

## 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 22, 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 22, 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 balance of 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 giving it the right to acquire a 100% royalty-free interest in the Salar 1 and 2 exploration concessions (“Concessions”) located in the Salar de Aguas Calientes (the “Property”), located in Region II, northern Chile.

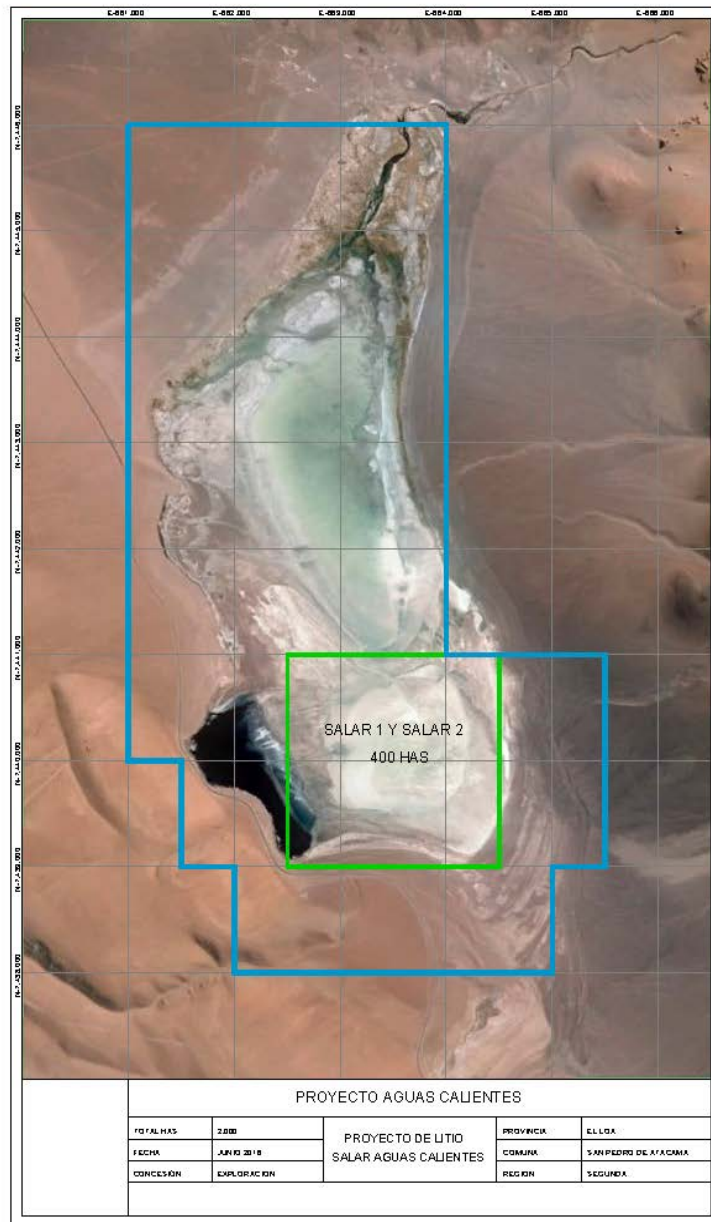
***Property Details***

The Salar de Atacama is currently the only salar (salt flat) in Chile which produces lithium. Chile’s Sernageomin (*Servicio Nacional de Geología y Minera*) 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 25km<sup>2</sup> (Figure 1) with 20km<sup>2</sup> being subject to the option agreement to be acquired by the Issuer as announced on April 27, 2016 (NR16-09) and the remaining 4km<sup>2</sup> (the Concessions) now being subject to the option in favor of the Issuer under the LOI. Exploration concessions over the area now covered by the Concessions were formerly held by Sociedad Química y Minera de Chile (“SQM”), which is the largest lithium producer in Chile, which lost them for failure to pay the required taxes. The 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 (not including the Concessions) was completed in 1993 and results have been previously given in NR16-09

(April 27, 2016). 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 Property is located 320km from the port of Antofagasta, and access is via Route 27, a highway located at the western edge of the Property.



**Figure 1:** Land Ownership at Salar de Aguas Calientes Norte. Green is the newly-optioned Concessions; Blue is the previously optioned Puritama concessions (NR16-09).

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 the Issuer will consist of a program of prospecting and sampling to determine the existence, nature, extent and distribution of lithium at the Property.

### ***Acquisition Terms***

Under the LOI, subject to completion of satisfactory due diligence and completion and execution of a formal option agreement (to occur on or before August 4, 2016), the Issuer will be granted an exclusive option (“Option”) by the vendor (a private arm’s length Chilean Issuer) (“Vendor”) to acquire a 100% royalty-free interest in the Concessions in consideration of the issuance of 1,000,000 Wealth shares, as follow:

<b>Date</b>	<b>Shares to be Issued</b>
Upon signing	150,000
6 months after signing	250,000
12 months after signing	250,000
15 months after signing	350,000

There will not be any work commitments under the Option, but the Issuer will be responsible keeping the Concessions in good standing during the period of the Option and taking the necessary steps (with the assistance of the Vendor) in order to secure the completion of the constitution process of the Concessions.

The execution of the formal agreement with respect to the Option is subject to the acceptance for filing thereof by the TSX Venture Exchange.

### **Qualified Person**

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 option to acquire 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](http://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 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