

**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 24, 2009

**3. News Release**

The Press Release dated June 24, 2009 was disseminated via Market News Publishing and Canada Stockwatch.

**4. Summary of Material Change**

The Company announced the closing of the non-brokered private placement announced April 29, 2009. The private placement consists of 3,343,000 units at \$0.20 per unit for total gross proceeds of \$668,600.

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

See attached press release dated June 24, 2009

**(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, President

604-669-9330

**9. Date of Report**

June 24, 2009

## Schedule A

**June 24, 2009, Vancouver, BC:** Lateegra Gold Corp. (the "Company") (LRG – TSX Venture) is pleased to announce the closing of the non-brokered private placement announced April 29, 2009. The private placement consists of 3,343,000 units at \$0.20 per unit for total gross proceeds of \$668,600. Each unit consists of one common share and one-half of one transferable share purchase warrant, with each full warrant entitling the holder to purchase one additional common share at a price of \$0.30 per share on or before June 18, 2011.

For its efforts in finding certain placees, Canaccord Capital Corporation received a cash payment of \$39,160 and a warrant entitling it to purchase up to 195,800 common shares of the Company at a price of \$0.30 per share until June 18, 2011.

All securities issued under the placement are subject to hold periods expiring on October 19, 2009.

Proceeds of the private placement will be used for exploration projects and for general working capital.

ON BEHALF OF THE BOARD OF DIRECTORS

"Peter Dickie"  
Peter Dickie, Director

*"Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release."*