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**

June 9, 2008

3. **Press Release**

The Press Release dated June 9, 2008 was disseminated via Market News Publishing and Canada Stockwatch.

4. **Summary of Material Change**

The Company has increased the non-brokered private placement up to 6,000,000 units at a price of $0.125 per unit for total proceeds of up to $750,000.

5. **Full Description of Material Change**

See attached press release dated June 9, 2008

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**

June 9, 2008

Schedule "A"

Solitaire Minerals Corp. Increases Private Placement

June 9, 2008: Solitaire Minerals Corp. (TSX-V symbol: SLT) has increased the non-brokered private placement up to 6,000,000 units at a price of $0.125 per unit for total proceeds of up to $750,000 subject to the approval of the TSX Venture Exchange.

Up to 6,000,000 units will be issued as non flow-through units consisting of one common share and one full warrant. One full warrant will entitle the holder to purchase one additional common share of the Company at a price of $0.15 per share for the first year, and $0.20 per share in the second year.

The proceeds of the private placement will be used for general working capital.

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 "D" Block of claims and up to a 70% interest in the "C" Block of claims located in the Athabasca Basin. The Company has also acquired the Riou Lake North and South properties in which the Company has 100% interest and a 90% interest in the central Riou Lake Property. 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

Cautionary note:

This report contains forward looking statements. Resource estimates, unless specifically noted, are considered speculative. Any and all other resource or reserve estimates are historical in nature, and should not be relied upon. By their nature, forward looking statements involve risk and uncertainties because they relate to events and depend on factors that will or may occur in the future. Actual results may vary depending upon exploration activities, industry production, commodity demand and pricing, currency exchange rates, and, but not limited to, general economic factors.

Cautionary Note to US investors: The U.S. Securities and Exchange Commission specifically prohibits the use of certain terms, such as "reserves" unless such figures are based upon actual production or formation tests and can be shown to be economically and legally producible under existing economic and operating conditions.