FORM 53-901F
(Previously Form 27)

MATERIAL CHANGE REPORT UNDER
SECTION 85(1) OF THE *SECURITIES ACT*(BRITISH COLUMBIA)

1. Reporting Issuer

SOLITAIRE MINERALS CORP.
Suite 600 – 789 West Pender Street
Vancouver, BC, V6C 1H2

2. **Date of Material Change**

April 23, 2002

3. **Press Release**

The Press Release dated April 23, 2002 was disseminated via Market News Publishing and Canada Stockwatch.

4. Summary of Material Change

See attached press release dated April 23, 2002

5. **Full Description of Material Change**

The company announced the appointment of two new Board of Directors; Mr. Allan Hilton and Mr. Michael Townsend. In addition, the company announced the granting, subject to regulatory approval, of up to 400,000 incentive stock options. Furthermore, the company announced the proposed repricing of 118.076 stock options.

6. **Reliance on Section 85(2) of the Act**

Not Applicable

7. **Omitted Information**

Not Applicable

8. **Senior Officers**

DAVID HODGE, DIRECTOR Tel. (604) 683 5445

9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia on the 23 day of April, 2002.

SOLITAIRE MINERALS CORP.

Per:

*"David Hodge"*________________________
David Hodge, Director

Schedule "A"

April 23, 2002 **Symbol CDNX: SLT**

Appointment to Board of Directors & Incentive Stock Options Announced

Solitaire Minerals Corp. has appointed Mr. Allan Hilton to the board of directors. Mr. Hilton brings 40 years of mineral exploration experience. He is credited with the discovery of the Samatosum VMS deposit in south-central British Columbia, for which he retained a 5% NSR. The Samatosum deposit processed 700 tonnes of ore per day for a period of 3.5 years. Since 1983 he has held directorships in several mineral exploration companies including Booker Gold Exploration Ltd. (now Pacific Booker Minerals Inc.). The board is pleased to welcome Mr. Hilton and his extensive knowledge of the company's recently acquired Windpass gold property near Little Fort, British Columbia.

In addition, the company announces the appointment of Mr. Michael Townsend to the board of directors. Mr. Townsend brings 10 years of public company experience in management and finance.

The company announces that Patrick Power has resigned as director. The Board wishes to express its appreciation for Mr. Power's efforts on the company's behalf.

Further to the release of February 7, 2002, the company would like to clarify that the appointment of Edward Sylvan to the board of directors never completed.

Options

Solitaire Minerals announces that it has granted incentive stock options, subject to the approval of the Canadian Venture Exchange Inc. (the "CDNX"), for the purchase of up 400,000 common shares of the Company for a period of 2 years at a price of $0.13 per share.

Furthermore, Solitaire Minerals announces the repricing of 118,076 stock options which were granted on February 21, 2001 at a price of $0.30 per share and expire June 21, 2002. The options are to be repriced to $0.13 per share, subject to CDNX approval.

On Behalf of the Board
SOLITAIRE MINERALS CORP.

"David Hodge"
President

The Canadian Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.