FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Issuer

WEALTH MINERALS LTD. (the "Issuer")
Suite 2300, 1177 West Hastings Street
Vancouver, B.C.
V6E 2K3

Item 2. Date of Material Change

October 25, 2012

Item 3. News Release

The date of the press release issued pursuant to section 7.1 of National Instrument 51-102 with respect to the material change disclosed in this report is October 25, 2012. The press release was issued in Vancouver, British Columbia through the facilities of the TSX Venture Exchange via Stockwatch and Market News Publishing.

Item 4. Summary of Material Change

The Issuer reports that they have entered into an LOI to sell their Argentinean Uranium projects to Crosshair Energy Corporation.

Item 5. Full Description of Material Change

The Issuer reports that it has entered into a Letter of Intent ("LOI") with Crosshair Energy Corporation, a public Issuer headquartered in Vancouver, BC, to sell Crosshair all of the Issuer's prospective uranium properties in Argentina.

The consideration for the sale of the properties is payments to the Issuer of CAD 1.0 million in cash (less the amount of any outstanding liabilities associated with the sale properties and assumed by Crosshair) and the issuance to the Issuer of one million Crosshair common shares. The cash payments and share issuances will be done over a two year period, with CAD 300,000 and 750,000 Crosshair shares due on closing. In addition, the Issuer retains a 1% yellowcake royalty on all uranium production and a 1% NSR royalty on all other minerals.

Completion of the transaction is subject to a number of conditions, including Toronto Stock Exchange and NYSE MKT acceptance on behalf of Crosshair, the completion of due diligence on the properties by Crosshair and the negotiation and execution of a definitive agreement. There can be no assurance that the transaction will be completed as proposed or at all.

The Issuer also reports that Jeffrey Pontius has submitted his resignation as a director of the Issuer, effective October 31, 2012, in order to devote the time necessary in his position as CEO of Corvus Gold Inc. The Board would like to take this opportunity to thank Mr. Pontius for his years of service on behalf of the Issuer.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this press release, which has been prepared by management.

Cautionary Note Regarding Forward-Looking Statements

This material change report contains forward-looking statements and forward-looking information (collectively, "forward-looking statements") within the meaning of applicable Canadian and US securities legislation. All statements, other than statements of historical fact, included herein including, without limitation, statements regarding the anticipated content, commencement and cost of exploration programs, anticipated exploration program results, the discovery and delineation of mineral deposits/resources/reserves, the terms of and proposed completion of the sale to Crosshair, the timing of future activities by the Issuer, the potential for the Issuer to acquire additional silver properties and the anticipated business plans of the Issuer, are forward-looking statements. Although the Issuer believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are typically identified by words such as: believe, expect, anticipate, intend, estimate, postulate and similar expressions, or are those, which, by their nature, refer to future events. The Issuer cautions investors that any forward-looking statements by the Issuer or any of its joint venture partners are not guarantees of future results or performance, and that actual results may differ materially from those in forward looking statements as a result of various factors, including, but not limited to, the state of the financial markets for the Issuer's equity securities, the state of the commodity markets generally, variations in the nature, quality and quantity of any mineral deposits that may be located, variations in the market price of any mineral products the Issuer may produce or plan to produce, the inability of Crosshair to secure the required regulatory acceptances to complete the acquisition of the Argentina properties, the inability of the Issuer to obtain any necessary permits, consents or authorizations required for its activities, the inability of the Issuer to produce minerals from its properties successfully or profitably, to continue its projected growth, to raise the necessary capital or to be fully able to implement its business strategies, and other risks and uncertainties disclosed in the Issuer's latest interim Management Discussion and Analysis and filed with certain securities commissions in Canada. All of the Issuer's Canadian public disclosure filings may be accessed via www.sedar.com and readers are urged to review these materials, including the technical reports filed with respect to the Issuer's mineral properties.

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

Not applicable.

Item 7. Omitted Information

No information has been omitted on the basis that it is confidential.

Item 8. Senior Officer

The following senior officer of the Issuer is knowledgeable about the material change disclosed in this report.

Henk Van Alphen, President & CEO
Business Telephone No.: (604) 331-0096

Item 9. Date of Report

November 2, 2012