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 7, 2015

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 7, 2015. The press release was issued in Vancouver, British Columbia through the facilities of the TSX Venture Exchange via Canada NewsWire.

Item 4. Summary of Material Change

The Issuer grants 2,700,000 incentive stock options at an exercise price of $0.30 per share.

Item 5. Full Description of Material Change

The Issuer reports that, pursuant to its 2004 Incentive Stock Option Plan, it has granted incentive stock options to directors, officers, employees and consultants of the Issuer and its affiliates to purchase up to an aggregate of 2,700,000 common shares in the capital stock of the Issuer. The options are exercisable on or before April 6, 2015 at a price of $0.30 per share.

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

April 8, 2015