PRIVATE PLACEMENT

***October 8, 2008, Vancouver, BC:*** Lateegra Gold Corp. (the "Company") (LRG – TSX Venture) announces that it has closed its private placement (see News Release dated September 25, 2008) of 4,841,000 units at $0.10 per unit for total gross proceeds of $484,100. Each unit consists of one common share and one non-transferable share purchase warrant entitling the holder to purchase one additional common share at a price of $0.12 per share on or before October 8, 2010.

All securities issued under the placement are subject to hold periods expiring on February 9, 2009. Proceeds from the private placement will be used for general working capital.

The Company paid finder's fee in the amount of $4,998.

ON BEHALF OF THE BOARD OF DIRECTORS

"*Chris Verrico*"
Chris Verrico, CEO