VERTEX MINERALS LTD
ACN 650 116 153
SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 25 March 2024 (**Prospectus**) issued by Vertex Minerals Ltd (ACN 650 116 153) (**Company**).

This Supplementary Prospectus is dated 1 May 2024 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. The ASIC, the ASX and their respective officers take no responsibility for the contents of this Supplementary Prospectus.

This Supplementary Prospectus should be read together with the Prospectus. Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Supplementary Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This Supplementary Prospectus will be issued with the Prospectus as an electronic copy and may be accessed on the Company's website at www.vertexminerals.com.au.

This is an important document and should be read in its entirety. If you do not understand it, you should consult your professional advisers without delay.

The Directors believe that the changes in this Supplementary Prospectus are not materially adverse from the point of view of an investor. Accordingly, no action needs to be taken if you have already subscribed for new Shares and Listed Options under the Prospectus.

1. BACKGROUND

By this Supplementary Prospectus, the Company makes the amendments to the Prospectus as set out in Section 2 to reflect the Company entering into a subsequent loan agreement with Ross di Bartolo, a substantial shareholder of the Company, pursuant to which Ross di Bartolo has agreed to loan an additional $292,206.80 to the Company (for a total loan amount of $542,206.80) on the same terms as the Di Bartolo Loan as disclosed in the Prospectus.

The amendments to the Prospectus outlined in Section 2 should be read in conjunction with the Prospectus.

2. AMENDMENTS TO THE PROSPECTUS

The following amendments are made to the Prospectus:

2.1 Section 1.5 (Debt Conversions)

Section 1.5(a) is amended by:

(a) replacing:

"*(a) $250,000 (accruing interest at 15% per annum) from Mr Ross Di Bartolo (**Di Bartolo Loan**); and*"

with

"*(a)* *$250,000 (accruing interest at 15% per annum) from Mr Ross Di Bartolo (**First Di Bartolo Loan**); and*"

(b) *including an additional paragraph after the first paragraph as follows:*

*"On 26 April 2024, the Company entered into a subsequent convertible loan agreement with Mr Ross Di Bartolo, pursuant to which Mr Di Bartolo agreed to loan the Company an additional $292,206.80 (accruing interest at 15% per annum) (**Second Di Bartolo Loan**).*

*The First Di Bartolo Loan and the Second Di Bartolo Loan are together referred to as the **Di Bartolo Loan**.*"

2.2 Section 2.6 (Debt Conversions)

Section 2.5 is amended by replacing "*$250,000*" with "*$542,206.80*".

2.3 Section 6.4.2 (Loan Agreements)

Section 6.4.2 is amended by replacing:

"*(a)* *$250,000 from Mr Ross Di Bartolo*"

with

"*(a)* *$542,206.80 from Mr Ross Di Bartolo*"

3. CONSENTS

The Company confirms that as at the date of this Supplementary Prospectus, each of the parties that have been named as having consented to being named in the Prospectus (refer to Section 6.7) have not withdrawn that consent prior to the lodgement of this Supplementary Prospectus.

4. DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with Section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with the ASIC.