

**NOTICE DECLARING INTENTION TO BE QUALIFIED UNDER
NATIONAL INSTRUMENT 44-101 - *SHORT FORM PROSPECTUS DISTRIBUTIONS*
("NI 44-101")**

October 18, 2017

TO: Alberta Securities Commission, as notice regulator

AND TO: British Columbia Securities Commission
Financial and Consumer Affairs Authority of Saskatchewan, Securities
Division

Vertex Resource Group Ltd. (the "**Issuer**") intends to be qualified to file a short form prospectus under NI 44-101. The Issuer acknowledges that it must satisfy all applicable qualification criteria prior to filing a preliminary short form prospectus. This notice does not evidence the Issuer's intent to file a short form prospectus, to enter into any particular financing or transaction or to become a reporting issuer in any jurisdiction. This notice will remain in effect until withdrawn by the Issuer.

VERTEX RESOURCE GROUP LTD.

Per: (signed) "Terry Stephenson"
Terry Stephenson
President and Chief Executive Officer