*Rule 3.19A.2*

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

| **Name of entity: VERTEX MINERALS LTD** |
|---|
| **ABN: 68 650 116 153** |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

| | |
|---|---|
| **Name of Director** | Declan Franzman |
| **Date of last notice** | 20 January 2022 |

**Part 1 - Change of director's relevant interests in securities**
*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

| | |
|---|---|
| **Direct or indirect interest** | Indirect |
| **Nature of indirect interest (including registered holder)**<br>Note: Provide details of the circumstances giving rise to the relevant interest. | Citraen Pty Ltd <Franzmann Family A/C> – controlled body corporate |
| **Date of change** | 2nd March 2022 |

+ See chapter 19 for defined terms.

| | |
|---|---|
| **No. of securities held prior to change** | 150,000 Fully Paid Ordinary Shares<br><br>1,500,000 Performance Rights.<br><br>The performance rights will vest and convert into Vertex shares in three tranches, upon satisfaction of the following milestones:<br><br>(a) 'Tranche 1 Milestone' – 40% of the performance rights will vest upon the volume weighted average market price of the Vertex's shares trading on ASX over 20 consecutive trading days on which the shares have traded being at least $0.40 and this event occurring no earlier than 90 days after Vertex joins the Official List.<br><br>(b) 'Tranche 2 Milestone' – 30% of the performance rights will vest upon announcement by Vertex on the ASX market announcements platform of a minimum of 400,000 Oz of Inferred, Indicated and/or Measured Resources, at a minimum cut off of 0.5g/t of gold, reported in accordance with the JORC Code 2012, on any one or more of the Tenements.<br><br>(c) 'Tranche 3 Milestone' – 30% of the performance rights will vest upon Vertex successfully applying for a mining lease on the Hargraves Project and completing an updated pre-feasibility study for the Hargraves Project that demonstrated at the time of reporting the pre-feasibility study that extraction is reasonably justified and economically mineable. |
| **Class** | Fully Paid Ordinary Shares |
| **Number acquired** | 90,000 |
| **Number disposed** | Nil |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and estimated valuation | $12,525 |
| **No. of securities held after change** | 240,000 Fully Paid Ordinary Shares<br><br>1,500,000 Performance Rights.<br><br>The performance rights will vest and convert into Vertex shares in three tranches, upon satisfaction of the following milestones:<br><br>(a) 'Tranche 1 Milestone' – 40% of the performance rights will vest upon the volume weighted average market price of the Vertex's shares trading on ASX over 20 consecutive trading days on which the shares have traded being at least $0.40 and this event occurring no earlier than 90 days after Vertex joins |

| | |
|---|---|
| **Nature of change**<br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | On market trade |

## Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

| | |
|---|---|
| **Detail of contract** | N/A |
| **Nature of interest** | N/A |
| **Name of registered holder (if issued securities)** | N/A |
| **Date of change** | N/A |
| **No. and class of securities to which interest related prior to change**<br>Note: Details are only required for a contract in relation to which the interest has changed | N/A |
| **Interest acquired** | N/A |
| **Interest disposed** | N/A |
| **Value/Consideration**<br>Note: If consideration is non-cash, provide details and an estimated valuation | N/A |
| **Interest after change** | N/A |

## Part 3 – +Closed period

| | |
|---|---|
| **Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?** | No |
| **If so, was prior written clearance provided to allow the trade to proceed during this period?** | N/A |
| **If prior written clearance was provided, on what date was this provided?** | N/A |

4 March 2022

+ See chapter 19 for defined terms.