

Form 51-102F3

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**

April 21, 2010

3. **News Release**

The Press Release dated April 21, 2010 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**

The Company announced the closing of a non-brokered private placement for total gross proceeds of \$830,250, and the grant of incentive stock options under its 2010 stock option plan to its directors, officers and consultants for the purchase of up to 890,000 common shares of the Company for a period of two years at a price of \$0.28 per share.

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

See attached press release dated April 21, 2010

(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, Director

604-669-9330

9. **Date of Report**

April 21, 2010

Schedule A

April 21, 2010, Vancouver, BC: Lateegra Gold Corp. (the "Company") (LRG – TSX Venture) is pleased to announce the closing of the non-brokered private placement announced March 3, 2010, for total gross proceeds of \$830,250. The private placement consists of 3,321,000 units at \$0.25 per unit, each unit consisting of one common share and one transferable share purchase warrant exercisable into one additional common share at a price of \$0.40 per share until April 21, 2012.

The Company paid a total of \$71,125 in finders' fees and issued share purchase warrants authorizing finders to purchase up to 284,500 common shares of the Company at a price of \$0.40 per share until April 21, 2012.

All securities issued under the placement are subject to hold periods expiring on August 22, 2010.

The Company also announces that it has granted incentive stock options under its 2010 stock option plan to its directors, officers and consultants for the purchase of up to 890,000 common shares of the Company for a period of two years at a price of \$0.28 per share.

ON BEHALF OF THE BOARD OF DIRECTORS

"Chris Verrico"

Chris Verrico, President and CEO

"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."