

**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 1, 2009

**3. News Release**

The Press Release dated October 1, 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 July 21, 2009.

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

See attached press release dated October 1, 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**

Peter Dickie, Director

604-669-9330

**9. Date of Report**

October 1, 2009

## Schedule A

**October 1, 2009, Vancouver, BC:** Lateegra Gold Corp. (the "Company") (LRG – TSX Venture) is pleased to announce the closing of the non-brokered private placement announced July 21, 2009. The private placement consists of 2,275,213 units at \$0.35 per unit for total gross proceeds of \$796,325. Each unit consists of one common share and one transferable share purchase warrant, with each warrant entitling the holder to purchase one additional common share at a price of \$0.50 per share on or before September 28, 2011.

For its efforts in finding certain placees, the following parties received a cash payments and share purchase warrants, each warrant entitling the holder to purchase one common share of the Company at a price of \$0.50 per share until September 28, 2011:

Canaccord Capital Corporation - \$19,376 cash and 55,360 warrants  
Union Securities Ltd. - \$9,310 cash and 26,600 warrants  
Global Securities Corp. - \$2,800 cash and 8,000 warrants  
BBS Securities Inc. - \$2,800 cash and 8,000 warrants  
Tracey A. St. Denis - \$1,400 cash

All securities issued under the placement are subject to hold periods expiring on January 29, 2010.

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