FORM 52-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Solitaire Minerals Corp.
Suite 430-609 Granville Street
Vancouver, British Columbia V7Y 1G5

2. **Date of Material Change**

October 16, 2007

3. **Press Release**

The Press Release dated October 16, 2007 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**
The Company announced an update the continuing exploration program at the Red Lake North Property.

5. **Full Description of Material Change**

See attached press release dated October 16, 2007

6. **Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

Not Applicable

7. **Omitted Information**

Not Applicable

8. **Executive Officer**

Charles Desjardins, President

(604) 683-5445

9. **Date of Report**

October 17, 2007

Schedule “A”

Solitaire Minerals Corp. Updates the Red Lake North Property in Red Lake, Ontario

October 16, 2007: Solitaire Minerals Corp. (TSX-V: SLT) would like to update the continuing exploration program at the Red Lake North Property, in the prolific Red Lake gold district of Ontario.

At the Red Lake North project, hole RLN-07-07 intersected a 500-metre-thick section of moderate to strong biotite and sericite alteration within the stratigraphy. This altered section is interpreted to be the southwest extension of the Sidace Lake area stratigraphy, located five kilometres to the northeast of the Main block claims, which in that area is host to an extensively drilled gold discovery controlled by Goldcorp Inc./Planet Exploration Inc. Visible gold in hole RLN-07-07 is observed at 387 metres down the hole within the altered section. The interval returned 9.70 grams per tonne gold over 1.4 metres (including 19.95 g/t gold over 0.65 metre). A second occurrence of visible gold (one speck) occurs at 628 metres downhole. Current assays received from altered wall rocks (11 samples) do not indicate elevated levels of gold.

"This is our first drill program in this area and it is very early days for exploration of the Main block/Red Lake North property but the presence of visible gold indicates that the geological setting warrants further exploration", said David Adamson, president and chief executive officer of Rubicon Minerals Corp.

The Red Lake North property is under option to Solitaire Minerals Corp. Under the terms of the option agreement, Solitaire can earn a 55-per-cent interest in the project by spending a total of $2.5-million prior to May 1, 2010. Rubicon is the operator.

For the Red Lake projects, true widths are estimated to be approximately 70 per cent to 90 per cent of reported lengths. All assays were conducted on sawn NQ2- and NQ-sized half core sections. Program assays were completed by ALS Chemex using the metallic screen fire assay procedure or fire assay gravimetric finish. Standards and blanks were included at regular intervals in each sample batch. Gold standards were prepared by CDN Resource Laboratories Ltd. Work programs are supervised by Terry Bursey, PGeo, the project qualified person under the definition of National Instrument 43-101.

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.*