FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

WEALTH MINERALS LTD. (the "Issuer")
Suite 1901, 1177 West Hastings Street
Vancouver, B.C.
V6E 2K3

Item 2. Date of Material Change

May 2, 2008

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 May 2, 2008. The press release was issued in Vancouver, British Columbia through the facilities of the TSX Venture Exchange via Marketwire, Canada Stockwatch and Market News Publishing.

Item 4. Summary of Material Change

The Issuer reports results from additional sampling at its Bororo Nuevo Project (BNP) in southern Argentina.

Item 5. Full Description of Material Change

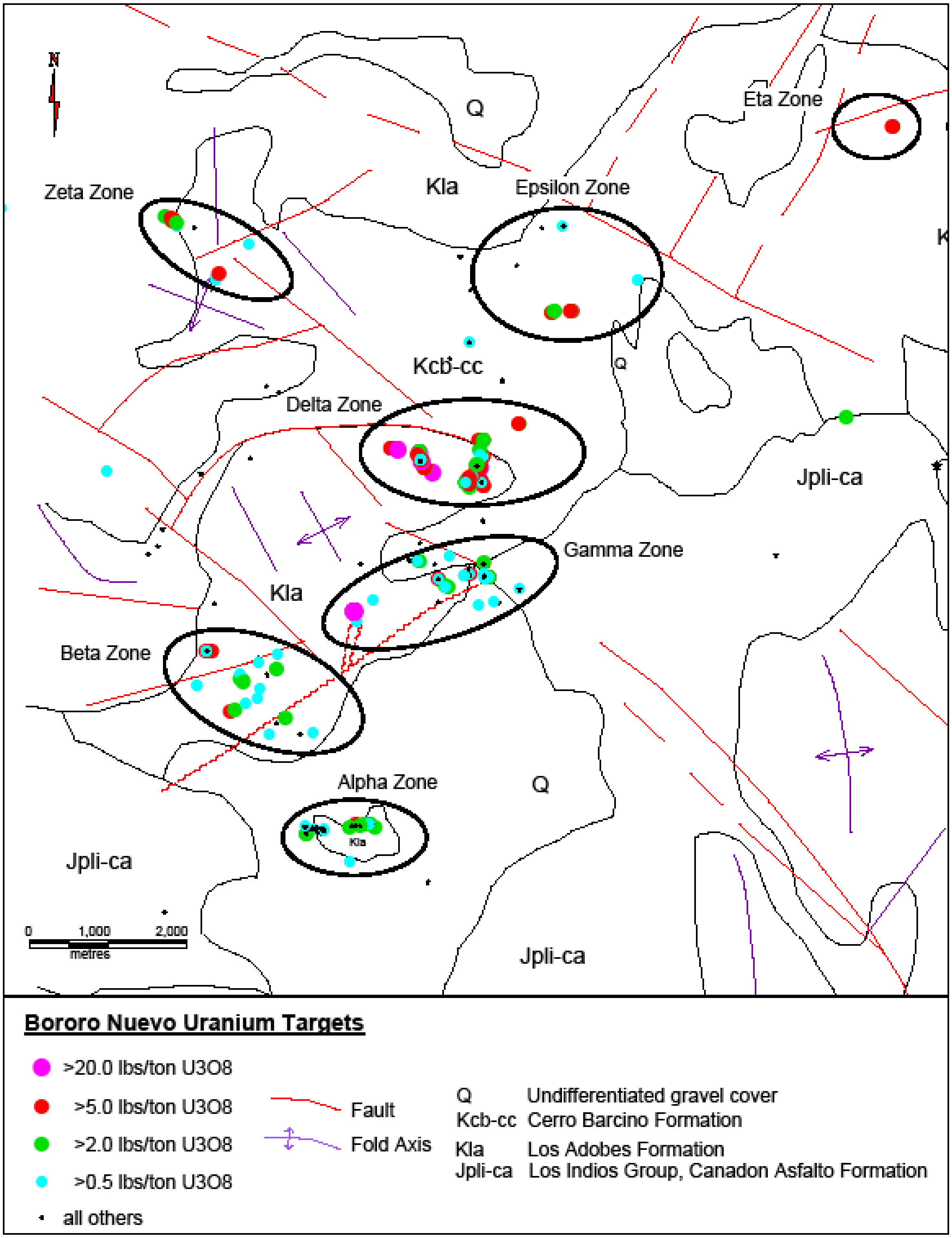
The Issuer reports the results from additional sampling at its Bororo Nuevo Project (BNP) in southern Argentina.

Results from an additional 17 rock samples have been received and confirm the discovery of a new high-grade uranium occurrence. Two characterization samples collected from the new occurrence returned values of 11.7 lbs/ton U_3O_8 (0.497% uranium) and 7.12 lbs/ton U_3O_8 (0.302% uranium). The remaining 15 samples were collected from known zones of mineralization and returned values ranging from below detection (10 ppm U) to 1.22 lbs/ton U_3O_8 (0.052% uranium) and averaging 0.46 lbs/ton U_3O_8 (0.020% uranium). To date, the Company has collected a total of 546 samples from BNP, averaging 2.43 lbs/ton U_3O_8 (0.103% uranium).

The newly-identified "Eta" zone becomes the seventh zone identified to date at BNP, and extends the fairway of uranium mineralization an additional four kilometres to the northwest (see Figure 1). Mineralization at Eta is similar to the other zones at BNP, consisting of disseminated carnotite hosted in sedimentary rocks. The high-grade mineralization registered greater than 10,000 counts/second with a scintillometer and could be traced at these levels for 20 metres along strike. The Issuer's field crews are currently planning another field campaign to carry out additional sampling and prospecting in the vicinity of the Eta zone. The program is expected to commence in late May.

In addition, a historical CNEA (Comision Nacional de Energia Atomica) drill site was identified by Issuer personnel at the southernmost Alpha zone. Estimated to be in excess of 20 years old, the on-site drill cuttings were still highly radioactive and returned an assay of 4.22 lbs/ton U_3O_8 (0.179% uranium).

Figure 1: Bororo Nuevo Zones of Mineralization



Bororo Nuevo Project Overview

Located in southern Argentina, the Bororo Nuevo project is one of the Issuer's flagship properties and forms the core part of the Issuer's extensive 355 square kilometre land-holdings targeting high-grade uranium mineralization in the productive San Jorge Basin, which is host to the past-producing Cerro Condor and Los Adobes uranium deposits as well as the 10.3 million pound U_3O_8 Cerro Solo uranium deposit.

Seven large zones of mineralization have been discovered within a uranium fairway measuring 9 kilometres by up to 7 kilometres and mineralization remains open in all directions. To date, less than 12% of the property has been explored in systematic fashion, indicating the excellent potential for further new discoveries.

Environmental permits have been approved and the Issuer is currently awaiting the necessary permits and approvals to conduct both the initial drill testing of known showings and a detailed HiRAM (High-Resolution Radiometrics and Magnetics) survey designed to rapidly prospect the remaining 90% of the project area. Timing for the issuance of the applicable permits, and hence the commencement of such work programs, is unknown at this time.

Qualified Person & QA/QC Controls

R. Scott Heffernan, M.Sc., P.Geol., the Issuer's Vice-President, Exploration, and a qualified person as defined by National Instrument 43-101, has supervised the preparation of the scientific and technical information that forms the basis for this material change report. Mr. Heffernan is not independent of the Issuer by virtue of being an officer and a holder of incentive stock options.

The Issuer's work programs are supervised by Scott Heffernan, P.Geol., the Issuer's Vice-President, Exploration, who is responsible for all aspects of the work, including the quality control/quality assurance program. On-site personnel at the project rigorously collect and track samples which are then sealed and shipped to Alex Stewart Assayers (ASA) for analysis. ASA's quality system complies with the requirements for the International Standard ISO 9001:2000. Analytical accuracy and precision are monitored by the analysis of reagent blanks, reference material and replicate samples. Quality control is further assured by the use of international and in-house standards. Finally, representative blind duplicate samples are forwarded to ASA for additional quality control.

This material change report contains forward-looking statements within the meaning of Section 27A of the Securities Act and Section 27E of the Exchange Act. Such statements include, without limitation, statements regarding the timing of future activities by the Issuer, future anticipated exploration program results, the discovery and delineation of mineral deposits/resources/reserves, business and financing plans, potential mining scenarios, the success of mineral processing procedures, business trends and future operating costs and revenues. 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, variations in the nature, quality and quantity of any mineral deposits that may be located, the Issuer's ability to obtain any necessary permits, consents or authorizations required for its activities, the Issuer's ability 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. The reader is referred to the Issuer's current 20F for a more complete discussion of such risk factors and their potential effects.

All of the Issuer's 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. 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. The Issuer advises US investors that the US Securities and Exchange Commission's mining guidelines strictly prohibit information of this type in documents filed with the SEC. Readers are cautioned that the Issuer has no interest in or right to acquire any interest in any such properties, and that mineral deposits on adjacent or similar properties are not indicative of mineral deposits on the Issuer's properties.

This material change report is not, and is not to be construed in any way as, an offer to buy or sell securities in the United States.

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.

R. Scott Heffernan, Vice President - Exploration
Business Telephone No.: (604) 331-0096

Item 9. Date of Report

May 6, 2008