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**

   December 29, 2007

3. **Press Release**

   The Press Release dated December 29, 2007 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**
   The Company announced granting of incentive stock options to its directors, officers, consultants and employees to purchase in the total of 250,000 common shares in the capital stock of the company.

5. **Full Description of Material Change**

   See attached press release dated December 29, 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**

   January 10, 2008

Schedule “A”

Solitaire Minerals Corp. Grants Incentive Options

December 29, 2007: Solitaire Minerals Corp. (TSX-V symbol: SLT) (the Company) announces that pursuant to its stock option plan, the Company has granted incentive stock options to its directors, officers, consultants and employees to purchase in the total of 250,000 common shares in the capital stock of the company exercisable for a period of two years, at a price of $0.17 cents per share. These options are subject to a four-month hold period.

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 50% 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 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.