



**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On November 11, 2015, Mark E. Jones, III resigned from the Board of Directors of Solitario Exploration & Royalty Corp. (“Solitario”). Mr. Jones’ resignation was for personal reasons and not as a result of any disagreement with Solitario or its management with respect to the operations, policies or practices of Solitario.

Solitario has not yet appointed a replacement director to fill the vacancy on the Board of Directors caused by Mr. Jones’ resignation but the Governance and Nominating Committee of the Board of Directors has begun an evaluation of potential candidates.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

November 14, 2016

Solitario Exploration & Royalty Corp.

By: /s/ James R. Maronick  
James R. Maronick, Chief Financial Officer