

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

SOLID RESOURCES LTD.
Unit 607 – 233 Robson Street
Vancouver, British Columbia, V6B 0E8

Item 2 Date of Material Change

July 15, 2011

Item 3 News Release

A Press Release over CNW Group on July 15, 2011

Item 4 Summary of Material Change

Solid Resources Ltd. (“Solid” or the “Company”) announced today that it has closed the non-brokered private placement of Units for aggregate gross proceeds of \$1,000,000 (the “Offering”), previously announced on June 1, 2011, subject to TSX Venture Exchange final approval.

The Company has issued a total of 10,000,000 Units at a price of \$0.10 per Unit. Each Unit consists of one Common Share and one Common Share Purchase Warrant. Each Warrant is exercisable into one additional Common Share for a period of 24 months after the closing at a price of \$0.15 per Common Share. The securities issued in connection with the Offering will be subject to a four month hold period that expires on November 16, 2011.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

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Finders acting in connection with the Offering received aggregate fees of Cdn \$10,150 and 101,500 finder's warrants, with each finder's warrant entitling the holder to purchase one Common Share at an exercise price of \$0.15 per Common Share for a period of 24 months after the closing.

Total insider participation accounted for 15% (\$150,000) of the non-brokered private placement. Mr. Greg Pendura, the President and CEO of the Corporation, subscribed for 1,000,000 units under the offering. Mr. D. Randy Hayward, Chairman of the Board, subscribed for 500,000 units under the offering. The Corporation has determined that there are exemptions available from the various requirements of the TSX Venture Policy 5.9 and Multilateral Instrument 61-101 for the issuance of these units, (Formal Valuation – Issuer Not Listed on Specified Markets; Minority Approval – Fair Market Value Not More Than 25% of Market Capitalization). No new insiders were created, nor has any change of control occurred, as a result of this private placement.

The Company intends to use the proceeds from the Offering to fund exploration of the Company's Doade-Presqueira Tin, Tantalum and Lithium project in Spain in addition to the Gold and Copper project in Peru, plus general working capital.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Mr. Greg Pendura, President and Chief Executive Officer
Tel: 780-800-0726

Item 9 Date of Report

July 15, 2011