

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

April 27, 2016

Item 3. News Release

The dates of the press releases issued pursuant to section 7.1 of National Instrument 51-102 with respect to the material change disclosed in this report is April 27, 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 signed a Letter of Intent to acquire the Puritama Project Salar de Aguas Calientes, Chile.

Item 5. Full Description of Material Change

The Issuer reports that it has executed a Letter of Intent (the “LOI”) to acquire an option agreement giving it the right to acquire a 100% royalty-free interest in the Puritama 1 to 8 exploration concessions located in the Salar de Aguas Calientes (the “Property”), located in Region II, northern Chile.

Property Details

The Salar de Atacama is currently the only salar in Chile which produces lithium. Chile’s Sernageomin (*Servicio Nacional de Geología y Minería*) has published a list of 15 other high-potential Chilean Salars, and the Aguas Calientes Norte Salar is included in this list.

Exploration concessions at the Salar de Aguas Calientes cover an area of approximately 25km² (Figure 1) with 20km² subject to the option agreement to be acquired by Wealth and the remaining 4km² held by Sociedad Química y Minera de Chile (“SQM”), which is the largest lithium producer in Chile. The exploration concessions are in the process of being constituted and have preferential rights over the area that they cover. Once constituted, they will be valid for 2 years, and may be extended for an additional two years upon relinquishment of 50% of the area. Wealth anticipates that the concessions will be finally issued within the next 60 – 75 days.

Historical surface sampling of brines and springs on the Property was completed in 1993 and results are outlined fully in the table 1 below. Results in 1993 suggested a lithium concentration ranging up to 169 mg/l. This initial sampling is broadly in line with

independent analysis published by *signum BOX* (June 2015), which suggests an expected lithium concentration of 205 mg/l to 290 mg/l. The exploration concessions are located 320km from the port of Antofagasta. Access to the Property is via Route 27, a highway located at the western edge of the claim block.

The Issuer is treating the Property as a greenfields exploration project. Although the limited earlier work noted here suggests that the Property has potential to host a lithium deposit, the Property has not, to the knowledge of the Issuer, yet been explored with modern lithium brine exploration methods and there has been insufficient exploration to define a lithium deposit and it is therefore uncertain if further exploration will result in a lithium deposit being delineated on the Property. Accordingly, the initial program to be carried out by the Issuer will consist of a program of prospecting and sampling to determine the existence, nature, extent and distribution of lithium at the Property.

Table 1: 1993 Sampling Results, Puritama Project Area

Sample	Medium	K (mg/l)	Li (mg/l)	Mg (mg/l)
AC1-1	Hot Spring	185	33.0	159.0
AC1-4	Hot Spring	54	8.7	23.1
AC1-6	Lagoon	805	145.0	705.0
AC1-8	Test Pit	1180	169.0	501.0
AC1-11	Hot Spring	13	2.8	25.0

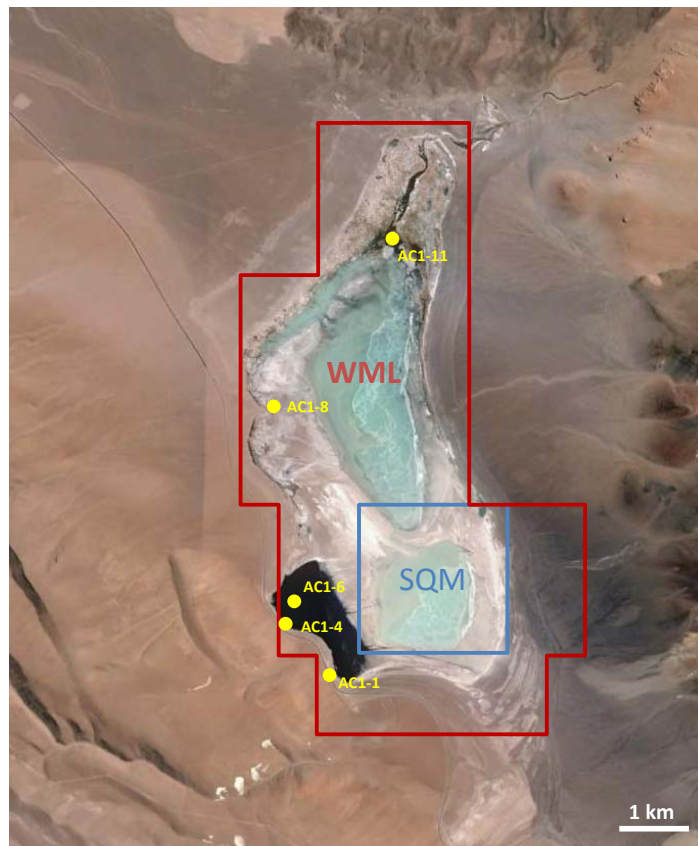


Figure 1: Land Ownership at Salar de Aguas Calientes Norte and location of historical exploration sampling undertaken in 1993.

Acquisition Terms

Under the LOI, the Issuer has the right to acquire all of the right, title and interest of Minera MyMinerals Limitada, a private Chilean company (“MYM”) in and to an option agreement dated April 18, 2016 (“Option Agreement”) between MYM and Virtud Minerals SpA, a private Chilean company, (“VMS”). Under the Option Agreement, MYM can acquire a 100% royalty-free interest in the Project by making the following payments to VMS:

Date	Payment
Upon signing	USD 150,000 (paid)
April 18, 2017	USD 500,000
April 18, 2018	USD 1,000,000
April 18, 2019	USD 1,000,000

Subject to satisfactory due diligence by Wealth, which will be completed within 60 days, the Issuer and MYM will execute an assignment agreement whereby MYM will assign all of its rights under the Option Agreement in consideration of reimbursement of the USD 150,000 initial payment and issuance to MYM of 100,000 the Issuer’s shares. There are no work commitments under the Option Agreement. VMS has agreed to provide ongoing mining property consultancy services, in order to secure the completion of the constitution process of the concessions comprised in the Property and keep them valid and in good standing throughout the option period, for a monthly fee of USD 2,000.

The completion of the acquisition of an interest in the Option Agreement by the Issuer is subject to the acceptance for filing thereof by the TSX Venture Exchange.

Qualified Person

EurGeol Keith J. Henderson, P.Geo., a qualified person as defined by National Instrument 43-101, has reviewed the scientific and technical information that forms the basis for this material change report and has approved the disclosure herein. Mr. Henderson is a consultant to the Issuer, but does hold common shares and incentive stock options in the Issuer.

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 Issuer’s expectation that it will be able to enter into agreements to acquire interests in additional mineral projects, including lithium projects, 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 of formal agreements for the acquisition of an interest in the Option Agreement and thereby the right to earn an interest in the Salar de Aguas Calientes; and the anticipated business plans and timing of future activities 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 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 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 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.

Caution Regarding Adjacent or Similar Mineral Properties

This material change report contains information with respect to adjacent or similar mineral properties in respect of which the Issuer has no interest or rights to explore or mine. Readers are cautioned that the Issuer has no interest in or right to acquire any interest in any such properties, and that mineral deposits, and the results of any mining thereof, on adjacent or similar properties are not indicative of mineral deposits on the Issuer's properties or any potential exploitation thereof.

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