



**WEALTH MINERALS LTD.
(An Exploration Stage Company)**

CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

November 30, 2019 and 2018

Corporate Head Office
2300 – 1177 West Hastings Street
Vancouver, BC
V6E 2K3

INDEPENDENT AUDITORS' REPORT

TO THE SHAREHOLDERS OF WEALTH MINERALS LTD.

Opinion

We have audited the consolidated financial statements of Wealth Minerals Ltd. (the "Company"), which comprise:

- ♦ the consolidated statements of financial position as at November 30, 2019 and 2018;
- ♦ the consolidated statements of loss and comprehensive loss for the years then ended;
- ♦ the consolidated statements of cash flows for the years then ended;
- ♦ the consolidated statements of changes in shareholders' equity for the years then ended; and
- ♦ the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as at November 30, 2019 and 2018, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with International Financial Reporting Standards.

Basis for Opinion

We conducted our audits in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audits of the consolidated financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 1 in the consolidated financial statements, which indicates the Company incurred a significant operating loss of \$17,853,694 during the year ended November 30, 2019. The Company is currently unable to self-finance operations, has a working capital deficiency of \$4,610,319, limited resources, no source of operating cash flow, and no assurances that sufficient funding will be available to conduct further exploration and development of its exploration and evaluation assets. As stated in Note 1, these events or conditions, along with other matters as set forth in Note 1, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Management's Discussion & Analysis.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon. In connection with our audits of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits, and remain alert for indications that the other information appears to be materially misstated.

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We obtained the Management's Discussion & Analysis prior to the date of this auditors' report. If, based on the work we have performed on this other information, we conclude that there is a material misstatement of this other information, we are required to report that fact in this auditors' report. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- ♦ Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ♦ Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- ♦ Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- ♦ Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- ♦ Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- ♦ Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

The engagement partner on the audit resulting in this independent auditors' report is Sukhjit Gill.

Smythe LLP

Chartered Professional Accountants

Vancouver, British Columbia
May 4, 2020

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WEALTH MINERALS LTD.
(An Exploration Stage Company)
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Expressed in Canadian Dollars)

	November 30, 2019	November 30, 2018
ASSETS		
Current		
Cash	\$ 378,301	\$ 636,166
Accounts receivable	37,775	26,835
Assets held for sale (Note 5)	212,281	-
Prepaid expenses	425,730	471,321
	<u>1,054,087</u>	<u>1,134,322</u>
Long term prepaid expenses	-	137,500
Equipment (Note 6)	13,732	22,736
Exploration and evaluation assets (Notes 5 and 12)	41,411,734	40,048,925
	<u>\$ 42,479,553</u>	<u>\$ 41,343,483</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current		
Accounts payable and accrued liabilities	\$ 1,456,574	\$ 153,404
Loans payable (Note 7)	2,735,685	-
Due to related parties (Note 10)	378,757	90,411
Due to third party (Note 4)	921,658	-
Liabilities held for sale (Note 5)	81,732	-
Flow-through premium liability (Note 8)	90,000	-
	<u>5,664,406</u>	<u>243,815</u>
Shareholders' equity		
Capital stock (Note 8)	135,062,085	127,421,323
Share-based payment reserve (Note 9)	18,982,728	16,393,317
Deficit	(118,775,840)	(102,714,972)
Equity attributable to owners of the Company	35,268,973	41,099,668
Equity attributable to non-controlling interests	1,546,174	-
	<u>36,815,147</u>	<u>41,099,668</u>
Total Equity	<u>\$ 42,479,553</u>	<u>\$ 41,343,483</u>

On behalf of the Board:

(signed) "*Hendrik Van Alphen*"
Hendrik Van Alphen, Director

(signed) "*Gordon Neal*"
Gordon Neal, Director

The accompanying notes are an integral part of these consolidated financial statements.

WEALTH MINERALS LTD.

(An Exploration Stage Company)

CONSOLIDATED STATEMENTS OF LOSS AND COMPREHENSIVE LOSS

(Expressed in Canadian Dollars)

	Years ended November 30,	
	2019	2018
Expenses		
Amortization (Note 6)	\$ 3,971	\$ 4,731
Consulting (Note 10)	1,903,582	1,780,445
Exploration and evaluation expenditures (Note 12)	1,805,091	1,988,281
Foreign exchange gain	(41,005)	(2,366)
Accretion (Note 7)	215,621	-
Gain on modification of debt (Note 7)	(160,752)	-
Interest (Note 7)	160,636	-
Listing and transfer agent fees	88,107	73,382
Office, administration and miscellaneous (Note 10)	728,662	403,376
Professional fees	1,037,176	660,414
Recovery of flow-through premium	-	(4,341)
Rent (Note 10)	56,030	41,468
Salaries and benefits	16,112	22,974
Share-based compensation (Notes 9 and 10)	2,220,826	5,492,620
Shareholders' communications	361,011	500,577
Travel and promotion	379,322	321,811
Write-off of accounts receivable	-	35,604
Write-off of exploration and evaluation assets (Note 5)	9,079,304	17,569,230
Net Loss and Comprehensive Loss for the Year	\$ (17,853,694)	\$ (28,888,206)
Attributed to:		
Equity holders of the Company	\$(17,518,521)	\$(28,888,206)
Non-Controlling Interest (Note 16)	(335,173)	-
	\$(17,853,694)	\$(28,888,206)
Basic and Diluted Loss per Share	\$ (0.13)	\$ (0.26)
Basic and Diluted Weighted Average Number of Common Shares Outstanding	133,031,109	113,150,230

The accompanying notes are an integral part of these consolidated financial statements.

WEALTH MINERALS LTD.
(An Exploration Stage Company)
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in Canadian Dollars)

	Years ended November 30,	
	2019	2018
Operating Activities		
Net loss for the year	\$ (17,853,694)	\$ (28,888,206)
Items not affecting cash		
Accretion	215,621	-
Accrued interest on loans payable	160,636	-
Amortization	3,971	4,731
Share-based compensation	2,220,826	5,492,620
Gain on modification of debt	(160,752)	-
Write-off of accounts receivable	-	35,604
Write-off of exploration and evaluation assets	9,079,304	17,569,230
Changes in non-cash working capital		
Accounts receivable	(14,322)	(29,482)
Prepaid expenses and advances	179,827	(503,068)
Accounts payable and accrued liabilities	1,182,583	(452,497)
Due to related parties	12,075	9,113
Cash Used in Operating Activities	(4,973,925)	(6,761,955)
Investing Activities		
Acquisition of TMI Group (Note 4)	(70,052)	-
Purchase of equipment	-	(2,162)
Exploration and evaluation expenditures	(3,951,225)	(10,136,272)
Cash Used in Investing Activities	(4,021,277)	(10,138,434)
Financing Activities		
Issuance of capital stock	5,976,582	14,239,466
Share issuance costs	(102,315)	(198,874)
Options exercised	-	1,021,225
Proceeds from loan	2,863,260	-
Cash Provided by Financing Activities	8,737,527	15,061,817
Changes in Cash	(257,675)	(1,838,572)
Cash held in assets held for sale	(190)	-
Cash, Beginning of Year	636,166	2,474,738
Cash, End of Year	\$ 378,301	\$ 636,166
Supplemental Cash Flow Information		
Shares issued as share issuance costs	\$ 64,274	\$ 683,679
Shares issued for exploration and evaluation assets	\$ 2,721,000	\$ 13,886,598
Shares issued on acquisition of TMI Group	\$ 2,500,000	\$ -
Acquisition costs included in due to accounts payable and accrued liabilities	\$ 150,000	\$ -
Acquisition costs included in due to third party	\$ 921,658	\$ -
Bonus warrants issued pursuant to loan agreements	\$ 343,080	\$ -
Flow-through premium liability	\$ 90,000	\$ -
Fair value of shares issued on options exercised	\$ -	\$ 633,028
Broker's warrants issued as finder's fees	\$ 25,505	\$ 180,017

The accompanying notes are an integral part of these consolidated financial statements.

WEALTH MINERALS LTD.

(An Exploration Stage Company)

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(Expressed in Canadian Dollars)

	Number of Common Shares	Capital Stock	Share-based Payment Reserve	Deficit	Non- Controlling Interest	Total
Balance: November 30, 2017	97,384,562	\$ 98,019,897	\$ 11,353,708	\$ (73,826,766)	-	\$ 35,546,839
Private placements	11,383,004	14,923,145	-	-	-	14,923,145
Shares issued for options exercised	1,792,500	1,021,225	-	-	-	1,021,225
Shares issued for exploration and evaluation assets	10,113,562	13,886,598	-	-	-	13,886,598
Share issuance costs – cash	-	(198,874)	-	-	-	(198,874)
Share issuance costs – shares	-	(683,679)	-	-	-	(683,679)
Share issuance costs – warrants	-	(180,017)	180,017	-	-	-
Fair value of shares issued on options exercised	-	633,028	(633,028)	-	-	-
Share-based compensation (Note 9)	-	-	5,492,620	-	-	5,492,620
Net loss for the year	-	-	-	(28,888,206)	-	(28,888,206)
Balance: November 30, 2018	120,673,628	127,421,323	16,393,317	(102,714,972)	-	41,099,668
Private placements	13,519,729	5,226,856	-	-	-	5,226,856
Shares issued for exploration and evaluation assets	6,650,000	2,696,000	-	-	-	2,696,000
Share issuance costs – cash	-	(102,315)	-	-	-	(102,315)
Share issuance costs – shares	-	(64,274)	-	-	-	(64,274)
Share issuance costs – finders' warrants	-	(25,505)	25,505	-	-	-
Flow-through share premium	-	(90,000)	-	-	-	(90,000)
Warrants issued pursuant to loan agreements	-	-	343,080	-	-	343,080
Share-based compensation (Note 9)	-	-	2,220,826	-	-	2,220,826
Shares of Wealth Copper issued for exploration and evaluation assets	-	-	-	10,658	14,342	25,000
Private placements – Wealth Copper	-	-	-	347,033	466,967	814,000
Shares issued for acquisition – Wealth Copper (Note 4)	-	-	-	1,065,826	1,434,174	2,500,000
Dilution of interest in Wealth Copper (Note 16)	-	-	-	34,136	(34,136)	-
Net loss for the year	-	-	-	(17,518,521)	(335,173)	(17,853,694)
Balance: November 30, 2019	140,843,357	\$ 135,062,085	\$ 18,982,728	\$(118,775,840)	\$1,546,174	\$ 36,815,147

The accompanying notes are an integral part of these consolidated financial statements.

WEALTH MINERALS LTD.

(An Exploration Stage Company)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

Years Ended November 30, 2019 and 2018

1. NATURE OF OPERATIONS AND GOING CONCERN

The principal business activity of Wealth Minerals Ltd. (“Wealth” or the “Company”) is the exploration for minerals and the development of exploration and evaluation assets, primarily in Chile, British Columbia, Peru and Mexico. The Company is an exploration stage company. The Company’s head office is located at 2300 – 1177 West Hastings Street, Vancouver, British Columbia, V6E 2K3.

These consolidated financial statements were prepared on the basis of accounting principles applicable to a going concern, which assumes that the Company will be able to continue in operation for the foreseeable future and will be able to realize its assets and discharge its liabilities and commitments in the normal course of business.

Several adverse conditions cast significant doubt on the validity of this assumption. The Company incurred a significant operating loss of \$17,853,694 during the year ended November 30, 2019 (2018 - \$28,888,206). The Company is currently unable to self-finance operations, has a working capital deficiency of \$4,610,319 (November 30, 2018 - working capital of \$890,507), limited resources, no source of operating cash flow, and no assurances that sufficient funding will be available to conduct further exploration and development of its exploration and evaluation assets.

The business of mining and exploration involves a high degree of risk and there can be no assurance that current exploration programs will result in profitable mining operations. The Company’s ability to continue as a going concern is dependent upon the ability of the Company to obtain the necessary financing to complete the development of its exploration and evaluation assets and future profitable production or proceeds from disposition of those exploration and evaluation assets.

The Company does not generate sufficient cash flow from operations to adequately fund its activities and has therefore relied principally upon the issuance of securities for financing. Future capital requirements will depend on many factors, including the Company’s ability to execute its business plan. The Company intends to continue relying upon the issuance of securities to finance its future activities, but there can be no assurance that such financing will be available on a timely basis under terms acceptable to the Company.

Although these consolidated financial statements do not include any adjustments that may result from the inability to secure future financing, such a situation could have a material adverse effect on the Company’s business, results of operations and financial condition.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of presentation

These consolidated financial statements have been prepared on a historical cost basis, except for certain financial instruments that have been measured at fair value. These consolidated financial statements are prepared using the accrual basis of accounting, except for cash flow information. These consolidated financial statements are presented in Canadian dollars, which is the functional currency of the Company and its subsidiaries.

These consolidated financial statements, including comparatives, have been prepared using accounting policies consistent with International Financial Reporting Standards (“IFRS”), as issued by the International Accounting Standards Boards (“IASB”).

WEALTH MINERALS LTD.

(An Exploration Stage Company)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

Years Ended November 30, 2019 and 2018

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Basis of presentation (Continued)

The significant accounting policies applied in these consolidated financial statements are summarized below and are based on IFRS issued and outstanding as of November 30, 2019. Any subsequent changes to IFRS after this date could result in changes to the consolidated annual financial statements for the year ended November 30, 2019.

The preparation of consolidated financial statements in accordance with IFRS requires the use of certain critical accounting estimates and judgments when applying the Company's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed below.

These consolidated financial statements were approved for issuance by the Company's Board of Directors on May 4, 2020.

Principles of consolidation

These consolidated financial statements include the accounts of the Company and its subsidiaries in which the Company has control (see Note 11). Control is based on whether an investor has power over the investee, exposure or rights to variable returns from its involvement with the investee, and the ability to use its power over the investee to affect the amount of returns. All significant intercompany balances and transactions have been eliminated.

Critical accounting estimates and judgments

Significant assumptions about the future and other sources of estimation uncertainty that management has made during and at the end of the reporting period, that could result in a material adjustment of the carrying amounts of assets and liabilities in the event that actual results differ from assumptions made, relate to, but are not limited to, the following:

- i) The Company uses the Black-Scholes option pricing model for valuation of share-based compensation. Option pricing models require the input of subjective assumptions including expected price volatility, life of options and forfeiture rates. Changes in the input assumptions can materially affect the fair value estimate and the Company's earnings and equity settled benefits.
- ii) The carrying value and the recoverability of exploration and evaluation assets, which are included in the consolidated statement of financial position.

Critical judgments exercised in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are as follows:

- i) Economic recoverability and probability of future benefits of exploration and evaluation costs – The application of the Company's accounting policy for exploration and evaluation expenditure requires judgment in determining whether it is likely that future economic benefits will flow to the Company and the maintenance of good standing of the mineral titles, which may be based on assumptions about future events or circumstances. Estimates and assumptions made may change if new information becomes available. If, after the expenditures are capitalized, information becomes available suggesting that the recovery of the expenditures is unlikely, the amount capitalized is written off in profit or loss in the year the new information becomes available.

WEALTH MINERALS LTD.

(An Exploration Stage Company)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

Years Ended November 30, 2019 and 2018

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Critical accounting estimates and judgments (Continued)

- ii) The functional currency for each of the Company's subsidiaries is the currency of the primary economic environment in which the entity operates. Determination of functional currency involves certain judgments to determine the primary economic environment and the Company reconsiders the functional currency when changes in circumstances may affect the primary economic environment.
- iii) Going concern – The assessment of the Company's ability to continue as a going concern and to raise sufficient funds to pay for its ongoing operating expenditures, meet its liabilities for the ensuing year, and to fund planned and contractual exploration programs, involves significant judgment based on historical experience and other factors including expectation of future events that are believed to be reasonable under the circumstances.
- iv) Modification versus extinguishment of financial liability - Judgement is required in applying IFRS 9 Financial Instruments to determine whether the amended terms of the loan agreements are a substantial modification of an existing financial liability and whether it should be accounted for as an extinguishment of the original financial liability
- v) Recoverability of deferred tax assets – The measurement of income taxes payable and deferred income tax assets and liabilities requires management to make judgments in the interpretation and application of the relevant tax laws. The actual amount of income taxes only becomes final upon filing and acceptance of the tax return by the relevant tax authorities, which occurs subsequent to the issuance of the financial statements.
- vi) The determination of asset versus business acquisition - Management has had to apply judgement relating to acquisitions with respect to whether the acquisition was a business combination or an asset acquisition. Management applied a three-element process to determine whether a business or asset was purchased, considering inputs, processes and outputs of the acquired entity in order to reach a conclusion.
- vii) Assets held for sale and discontinued operations - Judgment is required in determining whether an asset meets the criteria for classification as "assets held for sale" in the consolidated statement of financial position. Criteria considered by management include the existence of and commitment to a plan to dispose of the assets, the expected selling price of the assets, the expected timeframe of the completion of the anticipated sale and the period of time any amounts have been classified within assets held for sale. The Company reviews the criteria for assets held for sale each period and reclassifies such assets to or from this financial position category as appropriate. In addition, there is a requirement to periodically evaluate and record assets held for sale at the lower of their carrying value and fair value less costs to sell.

Judgment is applied in determining whether disposal groups represent a component of the entity, the results of which should be recorded as discontinued operations in the consolidated statements of operations and comprehensive loss.

WEALTH MINERALS LTD.

(An Exploration Stage Company)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

Years Ended November 30, 2019 and 2018

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Exploration and evaluation expenditures

All of the Company's projects are currently in the exploration and evaluation phase.

i) Pre-exploration costs

Pre-exploration and property investigation costs are expensed as incurred.

ii) Acquisition costs

Acquisition costs for exploration and evaluation assets, net of recoveries, are capitalized on a property-by-property basis. Acquisition costs include cash consideration and the fair value of common shares, based on the closing quoted bid price on the date of issuance, issued for exploration and evaluation assets pursuant to the terms of the agreement.

iii) Exploration and evaluation expenditures

Exploration and evaluation expenditures incurred during the exploration and evaluation phase are expensed as incurred and included in profit or loss.

Once the technical feasibility and commercial viability of extracting the mineral resource has been determined, costs begin to be capitalized as the property is considered to be a mine under development and are classified as "mine development costs".

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

Years Ended November 30, 2019 and 2018

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Impairment of non-current assets

Non-current assets are evaluated at each reporting date by management for indicators that carrying value is impaired and may not be recoverable. When indicators of impairment are present, the recoverable amount of an asset is evaluated at the level of a cash-generating unit (“CGU”), the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets, where the recoverable amount of a CGU is the greater of the CGU’s fair value less costs to sell and its value in use. An impairment loss is recognized in profit or loss to the extent the carrying amount exceeds the recoverable amount.

In calculating recoverable amount, if applicable, the Company uses discounted cash flow techniques to determine fair value when it is not possible to determine fair value either by quotes from an active market or a binding sales agreement.

Discounted cash flow techniques often require management to make estimates and assumptions, which if incorrect, could result in a material difference in the consolidated financial statements.

Reversal of impairment

An impairment loss is reversed if there is an indication that there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset’s carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment had been recognized.

Provision for environmental rehabilitation

The Company recognizes liabilities for statutory, contractual, constructive or legal obligations associated with the retirement of mine development assets and equipment, when those obligations result from the acquisition, construction, development or normal operation of the assets. The net present value of future rehabilitation cost estimates arising from the decommissioning of plant and other site preparation work is capitalized to mining assets if technical feasibility and commercial viability has been established (otherwise expensed) along with a corresponding increase in the rehabilitation provision in the period incurred. Discount rates using a pre-tax rate that reflect the time value of money are used to calculate the net present value. The rehabilitation asset is depreciated on the same basis as mining assets.

The Company’s estimates of reclamation costs could change as a result of changes in regulatory requirements, discount rates and assumptions regarding the amount and timing of the future expenditures. These changes are recorded directly to mining assets with a corresponding entry to the rehabilitation provision. The Company’s estimates are reviewed annually for changes in regulatory requirements, discount rates, effects of inflation and changes in estimates. Changes in the net present value, excluding changes in the Company’s estimates of reclamation costs, are charged to profit or loss for the period.

The Company is not aware of any liabilities to be recorded as of November 30, 2019.

WEALTH MINERALS LTD.

(An Exploration Stage Company)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

Years Ended November 30, 2019 and 2018

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**Equipment**

Equipment is recorded at cost and amortized over their estimated useful lives. The cost of an item includes the purchase price and directly attributable costs to bring the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Where an item of equipment comprises major components with different useful lives, the components are accounted for as separate items of equipment. Amortization is recorded when equipment is put in use over the estimated useful life using the following methods and rates:

Computer equipment	30% declining-balance basis
Office furniture and equipment	20% declining-balance basis

Foreign exchange

The functional currency is the currency of the primary economic environment in which the entity operates and has been determined for each entity within the Company. The functional currency for all entities within the Company is the Canadian dollar. The functional currency determinations were conducted through an analysis of the consideration factors identified in International Accounting Standard (“IAS”) 21 *The Effects of Changes in Foreign Exchange Rates*.

Transactions in currencies other than the Canadian dollar are recorded at exchange rates prevailing on the dates of the transactions. At the end of each reporting period, the monetary assets and liabilities of the Company that are denominated in foreign currencies are translated at the rate of exchange at the consolidated statement of financial position date while non-monetary assets and liabilities are translated at historical rates. Revenues and expenses are translated at the exchange rates approximating those in effect on the date of the transactions. Exchange gains and losses arising on translation are reflected in profit or loss for the period.

Earnings (loss) per share

The Company presents basic earnings (loss) per share for its common shares, calculated by dividing the earnings (loss) attributable to common shareholders of the Company by the weighted average number of common shares outstanding during the period. The Company uses the treasury stock method to compute the dilutive effect on earnings per share; diluted earnings per share is calculated presuming the exercise of outstanding options, warrants, and similar instruments. It assumes that that proceeds of such exercise would be used to repurchase common shares at the average market price during the period. However, the calculation of diluted loss per share excludes the effects of various conversions and exercise of options and warrants that would be anti-dilutive.

Income taxes

Income tax is recognized in profit or loss, except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity. Current tax expense is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at year-end, adjusted for amendments to tax payable with regard to previous years.

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**Income taxes (Continued)**

Deferred tax is recorded using the statement of financial position liability method, providing for temporary differences, between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: goodwill not deductible for tax purposes; the initial recognition of assets or liabilities that affect neither accounting nor taxable loss; and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amounts of assets and liabilities, using tax rates enacted or substantively enacted at the consolidated statement of financial position date.

A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Flow-through shares

Under Canadian income tax legislation, a company is permitted to issue flow-through shares whereby the Company agrees to incur qualifying expenditures and renounce the related income tax deductions to the investors. The Company allocates the proceeds from the issuance of these shares between the offering of shares and the sale of tax benefits. The allocation is made based on the difference between the quoted price of the shares and the amount the investor pays for the shares. A deferred flow-through premium liability is recognized for the difference. The liability is reversed when the expenditures are made and is recorded in other income. The spending also gives rise to a deferred tax timing difference between the carrying value and tax value of the qualifying expenditure.

Share-based payments

The Company grants stock options to acquire common shares of the Company to directors, officers, employees and consultants. An individual is classified as an employee when the individual is an employee for legal or tax purposes, or provides services similar to those performed by an employee.

The fair value of stock options granted to employees is measured on the date of grant, using the Black-Scholes option pricing model, and is recognized over the vesting period. Consideration paid for the shares on the exercise of stock options is credited to capital stock.

In situations where equity instruments are issued to non-employees and some or all of the goods or services received by the entity as consideration cannot be specifically identified, they are measured at fair value of the equity instruments issued. Otherwise, share-based payments are measured at the fair value of goods or services received.

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Capital stock

Proceeds from the issue of units is allocated between common shares and share purchase warrants on a residual value basis, wherein the fair value of the common shares is based on the market value on the date of the announcement of the placement and the balance, if any, is allocated to the attached warrants. Share issue costs are netted against share proceeds.

Financial instruments

On December 1, 2018, the Company adopted IFRS 9 *Financial Instruments* ("IFRS 9"), which replaced IAS 39 *Financial Instruments: Recognition and Measurement* ("IAS 39"). IFRS 9 provides a revised model for classification and measurement of financial assets, including a new expected credit loss ("ECL") impairment model. The revised model for classifying financial assets results in classification according to their contractual cash flow characteristics and the business models under which they are held. IFRS 9 also introduces a reformed approach to hedge accounting. IFRS 9 largely retains the existing requirements in IAS 39 for the classification of financial liabilities. The change did not result in a change in carrying value of any of our financial instruments on transition date. The adoption of the ECL impairment model did not have an impact on the Company's consolidated financial statements.

The adoption of IFRS 9 has not had a significant impact on the Company's policies related to cash and cash equivalents, accounts payables and accrued liabilities, due to related parties and loans payable.

Financial assets

The Company recognizes a financial asset when it becomes a party to the contractual provisions of the instrument. The Company classifies financial assets at initial recognition as financial assets: measured at amortized cost, measured at fair value through other comprehensive income or measured at fair value through profit or loss.

Financial assets measured at amortized costs

A financial asset that meets both of the following conditions is classified as a financial asset measured at amortized cost:

- The Company's business model for the such financial assets, is to hold the assets in order to collect contractual cash flows.
- The contractual terms of the financial asset gives rise on specified dates to cash flows that are solely payments of principal and interest on the amount outstanding.

A financial asset measured at amortized cost is initially recognized at fair value plus transaction costs directly attributable to the asset. After initial recognition, the carrying amount of the financial asset measured at amortized cost is determined using the effective interest method, net of impairment loss, if necessary.

Financial assets measured at fair value through other comprehensive income ("FVTOCI")

A financial asset measured at fair value through other comprehensive income is recognized initially at fair value plus transaction costs directly attributable to the asset. After initial recognition, the asset is measured at fair value with changes in fair value recognized in other comprehensive income.

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Financial assets measured at fair value through profit or loss (“FVTPL”)

A financial asset measured at fair value through profit or loss is recognized initially at fair value with any associated transaction costs being recognized in profit or loss when incurred. Subsequently, the financial asset is re-measured at fair value, and a gain or loss is recognized in profit or loss in the reporting period in which it arises.

The Company derecognizes a financial asset if the contractual rights to the cash flows from the asset expire, or the Company transfers substantially all the risks and rewards of ownership of the financial asset. Any interests in transferred financial assets that are created or retained by the Company are recognized as a separate asset or liability. Gains and losses on derecognition are generally recognized in profit or loss. However, gains and losses on derecognition of financial assets classified as FVTOCI remain within accumulated other comprehensive income (loss).

The Company has classified its cash at fair value through profit and loss.

Financial liabilities

Financial liabilities are classified as amortized cost, based on the purpose for which the liability was incurred. These liabilities are initially recognized at fair value net of any transaction costs directly attributable to the issuance of the instrument and subsequently carried at amortized cost using the effective interest rate method. This ensures that any interest expense over the period to repayment is at a constant rate on the balance of the liability carried in the statement of financial position. Interest expense in this context includes initial transaction costs and premiums payable on redemptions, as well as any interest or coupon payable while the liability is outstanding.

Accounts payables represent liabilities for goods and services provided to the Company prior to the end of the period which are unpaid. Accounts payable amounts are unsecured and are usually paid within forty-five days of recognition.

As at November 30, 2019, the Company’s financial liabilities are comprised of accounts payable and accrued liabilities, due to related and third parties, loans payable and liabilities held for sale.

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2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Future accounting pronouncements

The Company has reviewed new and revised accounting pronouncements that have been issued but are not yet effective. The Company has not early adopted any of these standards. The Company currently believes the impact should be minimal, but it is still evaluating the impact that these standards might have on its consolidated financial statements.

IFRS 16 Leases

This new standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both the lessee and the lessor. The new standard introduces a single lessee accounting model that requires the recognition of all assets and liabilities arising from a lease.

The main features of the new standard are as follows:

- An entity identifies as a lease a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration.
- A lessee recognizes an asset representing the right to use the leased asset, and a liability for its obligation to make lease payments. Exceptions are permitted for short-term leases and leases of low-value assets.
- A lease asset is initially measured at cost, and is then depreciated similarly to property, plant and equipment. A lease liability is initially measured at the present value of the unpaid lease payments.
- A lessee presents interest expense on a lease liability separately from depreciation of a lease asset in the statement of profit or loss and other comprehensive income.
- A lessor continues to classify its leases as operating leases or finance leases, and to account for them accordingly.
- A lessor provides enhanced disclosures about its risk exposure, particularly exposure to residual-value risk.

The new standard supersedes the requirements in IAS 17 *Leases*, IFRIC 4 *Determining Whether an Arrangement Contains a Lease*, SIC-15 *Operating Leases – Incentives* and SIC-27 *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*.

The new standard is effective for the Company's annual periods beginning December 1, 2019. The Company does not expect the impact of this new standard on its consolidated financial statements to be material.

3. FINANCIAL INSTRUMENTS

The Company categorizes financial instruments measured at fair value at one of three levels according to the reliability of the inputs used to estimate fair values. The fair value of financial assets and financial liabilities included in Level 1 are determined by reference to quoted prices in active markets for identical assets and liabilities. Financial assets and liabilities in Level 2 are valued using inputs other than quoted prices for which all significant inputs are based on observable market data. Level 3 valuations are based on inputs that are not based on observable market data.

The carrying values of cash and cash equivalents have been based on quoted market prices, a Level 1 measurement according to the fair value hierarchy. The carrying value of accounts payable, accrued liabilities, due to related and third parties and liabilities held for sale approximates fair value, due to the short term to maturity of these financial instruments. The carrying value of loans payable approximates fair value as the notes bear market interest rates.

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Years Ended November 30, 2019 and 2018

3. FINANCIAL INSTRUMENTS (Continued)

The Company's risk exposure and the impact on the Company's financial instruments are summarized below:

a) Credit risk

Concentration of credit risk exists with respect to the Company's cash of \$378,301 at November 30, 2019 (2018 - \$636,166). The credit risk associated with cash is minimized by ensuring that these financial assets are placed with major Canadian financial institutions with strong investment-grade ratings by a primary ratings agency.

b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in satisfying financial obligations as they fall due. The Company's approach to managing liquidity risk is to provide reasonable assurance that it will have sufficient funds to meet liabilities when due. The Company manages its liquidity risk by forecasting cash flows required by operations and anticipated investing and financing activities. The Company normally maintains sufficient cash to meet the Company's business requirements. However, at November 30, 2019 the cash balance of \$378,301 would be insufficient to meet the needs for the following twelve months. Therefore, the Company will be required to raise additional capital in order to fund its operations in 2019. The Company's financial liabilities are due as follows:

As at November 30, 2019:

	0 to 3 months	3 to 6 months	6 to 12 months	Total
Accounts payable and accrued liabilities	\$ 1,456,574	\$ -	\$ -	\$ 1,456,574
Loans payable	-	-	2,735,685	2,735,685
Due to related parties	378,757	-	-	378,757
Due to third party	921,658	-	-	921,658
Liabilities held for sale	81,732	-	-	81,732
	<u>\$ 2,838,721</u>	<u>\$ -</u>	<u>\$ 2,735,685</u>	<u>\$ 5,574,406</u>

c) Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk comprises three types of risk: interest rate risk, foreign currency risk and other price risk.

i) Interest rate risk

The Company's cash consists of cash held in bank accounts that earn interest at variable interest rates. Future cash flows from interest income on cash will be affected by interest rate fluctuations. Due to the short-term nature of these financial instruments, fluctuations in market rates do not have a significant impact on estimated fair values. The Company manages interest rate risk by maintaining an investment policy that focuses primarily on preservation of capital and liquidity. The interest income earned on cash is minimal; therefore, the Company is not subject to material interest rate risk.

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3. FINANCIAL INSTRUMENTS (Continued)

ii) Foreign currency risk

The Company is exposed to foreign currency risk as certain monetary financial instruments are denominated in Mexican, Chilean, Peruvian and United States currencies. The Company has not entered into any foreign currency contracts to mitigate this risk, as it believes this risk is minimized by the amount of cash held in the respective foreign jurisdiction. The Company's sensitivity analysis suggests that reasonably expected changes in the rates of exchange in Mexico, Chile, Peru and the United States would change foreign exchange gain or loss by an insignificant amount.

iii) Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in market prices, other than those arising from interest rate risk or foreign currency risk. The Company is not exposed to other price risk.

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4. ACQUISITION OF TMI GROUP

On September 25, 2019, the Company acquired 100% of the common shares of the SACS Metallurgy Corp., Escalones Copper Corp. and TriMetals Mining Chile SCM, (collectively the “TMI Group”) which included a 100% interest in the Escalones property. As consideration, Wealth Copper Ltd. (“Wealth Copper”) issued (i) 25,000,000 Wealth Copper common shares valued at \$2,500,000, (ii) granted to Escalones Resource Corp. (“ERC”) a 2% net smelter returns royalty on the Escalones exploration concessions (which is in addition to an existing 2% net smelter returns royalty on the Escalones exploitation concessions), (iii) paid \$150,000, and (iv) is required to pay ERC \$350,000 upon closing of a private placement that is concurrent with a going public financing and pay \$500,000 on the first anniversary of that financing. As part of the transaction, Wealth Copper incurred transaction costs of \$150,000 and agreed to reimburse TMI Group for the Escalones Property annual concession fees of US\$54,000 (CAD\$71,658).

The transaction does not constitute a business combination as the TMI Group does not meet the definition of a business under IFRS 3 – Business Combinations. As a result, the acquisition of the TMI Group has been accounted for as an asset acquisition, whereby all of the assets acquired and liabilities assumed are assigned a carrying amount based on their relative fair values. Upon closing of the transaction, TMI Group became a subsidiary of the Company. The net assets acquired pursuant to the acquisition are as follows:

Purchase Price	
Issuance of 25,000,000 Wealth Copper shares	\$ 2,500,000
Cash reimbursement payable to Escalones Resource Corp.	71,658
Due to Escalones Resource Corp.	850,000
Deposit paid on behalf of the Company by a third party	150,000
Transaction costs	150,000
Total Purchase Price	\$ 3,721,658

Purchase Price Allocation	
Cash	\$ 79,948
Prepays	2,329
Exploration and evaluation assets	3,967,971
Accounts payable	(52,319)
Loan payable	(276,271)
Total Purchase Price Allocation	\$ 3,721,658

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5. EXPLORATION AND EVALUATION ASSETS*Salar de Atacama, Chile*

On August 2, 2016, the Company executed an option agreement giving it the right to acquire a 100% royalty-free interest in exploration concessions located in the Atacama Salar, Region II, northern Chile. The Company is required to make the following payments:

	Cash Payment	Share Issuance
Upon Signing Option Agreement	US\$3,000,000 (paid CAD\$4,016,000)	2,000,000 shares (issued at a value of \$2,680,000)
July 1, 2017	US\$3,000,000 (paid CAD\$3,880,500)	4,000,000 shares (issued at a value of \$6,560,000)
February 6, 2018	US\$1,500,000 (paid CAD\$1,845,000)	4,000,000 shares (issued at a value of \$5,280,000)
May 18, 2018	US\$1,500,000 (paid CAD\$1,937,615)	-
February 19, 2019	US\$500,000 (paid CAD\$663,290)	5,000,000 shares (issued at a value of \$1,950,000)
March 25, 2019	US\$2,000,000 (paid CAD\$2,682,139)	-
January 16, 2020	-	8,146,865 shares (agreement amended and share issuance pending TSX-V approval)
January 31, 2021	US\$1,250,000	

Harry project, Atacama Salar, Chile

During the year ended November 30, 2018 entered into an agreement to acquire a 100% interest in the Harry project, located in the Atacama Salar. During the year ended November 30, 2019, the Company exercised the option by making the following payments.

	Share Issuance
Upon Signing Option Agreement	150,000 shares (issued at a value of \$71,250)
March 10, 2019	500,000 shares (issued at a value of \$237,500)

Pacana Property, Chile

During the year ended November 30, 2018, Wealth Chile and an arm's length vendor entered into a formal option agreement under which Wealth was granted the option to acquire a 100% royalty-free interest in the Pacana 1 to Pacana 24 claims, by issuing 2,000,000 common shares.

	Share Issuance
Issued on March 6, 2018	150,000 shares (issued at a value of \$240,000)
June 21, 2018	300,000 shares (issued at a value of \$582,000)
December 21, 2018	600,000 shares (issued at a value of \$1,164,000)*
December 21, 2019	950,000 shares (issued at a value of \$1,843,000)

*Shares were issued during year ended November 30, 2018

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5. EXPLORATION AND EVALUATION ASSETS (Continued)***Flamenco and Vapor Project, Chile***

During the year ended November 30, 2019, the Company entered into an agreement to acquire the Flamenco property located in the Huasco Salar and Vapor property located in the Ollague Salar. During the year ended November 30, 2019, the Company exercised the option by making the following payments.

	Share Issuance
Upon Signing Option Agreement	300,000 shares (issued at a value of \$142,500)
July 8, 2019	250,000 shares (issued at a value of \$118,750)
February 8, 2020	250,000 shares (issued at a value of \$86,250)

Cristal Copper Property, Chile

During the year ended November 30, 2019, the Company entered into an assignment and assumption agreement (the "Assignment Agreement") with New Energy Metals Corp. whereby the Company obtained the right, title, benefit, and interest in and to an option agreement in respect of the Cristal property. As consideration for the assignment the Company issued 50,000 common shares with a fair value of \$18,500.

The Company is required to make the remaining payments outlined below to exercise the option in full:

- i) paying US\$50,000 (paid CAD\$66,547)
- ii) paying US\$50,000 by December 31, 2019; (due date extended)
- iii) paying US\$150,000 on or before March 31, 2020;
- iv) paying US\$500,000 on or before August 4, 2020;
- v) paying US\$700,000 on or before August 4, 2021;
- vi) paying US\$3,000,000 on or before August 4, 2022.

The underlying Cristal Property owner retains a 3% net smelter returns ("NSR") royalty, of which 2% can be repurchased by paying US\$2,000,000 for each percentage point of the NSR royalty bought back (aggregate US\$4,000,000 for 2% NSR royalty). In addition, there is also an existing 1% NSR royalty in favour of Condor Resources Inc. that can be repurchased in its entirety upon a payment of US\$1,000,000.

The Assignment Agreement provides that if the Company exercises the Cristal Option, then the Company and the Vendor will be deemed to have formed a joint venture (the "Joint Venture") for the continued exploration of the Cristal Project, with the initial participating interests of the Joint Venture participants being the Company – 70% and the Vendor – 30%. Assuming the formation of the Joint Venture, a 2% NSR royalty will be granted to a participant in the Joint Venture if its participating interest therein falls to 10% or less (the "JV Royalty"), provided that one-half (1%) of the JV Royalty can be purchased by the other party for \$1,000,000.

During the year ended November 30, 2019, the Company entered into an arrangement agreement with Allante Resources Ltd. ("Allante") to spin out its subsidiary Wealth Copper (Note 16).

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5. EXPLORATION AND EVALUATION ASSETS (Continued)

Escalones Copper-Gold Porphyry Project, Chile

During the year ended November 30, 2019, Wealth Copper became party to an option agreement for the Escalones property (Note 4). During the year ended November 30, 2019, Wealth Copper issued 500,000 common shares and made payments in the amount of US\$200,000 to the underlying property owner. The remaining payments required to earn 100% interest in the Escalones property are as follows:

- i) paying US\$200,000 on or before June 30, 2020;
- ii) paying US\$300,000 on or before June 30, 2021;
- iii) Paying US\$500,000 on or before June 30, 2022;
- iv) Paying US\$500,000 on or before June 30, 2023;
- v) Paying US\$3,000,000 on or before June 30, 2024.

The Company is subject to grant a 2% net smelter returns royalty on the Escalones exploration concessions.

Laguna Verde project, Chile

During the year ended November 30, 2017, the Company entered into an option agreement for the Laguna Verde project, Chile to acquire a 100% legal and beneficial interest in and to the exploration concessions. To date, the Company paid US\$1,700,000 (CAD\$2,225,900) and issued 2,000,000 common shares (issued at a value of \$3,240,000).

Finders' fees in an amount equal to up to 5% of the aggregate value of the earn-in consideration for the Option to be paid and delivered by the Company are payable in connection with the Option Grant, which fees are payable in common shares of the Company. During the year ended November 30, 2018, the Company issued 113,562 shares (valued at \$197,598) as finders' fees in connection with the acquisition.

During the year ended November 30, 2018, the Company terminated the option agreement and wrote-off \$5,943,384 of exploration and evaluation assets to reduce the carrying value to \$Nil measured using Level 3 inputs of the fair value hierarchy.

Salar de Quisquiro, Chile

During the year ended November 30, 2016, the Company executed an option agreement giving it the right to acquire a 100% royalty-free interest in exploration concessions located in the Quisquiro Salar, Region II of Antofagasta, Chile. To date the Company paid US\$1,600,000 (CAD\$2,073,299) towards the option.

During the year ended November 30, 2019, the Company terminated the option agreement and wrote-off \$2,346,309 of exploration and evaluation assets to reduce the carrying value to \$Nil measured using Level 3 inputs of the fair value hierarchy.

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5. EXPLORATION AND EVALUATION ASSETS (Continued)

Puritama Property, Chile

During the year ended November 30, 2016, the Company executed an assignment agreement with Minera MyMinerals Limitada (“MYM”) to acquire the option agreement between MYM and Virtud Minerals SpA (“VMS”), a private Chilean company, giving the Company the right to acquire a 100% royalty-free interest in exploration concessions located in the Salar de Aguas Calientes, located in Region II, northern Chile. The assignment agreement has been submitted for registration with the Mining Registry of Calama. MYM assigned all of its rights under the option agreement between MYM and VMS in consideration of reimbursement to MYM of the US\$150,000 initial payment (paid) and issuance to MYM of 100,000 Wealth shares (issued at a value of \$88,000).

The acquisition terms to acquire a 100% interest in the Puritama Property from VMS are cumulative cash payments of US\$2,650,000 as follows:

- i) US\$150,000 (paid CAD\$193,265)
- ii) US\$500,000 by May 18, 2017 (paid CAD\$714,980)
- iii) US\$1,000,000 by April 18, 2018 (paid CAD\$1,291,000)
- iv) US\$1,000,000 by April 18, 2019

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 US\$2,000.

During the year ended November 30, 2019, the Company terminated the option agreement and wrote-off \$2,472,696 of exploration and evaluation assets to reduce the carrying value to \$Nil measured using Level 3 inputs of the fair value hierarchy.

Salar Property, Chile

On June 28, 2016, the Company entered into an option agreement, granting the Company an exclusive option by the vendor (a private arm’s length Chilean company) to acquire a 100% royalty-free interest in exploration concessions located in the Salar de Aguas Calientes, which are contiguous with the Puritama concessions, in consideration of the issuance of 1,000,000 common shares of the Company, as follows:

During the year ended November 30, 2016, the Company issued 150,000 shares valued at \$132,000.

During the year ended November 30, 2017, the Company issued 850,000 shares valued at \$960,500.

The option agreement has been submitted for registration with the Mining Registry of Calama.

During the year ended November 30, 2018, the Company sold the Salar Property for a nominal value and wrote-off \$1,097,609 of exploration and evaluation assets to reduce the carrying value to \$Nil measured using Level 3 inputs of the fair value hierarchy.

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5. EXPLORATION AND EVALUATION ASSETS (Continued)***Five Salars Project, Chile***

During the year ended November 30, 2017, the Company entered into a letter of intent (“LOI”), superseded by a formal agreement, to acquire properties in Chile known as the Ascotan, Piedra Parada, Lejia, Siglia and Huasco properties subject to entry into a definitive option agreement. To date the Company had paid a total of US\$3,000,000 (CAD\$3,851,500) and issued 4,000,000 shares (issued at a value of \$6,060,000) towards the option.

Salar Green and Union Projects, Chile

During the year ended November 30, 2017, the Company entered into an LOI, superseded by a formal agreement, to acquire a 100% royalty free interest in two properties known as the Salar Green Project and the Union Project. To date the Company had paid a total of US\$700,000 (CAD\$910,200) and issued 2,000,000 shares (issued at a value of \$2,410,000) towards the option.

During the year ended November 30, 2019, the Company terminated the option agreement and wrote-off \$3,835,639 of exploration and evaluation assets to reduce the carrying value to \$Nil measured using Level 3 inputs of the fair value hierarchy.

Peru***Yanamina Gold Project, Peru***

On October 7, 2015, the Company completed the transaction to acquire Minera Wealth Peru S.A.C. (formerly Coronet Metals Peru S.A.C.) (“Wealth Peru”). As at October 7, 2015, the Company issued 1,750,000 common shares valued at \$150,000. As a result, the Company now has 100% ownership of Yanamina. In addition, the Company obtained the rights over the assets and assumed responsibility for Wealth Peru’s outstanding liabilities, as well as Wealth Peru obligations with respect to certain future share issuances and payments to Migme Limited (formerly “Latin Gold Limited”) (“LGL”) and its subsidiary, Westmag Resources Limited (“WRL”), the former owner of Wealth Peru (including a 1% gross revenue royalty payable to WRL on all gold produced from Yanamina in excess of 200,000 ounces) relating to Wealth Peru’s purchase of Wealth Peru from LGL and WRL in 2011. Production from Yanamina is also subject to a 2% net smelter return in favour of Barrick Gold Corporation, which can be purchased outright at any time prior to the commencement of construction for US\$200,000 cash.

During the year ended November 30, 2019, the Company executed a term sheet for the sale of Wealth Peru in consideration of US\$100,000 cash (CAD\$130,549) and a 1% net smelter royalty on all metal production from the project. During the year ended November 30, 2019, the Company wrote-off \$223,602 of exploration and evaluation assets. The assets and liabilities of Wealth Peru, including the property costs were reallocated to available for sale assets as of November 30, 2019. The available for sale assets consist of \$190 in cash, \$3,382 of account receivable, \$935 of prepaids, \$5,033 of equipment and \$202,741 of property costs. The available for sale liabilities include accounts payable of \$81,732. Subsequent to November 30, 2019, the sale was completed, and the Company received the cash consideration of US\$100,000.

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5. EXPLORATION AND EVALUATION ASSETS (Continued)**Canada*****Meductic, New Brunswick***

On November 23, 2018, the Company entered into an option agreement giving it the right to acquire a 100% undivided interest in mineral mining claims located near Meductic, New Brunswick. Upon signing the agreement, the Company paid \$20,000. To date the Company paid \$20,000 and issued 150,000 shares at a fair value of \$71,250 towards the option.

During the year ended November 30, 2019, the Company terminated the option agreement and wrote-off \$111,250 of exploration and evaluation assets to reduce the carrying value to \$Nil measured using Level 3 inputs of the fair value hierarchy.

Courville, Quebec

On August 26, 2019, the Company entered into an asset purchase and royalty agreement to sell a 10% interest in the Courville property in consideration of 0.5% net smelter returns royalty.

Kootenay Nickel-Cobalt-Copper Project, British Columbia

On October 17, 2019, the Company entered into an agreement to acquire the Kootenay Nickel-Cobalt-Copper project (the "Kootenay Project"), located in south eastern British Columbia. To execute the option, the Company is required to make the following payments:

	Cash Payment	Share Issuance
October 17, 2020	\$200,000	500,000 shares
October 17, 2021	\$300,000	1,000,000 shares
October 17, 2022	\$500,000	1,500,000 shares

The claims are subject to a 2% net smelter return royalty. The Company will have the right to purchase 50% of the royalty applicable to the Kootenay Project for a payment of \$1,500,000 in cash at any time following the date that the Company exercises its right to acquire the claims. In addition, one of the claims comprising the Lardeau property is subject to a 2.5% net profits interest royalty.

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6. EQUIPMENT

	Computer Equipment	Office Furniture and Equipment	Total
Cost			
Balance at November 30, 2017	\$ 52,477	\$ 40,822	\$ 93,299
Additions	2,162	-	2,162
Balance at November 30, 2018	54,639	40,822	95,461
Assets held for sale (Note 5)	-	(5,033)	(5,033)
Balance at November 30, 2019	<u>\$ 54,639</u>	<u>\$ 35,789</u>	<u>\$ 90,428</u>
Accumulated amortization			
Balance at November 30, 2017	\$ 48,955	\$ 19,039	\$ 67,994
Amortization	1,380	3,351	4,731
Balance at November 30, 2018	50,335	22,390	72,725
Amortization	1,291	2,680	3,971
Balance at November 30, 2019	<u>\$ 51,626</u>	<u>\$ 25,070</u>	<u>\$ 76,696</u>
Carrying amounts			
At November 30, 2018	\$ 4,304	\$ 18,432	\$ 22,736
At November 30, 2019	<u>\$ 3,013</u>	<u>\$ 10,719</u>	<u>\$ 13,732</u>

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7. LOANS PAYABLE

During the year ended November 30, 2019, the Company entered into loan agreements with third-party lenders and related parties of the Company for amounts totalling \$2,863,260. The loans accrue at 8% interest per annum compounded annually and have a maturity date of 18 months. The loans issued in February and March 2019 totalling \$2,597,200 had a 12-month maturity date, but were amended to an 18-month maturity date during the year ended November 30, 2019, resulting in a gain on modification of debt of \$160,752.

Loans payable transactions are summarized as follows:

	Loans Payable
Loans payable at November 30, 2018 and 2017	\$ -
Loans received	2,863,260
Interest accrued	160,636
Accretion	215,621
Bonus warrants issued	(343,080)
Gain on modification of debt	(160,752)
Loans payable at November 30, 2019	\$ 2,735,685

During the year ended November 30, 2019, the Company:

- i) issued 3,368,000 non-transferable bonus common share purchase warrants to the lenders. Each bonus warrant entitles the holder to purchase one common share in the capital of the Company at an exercise price of \$0.40 per share for a period of one year, ending on February 28, 2020. The warrants were allocated a value of \$154,597. The Company's Chief Executive Officer ("CEO") and director, participated in the loan for \$397,200 and received 993,000 bonus warrants with a fair value of \$45,580. A director of the Company participated in the loans for \$250,000 and received 625,000 bonus warrants with a fair value of \$26,688.
- ii) issued 3,790,150 non-transferable bonus common share purchase warrants to the lenders. Each bonus warrant entitles the holder to purchase one common share in the capital of the Company at an exercise price of \$0.40 per share for a period of two years, ending on October 10, 2021. The warrants were allocated a value of \$188,483. A director of the Company participated in the loans for \$133,030 and received 332,575 bonus warrants with a fair value of \$22,520.

8. CAPITAL STOCK

Authorized Unlimited number of common voting shares without par value
Unlimited number of preferred shares, issuable in series

During the year ended November 30, 2019, the Company:

- i) closed a non-brokered private placement for 3,942,500 units at a price of \$0.40 per unit for gross proceeds of \$1,577,000. Each unit consists of one common share and one-half of one common share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of \$0.75 per share. The Company issued 118,475 units with a total value of \$47,390 as finders' fees. All units issued as finder's fees have the same terms and conditions as the units issued under the private placement, provided that the warrants forming part of the units issued as finder's fees are non-transferable.

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8. CAPITAL STOCK (Continued)

- ii) issued 5,000,000 shares pursuant to the acquisition of the Salar de Atacama project (Note 5) at a price of \$0.39 per share for a total value of \$1,950,000.
- iii) issued 150,000 shares pursuant to the acquisition of the Meductic property (Note 5) at a price of \$0.475 per share for a total value of \$71,250.
- iv) issued 650,000 shares pursuant to the acquisition of the Harry project (Note 5) at a price of \$0.475 per share for a total value of \$308,750.
- v) issued 550,000 shares pursuant to the acquisition of the Flamenco property (Note 5) at a price of \$0.475 per share for a total value of \$261,250.
- vi) closed an initial tranche of the non-brokered private placement for 3,960,911 units at a price of \$0.40 per unit for gross proceed of \$1,584,364. Each unit consists of one common share and one-half of one common share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of \$0.75 per share. The Company issued 42,210 finder's units with a total value of \$16,884 as finders' fees. All units issued as finder's fees have the same terms and conditions as the units issued under the private placement, provided that the warrants forming part of the units issued as finder's fees are non-transferable.

The Company also issued 86,520 broker warrants (valued at \$14,382), each exercisable to purchase one common share at a price of \$0.40 per share for a period of one year from closing and incurred \$20,333 in share issuance costs.

- vii) closed a non-brokered private placement for 1,084,918 units at a price of \$0.40 per unit for gross proceed of \$433,967. Each unit consists of one common share and one-half of one common share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of \$0.75 per share.

The Company also issued 52,000 broker warrants (valued at \$8,179), each exercisable to purchase one common share at a price of \$0.40 per share for a period of two year from closing as finders' fees and incurred \$26,208 in share issuance costs for the private placement

- viii) closed a non-brokered private placement for 3,620,715 units at a price of \$0.35 per share for gross proceed of \$1,267,250. Each unit consists of one common share and one common share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of \$0.40 per share. The Company incurred \$27,336 in share issuance costs for the placement.
- ix) issued 50,000 shares pursuant to the acquisition of Cristal Copper property (Note 5) at a price of \$0.37 per share for a total value of \$18,500.
- x) issued 500,000 shares of Wealth Copper to the underlying Escalones Property owner at a price of \$0.05 per share for a total value of \$25,000.
- xi) closed a non-brokered private placement for 8,140,000 common shares in the capital of Wealth Copper at a price of \$0.10 per share for gross proceed of \$814,000.
- xii) issued 25,000,000 shares of Wealth Copper pursuant to the acquisition of the Escalones copper-gold porphyry project (Note 5) at a price of \$0.10 per share for a total value of \$2,500,000.

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8. CAPITAL STOCK (Continued)

xiii) issued 250,000 shares pursuant to the acquisition of the Flamenco and Vapor Project at a price of \$0.345 per share for a total value of \$86,250 (Note 5).

xiv) issued 750,000 flow-through common shares at a price of \$0.40 per share for gross proceed of \$300,000. The Company incurred \$32,747 in share issuance costs and issued 45,000 broker warrants (valued at \$2,945), each exercisable to purchase one common share at a price of \$0.40 per share for a period of one year from closing. A value of \$90,000 was attributed to the flow-through premium liability in connection with the financing.

During the year ended November 30, 2018, the Company:

i) closed the first tranche of the non-brokered private placement for 4,577,879 common shares at a price of \$1.60 per share for gross proceeds of \$7,324,606. In addition, the Company issued 171,063 common shares with a total value of \$301,071 and paid \$124,335 in cash as finders' fees.

The Company also granted 75,960 broker warrants (valued at \$66,541), each exercisable to purchase one common share at a price of \$1.60 per share for a period of one year from closing.

ii) issued 1,000,000 shares pursuant to the acquisition of the Laguna Verde project (Note 5) at a price of \$1.74 per share for a total value of \$1,740,000. In addition, the Company issued 113,562 shares with a total value of \$197,598 as finder's fees which were capitalized to the property.

iii) issued 4,000,000 shares pursuant to the acquisition of the Salar de Atacama project (Note 5) at a price of \$1.32 per share for a total value of \$5,280,000.

iv) issued 1,792,500 shares pursuant to the exercise of options for gross proceeds of \$1,021,225. The Company transferred \$633,028 to capital stock from share-based payment reserve.

v) issued 150,000 shares pursuant to the acquisition of the Pacana project (Note 5) at a price of \$1.60 per share for a total value of \$240,000.

vi) issued 1,850,000 shares pursuant to the acquisition of the Pacana project (Note 5) at a price of \$1.94 per share for a total value of \$3,589,000.

vii) issued 1,000,000 shares pursuant to the acquisition of the Five Salars project (Note 5) at a price of \$1.50 per share for a total value of \$1,500,000.

viii) closed a non-brokered private placement for 5,678,236 units at a price of \$1.10 per share for gross proceeds of \$6,246,060. Each unit consists of one common share and one-half of one common share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of \$1.50 per share. The Company issued 297,871 common shares with a total value of \$327,658 as finders' fees.

The Company also issued 148,936 broker warrants (valued at \$95,856), each exercisable to purchase one common share at a price of \$1.50 per share for a period of two years from closing.

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8. CAPITAL STOCK (Continued)

- ix) closed the final tranche of the non-brokered private placement for 108,000 units and 500,000 common shares at a price of \$1.10 per share for gross proceeds of \$668,800. Each unit consists of one common share and one-half of one common share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of \$1.50 per share. The Company issued 49,955 common shares with a total value of \$54,950 as finders' fees.

The Company also issued 24,977 broker warrants (valued at \$17,620), each exercisable to purchase one common share at a price of \$1.50 per share for a period of two years from closing.

- x) issued 1,000,000 shares pursuant to the acquisition of the Five Salars project (Note 5) at a price of \$0.79 per share for a total value of \$790,000.
- xi) issued 1,000,000 shares pursuant to the acquisition of the Salar Green and Union projects (Note 5) at a price of \$0.55 per share for a total value of \$550,000.

Warrants

Warrant transactions are summarized as follows:

	Number of Warrants	Weighted average exercise price
Outstanding, November 30, 2017	-	\$ -
Issued	3,142,992	1.50
Outstanding, November 30, 2018	3,142,992	1.50
Issued	15,536,893	0.50
Expired	(75,960)	1.60
Outstanding, November 30, 2019	18,603,925	\$ 0.67

The following warrants were outstanding at November 30, 2019:

Number of Warrants	Exercise Price	Expiry Date
3,368,000*	\$0.40	February 28, 2020
86,520*	\$0.40	April 11, 2020
2,988,055	\$1.50	May 18, 2020
78,977	\$1.50	June 13, 2020
45,000	\$0.40	November 6, 2020
2,030,488	\$0.75	January 30, 2021
2,001,561	\$0.75	April 11, 2021
594,459	\$0.75	June 7, 2021
3,620,715	\$0.40	August 22, 2021
3,790,150	\$0.40	October 10, 2021
18,603,925		

*expired subsequently

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8. CAPITAL STOCK (Continued)**Warrants (Continued)**

The warrants issued during the years ended November 30, 2019 and 2018 that were valued using the Black Scholes option pricing model had the following weighted average assumptions:

	Year ended November 30, 2019	Year ended November 30, 2018
Risk-free interest rate average	1.63%	1.88%
Expected life of options	1.50 years	1.70 years
Expected annualized volatility	83.38%	125.00%
Expected dividend rate	0.00%	0.00%

9. STOCK OPTION PLAN AND SHARE-BASED COMPENSATION

In January 2004, the Company adopted an incentive stock option plan (the “2004 Plan”). The 2004 Plan had an original life of ten years. On January 31, 2014, the 2004 Plan was extended for an additional ten-year period. The essential elements of the 2004 Plan provide that the aggregate number of common shares of the Company’s capital stock issuable pursuant to options granted under the 2004 Plan may not exceed 10% of the number of issued shares of the Company at the time of granting of the options. Options granted under the 2004 Plan will have a maximum term of ten years. The exercise price of options granted under the 2004 Plan will not be less than the discounted market price of the common shares (defined as the last closing market price of the Company’s common shares immediately preceding the issuance of a news release announcing the granting of the options, less the maximum discount permitted under TSX-V policies), or such other price as may be agreed to by the Company and accepted by the TSX-V. Unless otherwise determined by the directors at the date of grant, options granted under the 2004 Plan vest immediately, except for options granted to consultants conducting investor relation activities, which will become vested with the right to exercise one-fourth of the option upon the conclusion of each three-month period subsequent to the date of grant of the option.

During the year ended November 30, 2019, the Company:

- i) granted 500,000 stock options to a consultant of the Company exercisable at \$0.40 on or before January 11, 2022. The grant resulted in share-based compensation charges of \$129,151, which has been expensed.
- ii) granted 500,000 stock options to a consultant of the Company exercisable at \$0.40 on or before February 28, 2021. The grant resulted in share-based compensation charges of \$76,585, which has been expensed.
- iii) granted 1,500,000 stock options to consultants of the Company exercisable at \$0.40 on or before May 7, 2021. The grant resulted in share-based compensation charges of \$235,912, which has been expensed.
- iv) granted 9,375,000 stock options to directors, officers, employees and consultants of the Company exercisable at \$0.40 on or before July 12, 2021. The grant resulted in share-based compensation charges of \$1,779,178, which has been expensed.

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9. STOCK OPTION PLAN AND SHARE-BASED COMPENSATION (Continued)

During the year ended November 30, 2018, the Company:

- i) granted 2,400,000 stock options to directors, officers, employees and consultants of the Company exercisable at \$1.70 on or before December 20, 2019. The grant resulted in share-based compensation charges of \$2,547,812, which has been expensed.
- ii) granted 350,000 stock options to a director of the Company exercisable at \$1.35 on or before February 13, 2020. The grant resulted in share-based compensation charges of \$283,310, which has been expensed.
- iii) granted 800,000 stock options to directors, officers, employees and consultants of the Company exercisable at \$1.60 on or before March 6, 2020. The grant resulted in share-based compensation charges of \$806,123, which has been expensed.
- iv) granted 3,500,000 stock options to directors, officers, employees and consultants of the Company exercisable at \$0.84 on or before August 7, 2020. The grant resulted in share-based compensation charges of \$1,855,375, which has been expensed.

The fair value of options granted was estimated at the date of grant using the Black-Scholes option pricing model based on the following weighted average assumptions:

	Year ended November 30, 2019	Year ended November 30, 2018
Risk-free interest rate average	1.57%	1.88%
Expected life of options	2.04 years	2 years
Expected annualized volatility	83.44%	125.00%
Expected dividend rate	0.00%	0.00%

Expected stock price volatility was derived from an average volatility based on historical movements in the closing prices of the Company's stock for a length of time equal to the expected life of the options.

Stock option transactions are summarized as follows:

	Number of Options	Weighted Average Exercise Price
Outstanding, November 30, 2017	7,242,500	\$1.07
Issued	7,050,000	\$1.24
Exercised	(1,792,500)	\$0.57
Expired	(2,450,000)	\$0.93
Outstanding, November 30, 2018	10,050,000	\$1.32
Issued	11,875,000	\$0.40
Expired/Cancelled	(9,800,000)	\$1.33
Outstanding, November 30, 2019	12,125,000	\$0.41

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9. STOCK OPTION PLAN AND SHARE-BASED COMPENSATION (Continued)

The following incentive stock options were outstanding and exercisable at November 30, 2019:

Number of Options	Exercisable	Exercise Price	Expiry Date
250,000	250,000	\$0.84	August 7, 2020
500,000	500,000	\$0.40	February 28, 2021
1,500,000	1,500,000	\$0.40	May 7, 2021
9,375,000	9,375,000	\$0.40	July 12, 2021
500,000	500,000	\$0.40	January 11, 2022
12,125,000	12,125,000		

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10. RELATED PARTY TRANSACTIONS AND KEY MANAGEMENT COMPENSATION

Key management personnel include those persons having authority and responsibility for planning, directing and controlling the activities of the Company as a whole. The Company has determined that key management personnel consist of executive and non-executive members of the Company's Board of Directors and corporate officers and companies controlled by them. The remuneration of directors and other members of key management personnel during the years ended November 30, 2019 and 2018 were as follows:

	2019	2018
Consulting	\$ 519,300	\$ 393,000
Director fees	81,130	45,396
Office, rent and administrative	69,092	49,242
	<u>\$ 669,522</u>	<u>\$ 487,638</u>
Key Management Compensation	2019	2018
Management fees – recorded as consulting	\$ 449,700	\$ 393,000
Management fees – share-based compensation	\$ 1,281,341	\$ 108,286

The Company granted 6,750,000 (2018 – 3,645,000) stock options to officers and directors resulting in share-based compensation of \$1,281,341 (2018 - \$3,141,994).

As at June 30, 2019, accounts payable and accrued liabilities include \$378,757 (2018 – \$90,411) due to related parties. This amount is comprised of unpaid director fees, consulting fees, office costs, and other expense reimbursements. All amounts due to related parties are unsecured, non-interest bearing and have no fixed terms of repayment.

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11. SUBSIDIARIES

Significant subsidiaries are as follows:

	Country of Incorporation	Principal Activity	Effective interest
Wealth Minerals Mexico, S.A de C.V.	Mexico	Mineral exploration	100%
Wealth Copper Ltd.	Canada	Mineral exploration	42.63%
Wealth Copper Chile SpA	Chile	Mineral exploration	42.63%
Wealth Minerals Peru, S.A.C.	Peru	Mineral exploration	100%
Minera Wealth Peru S.A.C. (formerly Coronet Metals Peru S.A.C.)	Peru	Mineral exploration	100%
SASC Metallurgy Corp. ("SASC")	Chile	Holding company	42.63%
Escalones Copper Corp. ("Escalones")	Chile	Holding company	42.63%
TriMetals Mining Chile SCM ("TriMetals")	Chile	Mineral exploration	42.63%
Wealth Minerals Chile SpA	Chile	Mineral exploration	100%

12. EXPLORATION AND EVALUATION EXPENDITURES

The acquisition costs capitalized to exploration and evaluation assets during the years ended November 30, 2019 and 2018 were as follows:

	Canada	Peru	Chile	Total
Balance, November 30, 2017	\$ -	\$ 406,791	\$ 33,188,494	\$ 33,595,285
Acquisition costs – cash	-	9,924	10,126,348	10,136,272
Acquisition costs – shares	-	-	13,886,598	13,886,598
Write-off acquisition costs	-	-	(17,569,230)	(17,569,230)
Balance, November 30, 2018	-	416,715	39,632,210	40,048,925
Acquisition costs – cash	40,000	9,628	5,380,726	5,430,354
Acquisition costs – shares	71,250	-	5,143,250	5,214,500
Write-off acquisition costs	(111,250)	(223,602)	(8,744,452)	(9,079,304)
Assets held for sale (Note 5)	-	(202,741)	-	(202,741)
Balance, November 30, 2019	\$ -	\$ -	\$ 41,411,734	\$ 41,411,734

During the year ended November 30, 2019, the Company wrote-off:

- i) \$89,808 of costs capitalized to the Five Salars property in Chile as the Company terminated the option agreement.
- ii) \$2,472,696 of costs capitalized to the Puritama property in Chile as the Company terminated the option agreement.
- iii) \$2,346,309 of costs capitalized to the Salar de Quisquiro property in Chile as the Company terminated the option agreement.
- iv) \$3,835,639 of costs capitalized to the Salar Green and Union projects in Chile as the Company terminated the option agreement.
- v) \$223,602, of costs capitalized to the Yanamina Gold project in Peru as the Company executed a term sheet for the sale of the project in consideration of US\$100,000 (CAD\$130,549).

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12. EXPLORATION AND EVALUATION EXPENDITURES (Continued)

vi) \$111,250 of cost capitalized to Meductic project in Canada as the Company terminated the option agreement.

During the year ended November 30, 2018, the Company wrote-off:

i) \$5,943,384 of costs capitalized to the Laguna Verde property in Chile as the Company terminated the option agreement.

ii) \$10,502,170 of costs capitalized to the Five Salar property in Chile as the Company terminated the option agreement.

iii) \$1,097,609 of costs capitalized to the Salar de Aguas Calientes property in Chile as the Company terminated the option agreement.

iv) \$26,067 of costs capitalized to the Aguacal I and Aguacal II property in Chile as the Company terminated the option agreement.

The exploration and evaluation expenditures during the year ended November 30, 2019 were as follows:

	Canada	Chile	Total
Year ended November 30, 2019			
Field work, labour and other	\$ -	\$ 682,387	\$ 682,387
Geological, consulting and study	27,254	338,431	365,685
Geological, testing, lab	-	82,470	82,470
Termination fees	-	665,750	665,750
Travel fees	-	8,799	8,799
Total expenditures	\$ 27,254	\$ 1,777,837	\$ 1,805,091

The exploration and evaluation expenditures during the year ended November 30, 2018 were as follows:

	Canada	Chile	Total
Year ended November 30, 2018			
Field work, labour and other	\$ 1,352	\$ 435,229	\$ 436,581
Geological, consulting and study	1,291	866,822	868,113
Geophysical, testing, lab	1,153	463,456	464,609
Drilling	-	174,425	174,425
Travel fees	-	44,553	44,553
Total expenditures	\$ 3,796	\$ 1,984,485	\$ 1,988,281

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13. INCOME TAXES

A reconciliation of the income tax benefits (provisions) with amounts determined by applying the Canadian income tax rate of 27% (2018 – 27%) to the consolidated loss for each fiscal year ended November 30 is as follows:

	2019	2018
Loss before income taxes	\$ 17,853,694	\$ 28,888,206
Income tax recovery at Canadian statutory rates	\$ (4,820,497)	\$ (7,799,816)
Non-deductible items	602,178	1,486,804
Differences on tax rates of other countries	1,202	199,655
Other temporary differences	2,039,686	(2,898,867)
Effect of change in tax rates	(283,968)	(332,515)
Over (under) provided in prior years	(288,053)	297,830
Unrecognized tax losses	2,749,452	9,046,909
Income tax recovery	\$ -	\$ -

The tax effected items that give rise to significant portions of the deferred income tax assets and deferred income tax liabilities as at November 30 are as follows:

	2019	2018
Deferred income tax assets:		
Losses available for future periods	\$ 77,817	\$ -
Deferred income tax liabilities:		
Loans payable	(77,817)	-
Net deferred income tax assets	\$ -	\$ -

The significant components of the Company's unrecognized deferred income tax assets are as follows:

	2019	2018
Deferred income tax assets:		
Property, plant and equipment	\$ 84,008	\$ 82,938
Mineral properties	6,416,564	5,625,208
Share issuance costs	286,708	435,433
Losses available for future periods	11,778,927	10,062,594
Capital losses	1,999,096	1,360,962
Non-refundable ITC	49,645	25,345
Deferred income tax assets not recognized	\$ 20,614,948	\$ 17,592,480

The above losses available for future periods have been determined by applying the income tax rate of 27.00% (2018 – 27.00%). These tax benefits have not been recognized in the consolidated financial statements, as the benefits are not probable of being realized.

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13. INCOME TAXES (Continued)

Subject to certain restrictions, the Company has exploration and development expenditures of approximately \$4,212,000, net capital losses of \$5,314,000 and operating losses of approximately \$28,702,000 available to reduce future taxable income in Canada as follows:

	Canada	Foreign	Total
2022	\$ -	\$ 244,000	\$ 244,000
2023	-	347,000	347,000
2024	-	36,000	36,000
2025	-	43,000	43,000
2026	513,000	84,000	597,000
2027	1,968,000	69,000	2,037,000
2028	2,102,000	52,000	2,154,000
2029	1,795,000	-	1,795,000
2030	1,526,000	-	1,526,000
2031	1,836,000	-	1,836,000
2032	1,327,000	-	1,327,000
2033	947,000	-	947,000
2034	504,000	-	504,000
2035	1,506,000	-	1,506,000
2036	3,695,000	-	3,695,000
2037	3,656,000	-	3,656,000
2038	3,520,000	-	3,520,000
2039	3,807,000	-	4,565,000
Indefinite	-	13,292,000	13,292,000
	<u>\$ 28,702,000</u>	<u>\$ 14,167,000</u>	<u>\$ 43,627,000</u>

WEALTH MINERALS LTD.

(An Exploration Stage Company)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

Years Ended November 30, 2019 and 2018

14. CAPITAL MANAGEMENT

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support future business opportunities. The Company defines its capital as shareholders' equity. The Board of Directors does not establish quantitative return on capital criteria for management, but rather relies on the expertise of the Company's management to sustain future development of the business.

The Company currently has no source of revenues; as such, the Company is dependent upon external financings or the sale of assets (or an interest therein) to fund activities. In order to carry future projects and pay for administrative costs, the Company will spend its existing working capital and raise additional funds as needed. Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable. There were no changes in the Company's approach to capital management during the year ended November 30, 2019. The Company is not subject to externally imposed capital requirements.

15. GEOGRAPHIC SEGMENTED INFORMATION

The Company operates in one industry segment, the mineral resources industry. The Company's equipment and exploration and evaluation assets at November 30, 2019 of \$41,425,466 (November 30, 2018 - \$40,071,661) are located in Canada, Peru and Chile as follows:

	Canada	Peru	Chile	Total
November 30, 2019				
Equipment	\$ 13,732	\$ -	\$ -	\$ 13,732
Exploration and evaluation assets	-	-	41,411,734	41,411,734
	<u>\$ 13,732</u>	<u>\$ -</u>	<u>\$ 41,411,734</u>	<u>\$ 41,425,466</u>
November 30, 2018				
Equipment	\$ 17,703	\$ 5,033	\$ -	\$ 22,736
Exploration and evaluation assets	-	416,715	39,632,210	40,048,925
	<u>\$ 17,703</u>	<u>\$ 421,748</u>	<u>\$ 39,632,210</u>	<u>\$ 40,071,661</u>

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(Expressed in Canadian Dollars)

Years Ended November 30, 2019 and 2018

16. NON-CONTROLLING INTEREST

In December 2018, the Company incorporated a wholly-owned subsidiary, Wealth Copper. During the year ended November 30, 2019, Wealth Copper issued common shares, as disclosed in Note 8, for a private placement, acquisition of mineral properties and acquisition of the TMI Group (Note 4) which resulted in a dilution gain of \$34,136 recognized in equity. Through these issuances, the Company's interest in Wealth Copper was diluted to 42.63%. The following table summarized information related to the Company's non-controlling interest which has a 57.37% interest in Wealth Copper.

	As at and for the year ended November 30, 2019
Current assets	\$ 229,704
Non-current assets	4,053,019
Current liabilities	(1,587,489)
Net assets	2,695,234
Non-controlling interest percentage	57.37%
Net assets attributable to non-controlling interest	1,546,174
Loss and comprehensive loss	584,261
Non-controlling interest percentage	57.37%
Loss and comprehensive loss attributable to Non-controlling interest	\$ 335,173

During the year ended November 30, 2019, Wealth Copper entered into a letter agreement with Allante Resources Ltd. ("Allante") dated June 7, 2019, whereby Allante will acquire all of the issued and outstanding Wealth Copper common shares and continue the business of Wealth Copper in exchange for the issuance of common shares in the capital of Allante to the Wealth Copper shareholders on a one for one basis. The Company entered into the agreement in order to spin-out Wealth Copper and its Chilean properties to constitute as Allante's qualifying transaction as a Capital Pool Company, as defined by the TSX-V. Subsequent to the year ended November 30, 2019, Wealth Copper entered into a share exchange agreement with Allante for the same terms as the letter agreement dated June 7, 2019.

17. SUBSEQUENT EVENTS

Subsequent to the year ended November 30, 2019, the Company closed a non-brokered private placement for 7,158,040 units at a price of \$0.20 per share for gross proceeds of \$1,431,608. Each unit consists of one common share and one-half of one common share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of \$0.35 per share. The Company paid \$37,520 and issued 187,600 finder warrants as finders' fees.

The Company granted 1,000,000 stock options to consultants of the Company exercisable at \$0.18 on or before March 17, 2022.

Since November 30, 2019, the outbreak of the novel strain of coronavirus, specifically identified as "COVID-19", has resulted in governments worldwide enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and physical distancing, have caused material disruption to business globally resulting in an economic slowdown. Global equity markets have experienced significant volatility and weakness. The duration and impact of the COVID-19 outbreak is unknown at this time, as is the efficacy of the government and central bank interventions. It is not possible to reliably estimate the length and severity of these developments and the impact on the financial results and condition of the Company in future periods.