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:	**GRAPHEX MINING LIMITED**
ABN:	**77 610 319 769**

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	Phil Hoskins
Date of last notice	26 September 2018

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 Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Phil Hoskins Pty Ltd <Phil & Nicole Hoskins S/F>
Date of change	13 December 2018

No. of securities held prior to change	Direct • 715,000 Unquoted Options with a nil exercise price, expiring 9 June 2021, vesting on 1 July 2019, conditional upon achievement of key project milestones. • 260,000 Unquoted Options, with a nil exercise price, expiring 14 June 2019. • 350,000 Unquoted Options exercisable at $0.20, expiring 9 June 2019 • 56,554 Shares. • 596,261 Unquoted Options, with a nil exercise price, expiring 1 July 2022, vesting on 1 July 2020, conditional upon achievement of key project milestones linked to the development of the Chilalo Project Indirect • 410,444 Shares. • 83,333 Loyalty Options, exercisable at $0.25 each, expiring 9 June 2019.
Class	Indirect: Shares
Number acquired	Indirect • 71,000 Shares Direct • 421,818 Unquoted Options (as approved at the 26 November AGM), with a nil exercise price, expiring 1 July 2021, vesting on 1 July 2019, conditional upon achievement of a satisfactory resolution of legal and regulatory issues in Tanzania and securing development funding • 580,000 Unquoted Options (as approved at the 26 November AGM) with a nil exercise price, expiring 1 July 2023, vesting on 1 July 2021, conditional upon completion of offtake arrangements, commercial production at Chilalo and share price performance
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	$19,880.00

No. of securities held after change	Direct • 56,554 Shares. • 715,000 Unquoted Options with a nil exercise price, expiring 9 June 2021, vesting on 1 July 2019, conditional upon achievement of key project milestones. • 260,000 Unquoted Options, with a nil exercise price, expiring 14 June 2019. • 350,000 Unquoted Options exercisable at $0.20, expiring 9 June 2019 • 596,261 Unquoted Options, with a nil exercise price, expiring 1 July 2022, vesting on 1 July 2020, conditional upon achievement of key project milestones linked to the development of the Chilalo Project • 421,818 Unquoted Options, with a nil exercise price, expiring 1 July 2021, vesting on 1 July 2019, conditional upon achievement of a satisfactory resolution of legal and regulatory issues in Tanzania and securing development funding • 580,000 Unquoted Options with a nil exercise price, expiring 1 July 2023, vesting on 1 July 2021, conditional upon completion of offtake arrangements, commercial production at Chilalo and share price performance Indirect • 481,444 Shares. • 83,333 Loyalty Options, exercisable at $0.25 each, expiring 9 June 2019.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Lapse of Unquoted Options.

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	
Name of registered holder (if issued securities)	
Date of change	

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	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

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.