



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

**May 15, 2024**

**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, 2024** (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:

<b>Business</b>	<b>Outcome of Vote</b>	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Votes Against</b>
1. Resolution electing:				
a) Brian Butlin	Approved	52,399,278 (99.672%)	172,509 (0.328%)	N/A
b) Terry Freeman	Approved	52,399,784 (99.673%)	172,003 (0.327%)	N/A
c) Stuart O’Connor	Approved	52,343,525 (99.566%)	228,262 (0.434%)	N/A
d) Terry Stephenson	Approved	51,684,621 (98.312%)	887,166 (1.688%)	N/A
e) Stuart King	Approved	52,406,329 (99.685%)	165,458 (0.315%)	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	52,514,219 (99.890%)	57,568 (0.110%)	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 26, 2024.	Approved	52,361,142 (99.599%)	N/A	210,645 (0.401%)