

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, British Columbia V6B 4N8

2. Date of Material Change

December 21, 2006

3. Press Release

The Press Release dated December 21, 2006 was disseminated via Canada Stockwatch.

4. Summary of Material Change

The Company announced a non-brokered private placement of up to 2,333,333 units at a price of \$0.15 per unit for total proceeds of \$ 349,999.95 subject to the approval of the TSX Venture Exchange

5. Full Description of Material Change

See attached press release dated December 21, 2006

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 21 day of December, 2006.

Solitaire Minerals Corp.

Per: "Charles Desjardins"

Solitaire Minerals Corp. Private Placement

December 21, 2006: Solitaire Minerals Corp. (TSX-V symbol: SLT) (the Company) announces that it has arranged a private placement of up to 2,333,333 units at a price of \$0.15 per unit for total proceeds of \$ 349,999.95 subject to the approval of the TSX Venture Exchange. Each unit will consist of one flow-through common share and one half (1/2) share purchase warrant, each full warrant entitling the holder to purchase an additional common share at a price of 17.5 cents per share in the first year and 20 cents per share in the second year. Finder's fee and agent warrants will be payable.

The proceeds of the private placement will be used for exploration work on the Company's mineral properties.

About Solitaire Minerals Corp. Solitaire Minerals Corp. (TSX-V symbol: SLT) is a diversified junior Canadian mineral exploration company with a specific focus on mineral properties in North America. The Company has assembled a portfolio of precious and base metal exploration prospects in Ontario, Saskatchewan, Alberta, and the North West Territories. Solitaire's Ontario properties in the Red Lake/Birch-Uchi Greenstone Belt include the Baird, Heyson and Chukuni River Prospects, in which the Company has agreements to earn 100% in, but has not yet vested its interest. In addition, the Company has entered into an option agreement with another company, whereby that company may earn up to a 75% interest in the Baird Property. The Company also has an option to earn 100% in the Lateral Lake West property located in the Webb township of Ontario. In Saskatchewan, the Company has signed a purchase agreement to acquire a 100% interest in the Highrock Lake property and a 90% interest in the Riou Lake Property located in the Athabasca Basin. The Company has also acquired the Riou Lake North and South properties in which the company has 100% interest. In Alberta, the Company has purchased the Ravenscrag property in which the Company has 100% interest. In the North West Territories, the Company has purchased the Mystery Island IOCG Property located in the Great Bear Lake area in which the Company has 100% interest.

For additional information please contact Solitaire Minerals Corp. or visit www.solitaireminerals.com.

On Behalf of the Board of Directors
SOLITAIRE MINERALS CORP.
"Charles Desjardins"

Charles Desjardins,
President and Director

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release. Statements in this press release other than purely historical information, historical estimates should not be relied upon, including statements relating to the Company's future plans and objectives or expected results, are forward-looking statements. News release contains certain "Forward-Looking Statements" within the meaning of Section 21E of the United States Securities Exchange Act of 1934, as amended. Forward-looking statements are based on numerous assumptions and are subject to all of the risks and uncertainties inherent in the Company's business, including risks inherent in resource exploration and development. As a result, actual results may vary materially from those described in the forward-looking statements.