

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**

November 21, 2008

3. **News Release**

The Press Release dated November 21, 2008 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**

The Company announced that Mr. Peter Dickie replaces Mr. Jeffrey Reeder on the Board of Directors.

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

See attached press release dated November 21, 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**

November 24, 2008

Schedule A
LATEEGRA ANNOUNCES CHANGE OF DIRECTORS

November 21, 2008, Vancouver, BC: Lateegra Gold Corp. (the "Company") (LRG – TSX Venture) wishes to announce the following changes to the Board of Directors.

Joining the Board is Mr. Peter Dickie, who replaces Mr. Jeffrey Reeder. Mr. Dickie brings over 20 years of business experience with both public and private companies holding numerous senior management positions.

The Company is currently evaluating several potential mineral property acquisitions in North and South America. Mr. Reeder is the president of a private South American based company which owns several promising resource properties. Among the potential property acquisitions the Company is pursuing are several properties in which Mr. Reeder's private company holds an interest. In light of this potential for a conflict of interest, the Board of Directors has accepted the resignation of Mr. Jeffrey Reeder from his position as Director. The Company would like to thank him for his many years of service.

The Company has also accepted the resignations of Mr. Brian Thurston and Mr. Gordon Allan, P. Geo from officer positions, due to their external work commitments. Mr. Thurston and Mr. Allan will continue to work with the Company on a consulting basis to help facilitate the growth of the Company as it evaluates potential acquisitions.

ON BEHALF OF THE BOARD OF DIRECTORS

"Chris Verrico"
Chris Verrico, Director

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