



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

May 15, 2023

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, 2023** (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 electing:				
a) Brian Butlin	Approved	54,170,834 (98.204%)	990,900 (1.796%)	N/A
b) Terry Freeman	Approved	54,186,340 (98.232%)	975,394 (1.768%)	N/A
c) Trent Baker	Approved	53,968,159 (97.836%)	1,193,575 (2.164%)	N/A
d) Stuart O’Connor	Approved	54,175,705 (98.212%)	986,029 (1.788%)	N/A
e) Terry Stephenson	Approved	54,101,699 (98.078%)	1,060,035 (1.922%)	N/A
f) Stuart King	Approved	54,186,340 (98.232%)	975,394 (1.768%)	N/A
2. Resolution appointing KPMG LLP as Auditors of the Corporation for the ensuing year and authorizing the Directors to fix their remuneration.	Approved	55,166,781 (99.938%)	34,027 (0.062%)	N/A
3. Resolution to approve the Corporation’s Amended and Restated Stock Option Plan, as more particularly described in the Information Circular dated March 24, 2023.	Approved	54,520,485 (98.838%)	N/A	641,249 (1.162%)