



**Annual Meeting of Holders of Common Shares of
Vertex Resource Group Ltd. (the "Corporation")**

May 15, 2018

REPORT OF VOTING RESULTS

*National Instrument 51-102 Continuous Disclosure Obligations
Section 11.3*

In respect of the annual meeting of holders of common shares ("Shareholders") of Vertex Resource Group Ltd. (the "Corporation") held on May 15, 2018 (the "Meeting"), the following sets forth a brief description of the matters which were voted upon at such Meeting and the outcome of the vote:

Business	Outcome of Vote	Votes For	Votes Withheld	Votes Against
1. Resolution to set the number of Directors at five (5).	Approved	60,323,193 (100%)	N/A	0
2. Resolution electing:				
a) Brian Butlin	Approved	60,323,193 (100%)	0	N/A
b) Terry Freeman	Approved	59,224,762 (98.18%)	1,098,431 (1.82%)	N/A
c) Trent Baker	Approved	60,323,193 (100%)	0	N/A
d) Terry Stephenson	Approved	60,323,193 (100%)	0	N/A
e) Stuart O'Connor	Approved	60,323,193 (100%)	0	N/A
3. Resolution appointing Deloitte, LLP as Auditors of the Corporation for the ensuing year and authorizing the Directors to fix their remuneration.	Approved	60,323,193	0	N/A
4. Resolution to ratify, confirm and approve the Corporation's Amended Stock Option Plan, as more particularly described in the Information Circular dated April 12, 2018.	Approved	59,224,262 (98.18%)	N/A	1,098,931 (1.82%)