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

June 8, 2016

Item 3. News Release

The dates 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 June 8, 2016. The press release was issued in Vancouver, British Columbia through the facilities of the TSX Venture Exchange via CNW.

Item 4. Summary of Material Change

The Issuer reports that they have closed their non-brokered private placement of $2,000,000.

Item 5. Full Description of Material Change

The Issuer reports that they received TSX Venture Exchange acceptance on June 7, 2016 to close the non-brokered private placement announced on June 6, 2016.

Today, on the closing of the placement, the Issuer will issue a total of 5,000,000 common shares at a price of $0.40 per share. All shares issued by the Issuer will have a four-month hold period in Canada ending on October 9, 2016.

The net proceeds from the Placement are intended to be used to fund the costs related to the ongoing discussions with Li3 Energy, Inc. ("Li3") pursuant to the letter of intent with Li3 announced on February 1, 2016 (NR16-01), including to carry out and complete the required due diligence on Li3 and the Maricunga Lithium Project, for the review and assessment of additional potential lithium mineral property acquisitions and the negotiation of related formal documentation for any such acquisition(s), for property payments and work programs on the Issuer's existing mineral properties and for general and administrative expenses and working capital.

In addition to the ongoing discussions with Li3 under the LOI, the Issuer is currently also involved in the review and evaluation of a number of prospective lithium mineral projects in South America for possible acquisition. However, no agreements with respect to the acquisition of any such mineral projects has yet been entered into, and there can be no

assurance that the Issuer will, in fact, be successful in entering into any such agreements or acquiring interests in any additional mineral properties.

This material change report does not constitute an offer of sale of any of the foregoing securities in the United States. None of the foregoing securities have been and will not be registered under the U.S. Securities Act of 1933, as amended (the "1933 Act") or any applicable state securities laws and may not be offered or sold in the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the 1933 Act) or persons in the United States absent registration or an applicable exemption from such registration requirements. This material change report does not constitute an offer to sell or the solicitation of an offer to buy nor will there be any sale of the foregoing securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

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, timing and cost of exploration programs, anticipated exploration program results, the discovery and delineation of mineral deposits/resources/reserves, the anticipated completion of the Placement and the proposed use of the proceeds thereof; the Issuer's expectation that it will be able to enter into agreements to acquire interests in additional lithium or other mineral projects, the anticipated securing of the acceptance for filing by the TSXV on behalf of the Issuer of the Placement, the proposed acquisition by the Issuer of Li3 and the shares of Li3, and thereby an interest in the Maricunga Lithium Project; the proposed execution and delivery of the required formal documentation in connection with the acquisition of Li3; the completion of the acquisition of Li3, either as presently proposed or at all, by the Issuer; the planned completion of a test work program at the Maricunga Lithium Project; the completion of the proposed financing which is a condition precedent to a transaction with Li3, the Issuer's expectation that the acquisition of Li3 will offers a new kind of opportunity where helping to meet emerging lithium demand will create additional value for shareholders of the Issuer; and the anticipated business plans and timing of future activities of the Issuer, are all 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 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, and particularly with respect to precious metals and lithium; 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 the Issuer to obtain any necessary permits, consents or authorizations required, including TSXV acceptance, for its planned 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 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, CEO
Business Telephone No.: (604) 331-0096

Item 9. Date of Report

June 27, 2016