

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	GRYPHON MINERALS LIMITED
ABN	31 107 690 657

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	Stephen Parsons
Date of last notice	17 August 2015

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	Direct and indirect interests
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	<ol style="list-style-type: none"> Symorgh Investments Pty Ltd ATF Symorgh Trust. Mr Parsons has a relevant interest in Symorgh Investments Pty Ltd Symorgh Investments Pty Ltd ATF Symorgh Super Fund A/C. Mr Parsons has a relevant interest in Symorgh Investments Pty Ltd
Date of change	31 August 2015
No. of securities held prior to change	<p>Direct Interest 2,500,001 fully paid ordinary shares</p> <p>Indirect Interest</p> <ol style="list-style-type: none"> 3,536,309 fully paid ordinary shares 172,218 performance rights 7,322,259 share appreciation rights 1,000,000 fully paid ordinary shares
Class	Unlisted share appreciation rights & unlisted performance rights

+ See chapter 19 for defined terms.

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Number acquired	Nil
Number disposed	437,062 unlisted share appreciation rights 172,218 unlisted performance rights
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil
No. of securities held after change	Direct Interest 2,500,001 fully paid ordinary shares Indirect Interest 1. 3,536,309 fully paid ordinary shares 6,885,197 share appreciation rights 2. 1,000,000 fully paid ordinary shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Cancellation of unlisted share appreciation rights and unlisted performance rights under Gryphon Minerals Limited's Equity Incentive Plan.

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 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 Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

+ See chapter 19 for defined terms.

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

+ See chapter 19 for defined terms.