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

October 8, 2015

Item 3. News Release

The date 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 October 8, 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 reports that they have closed the acquisition of the Yanamina Gold Project, Peru.

Item 5. Full Description of Material Change

The Issuer reports that the transaction to acquire the Peruvian subsidiary of Coronet Metals Inc. ("Coronet") has been completed, effective October 7, 2015. As a result, the Issuer now has 100% ownership of the Yanamina Gold Project in Peru and the negotiation of a long-term community agreement with the Cruz de Mayo community and surrounding communities can begin in earnest, aiming to secure the necessary social licence to operate.

In connection with the closing of the acquisition by the Issuer of all of the issued shares of Minera Wealth Peru S.A.C., the Peruvian Issuer which holds the Yanamina Gold Project, the Issuer issued 750,000 common shares to Coronet. These shares are subject to a hold period in Canada expiring on February 7, 2016. The Issuer will be required to issue an additional 250,000 common shares to Coronet on or before April 7, 2016, which shares will also be subject to a 4 month hold period following issuance.

None of the foregoing shares have been, nor will they 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 Issuer's expectation that it will be successful in negotiating a long-term community agreement, and thereby secure the social license to operate the Yanamina Gold Project, with the Cruz de Mayo and surrounding communities; the potential for any production from the Yanamina Gold Project; the ability of the Issuer to acquire projects in stable geopolitical project locations, with low exploration risk, attractive grade, and potentially low capital requirements, the Issuer's expectation that it will be able to negotiate partnerships that will open up potential project developments routes, 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 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.

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

October 15, 2015