

**CHANGE OF AUDITOR NOTICE**  
Pursuant to NI 51-102 (Section 4.11)

TO: MNP LLP

AND TO: KPMG LLP

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

NOTICE IS HEREBY GIVEN that, in accordance with National Instrument 51-102 – *Continuous Disclosure Obligations* (“NI 51-102”) of a change of auditor of **Vertex Resource Group Ltd.** (the “Company”).

1. At the request of the Company, **KPMG LLP**, has resigned as auditor of the Company, effective August 13, 2025 (the “Resignation Date”).
2. The Board of Directors of the Company has approved the resignation of KPMG LLP as auditor of the Company effective the Resignation Date.
3. There were no modifications of opinion by KPMG LLP in the Auditor’s Reports for the two most recently completed fiscal years ended December 31, 2023 and 2024.
4. The Audit Committee has recommended, and the Board of Directors of the Company has approved the appointment of MNP LLP as the auditor of the company effective August 13, 2025.
5. In the opinion of the Company, as at the date hereof, there have been no Reportable Events (as such term is defined in NI 51-102) for (a) the two most recently completed financial years; or (b) for any period subsequent to the most recently completed fiscal period for which an Auditor’s report was issued.

Dated at Sherwood Park, Alberta, this 13 day of August, 2025.

**VERTEX RESOURCE GROUP LTD.**

By:

  
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SHERRY BIELOPOTOCKY,  
CHIEF FINANCIAL OFFICER