FORM 53-901F
MATERIAL CHANGE REPORT UNDER
SECTION 85(1) OF THE *SECURITIES ACT* (BRITISH COLUMBIA)

1. Reporting Issuer

Solitaire Minerals Corp.
Suite 1788, 650 West Georgia Street
Vancouver, BC V6B 4N8

2. **Date of Material Change**

May 21, 2004

3. **Press Release**

The Press Release dated May 21, 2004, was disseminated via Market News Publishing and Canada Stockwatch.

4. Summary of Material Change
Solitaire announces addition to Baird Property Claims

5. **Full Description of Material Change**
May 21, 2004: Solitaire Minerals Corp. (the Company) is pleased to announce the addition of two claims to the Baird Property, in which Solitaire holds an option to earn a 100% interest. The additional claims are number 3004818, which is comprised of 3 units totalling 120 acres, and 3004819, which is comprised of 1 unit totalling 40 acres. The cost to the Company for the additional claims is $1,000 payable to the property Vendor. The claims will be included in and subject to all conditions of the original Baird Option agreement dated September 12th, 2002, and amended July 10th, 2003. The Baird Property is subject to an option agreement from Solitaire Minerals in favour of United Bolero Development Corp., whereby United Bolero can earn up to a 50% interest in the Baird claims from Solitaire (see announcement dated November 26, 2003). The Company has recently completed a ground gravity survey of the property (see announcement dated April 13, 2004), and planning continues for the next phase of exploration work on the Baird Property, which it anticipates to announce shortly.

6. **Reliance on Section 85(2) of the Act**
Not Applicable

7. **Omitted Information**
Not Applicable

8. **Senior Officers**
Charles Desjardins, President
(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 __21st__ day of May, 2004.

SOLITAIRE MNERALS CORP.

Per: *"Charles Desjardins"*

Charles Desjardines, Director and President