

# 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 30/9/2001.

|                       |                             |
|-----------------------|-----------------------------|
| <b>Name of entity</b> | <b>DEMPSEY MINERALS LTD</b> |
| <b>ABN</b>            | <b>87 149 349 646</b>       |

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.

|                            |                 |
|----------------------------|-----------------|
| <b>Name of Director</b>    | Terry Gardiner  |
| <b>Date of last notice</b> | 2 November 2016 |

### 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.

|                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Direct or indirect interest</b>                                                                                                                                  | Indirect (3)                                                                                                                                                                                                                                                                                                                                                                 |
| <b>Nature of indirect interest (including registered holder)</b><br><small>Note: Provide details of the circumstances giving rise to the relevant interest.</small> | <b>Indirect (1):</b><br>Gryphon Asset Management, a company in which Mr Gardiner is a director and shareholder<br><br><b>Indirect (2):</b><br>TJ & VH Gardiner (Terry Gardiner Super Fund A/C), an account in which Mr Gardiner is a beneficiary<br><br><b>Indirect (3):</b><br>Investwise Enterprises Pty Ltd, a company in which Mr Gardiner is a director and shareholder |
| <b>Date of change</b>                                                                                                                                               | 1 December 2016                                                                                                                                                                                                                                                                                                                                                              |

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+ See chapter 19 for defined terms.

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| <b>No. of securities held prior to change</b>                                                                                                                               | <b>Direct:</b><br>514,919 Fully Paid Ordinary Shares<br>102,983 Listed Options Expiring 31/12/18 exercisable @\$0.14<br><br><b>Indirect (1):</b><br>1,065,000 Fully Paid Ordinary Shares<br>213,000 Listed Options Expiring 31/12/18 exercisable @\$0.14<br><br><b>Indirect (2):</b><br>1,750,000 Fully Paid Ordinary Shares<br>500,000 Listed Options Expiring 31/12/18 exercisable @\$0.14<br><br><b>Indirect (3):</b><br>Nil                                                            |
| <b>Class</b>                                                                                                                                                                | 1. Listed Options Expiring 31/12/18 exercisable @ \$0.14<br>2. <del>Listed Options Expiring 31/12/18 exercisable @ \$0.14</del>                                                                                                                                                                                                                                                                                                                                                            |
| <b>Number acquired</b>                                                                                                                                                      | 1. 800,000<br>2. 400,000                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Number disposed</b>                                                                                                                                                      | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <b>Value/Consideration</b><br>Note: If consideration is non-cash, provide details and estimated valuation                                                                   | 1. \$8,000<br>2. \$4,000                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>No. of securities held after change</b>                                                                                                                                  | <b>Direct:</b><br>514,919 Fully Paid Ordinary Shares<br>102,983 Listed Options Expiring 31/12/18 exercisable @\$0.14<br><br><b>Indirect (1):</b><br>1,065,000 Fully Paid Ordinary Shares<br>213,000 Listed Options Expiring 31/12/18 exercisable @\$0.14<br><br><b>Indirect (2):</b><br>1,750,000 Fully Paid Ordinary Shares<br>1,300,000 Listed Options Expiring 31/12/18 exercisable @\$0.14<br><br><b>Indirect (3):</b><br>400,000 Listed Options Expiring 31/12/18 exercisable @\$0.14 |
| <b>Nature of change</b><br>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back | Off market trades                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |

## 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.

|                           |  |
|---------------------------|--|
| <b>Detail of contract</b> |  |
| <b>Nature of interest</b> |  |

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**Appendix 3Y**  
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| <b>Name of registered holder<br/>(if issued securities)</b>                                                                                                                                         |  |
| <b>Date of change</b>                                                                                                                                                                               |  |
| <b>No. and class of securities to which interest<br/>related prior to change</b><br><small>Note: Details are only required for a contract in relation to which the<br/>interest has changed</small> |  |
| <b>Interest acquired</b>                                                                                                                                                                            |  |
| <b>Interest disposed</b>                                                                                                                                                                            |  |
| <b>Value/Consideration</b><br><small>Note: If consideration is non-cash, provide details and an estimated<br/>valuation</small>                                                                     |  |
| <b>Interest after change</b>                                                                                                                                                                        |  |

**Part 3 – \*Closed period**

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

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