

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. **1**)*

Gryphon Digital Mining, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001

(Title of Class of Securities)

400510103

(CUSIP Number)

06/04/2025

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☒ Rule 13d-1(c)

☐ Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 400510103

1	Names of Reporting Persons Roxy Capital Corp
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)
3	Sec Use Only
4	Citizenship or Place of Organization CAYMAN ISLANDS

Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 125,000.00
	6	Shared Voting Power 0.00
	7	Sole Dispositive Power 125,000.00
	8	Shared Dispositive Power 0.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person 125,000.00	
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>	
11	Percent of class represented by amount in row (9) 0.2 %	
12	Type of Reporting Person (See Instructions) CO	

Comment for Type of Reporting Person: The number of shares above represents a warrant for the purchase of 125,000 shares of common stock at an exercise price of \$1.50 per share. The response to Row 11 above is based on 72,557,715 shares of the Issuer's common stock outstanding as of May 15, 2025, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 15, 2025.

SCHEDULE 13G

CUSIP No.	400510103
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1	Names of Reporting Persons Lazer Eric	
2	Check the appropriate box if a member of a Group (see instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	Sec Use Only	
4	Citizenship or Place of Organization CANADA (FEDERAL LEVEL)	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power 125,000.00
	6	Shared Voting Power 0.00
	7	Sole Dispositive Power 125,000.00
	8	Shared Dispositive Power 0.00

9	Aggregate Amount Beneficially Owned by Each Reporting Person 125,000.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions) <input type="checkbox"/>
11	Percent of class represented by amount in row (9) 0.2 %
12	Type of Reporting Person (See Instructions) IN

Comment for Type of Reporting Person: The number of shares above represents a warrant for the purchase of 125,000 shares of common stock at an exercise price of \$1.50 per share held by Roxy Capital Corp. The response to Row 11 above is based on 72,557,715 shares of the Issuer's common stock outstanding as of May 15, 2025, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on May 15, 2025.

SCHEDULE 13G

Item 1.

(a) **Name of issuer:**

Gryphon Digital Mining, Inc.

(b) **Address of issuer's principal executive offices:**

1180 N. TOWN CENTER DRIVE, 1180 N. TOWN CENTER DRIVE, LAS VEGAS, NEVADA, 89144.

Item 2.

(a) **Name of person filing:**

This statement is being jointly filed by Roxy Capital Corp ("Roxy Capital ") and Eric Lazer, an individual (collectively, the "Reporting Persons").

(b) **Address or principal business office or, if none, residence:**

The address of the principal business office of each of the Reporting Persons is 20 Canal Beach, Old Fort Bay, P.O. Box N7776, Nassau, Bahamas 00000.

(c) **Citizenship:**

Roxy Capital was organized in the Cayman Islands. Eric Lazer is a citizen of Canada.

(d) **Title of class of securities:**

Common Stock, par value \$0.0001

(e) **CUSIP No.:**

400510103

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) ☐ A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

- (j) ☐ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

(a) Amount beneficially owned:

Roxy Capital is the record holder of a warrant to purchase 125,000 shares of common stock of the Issuer at an exercise price of \$1.50 per share. Eric Lazer is the Director of Roxy Capital and has sole voting and investment power over the securities held by it. Eric Lazer disclaims beneficial ownership of such securities except to the extent of his pecuniary interest, if any, in such securities.

(b) Percent of class:

See Row 11 of the cover page for each of the Reporting Persons. %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

See Rows 5 of the cover page for each of the Reporting Persons.

(ii) Shared power to vote or to direct the vote:

See Rows 6 of the cover page for each of the Reporting Persons.

(iii) Sole power to dispose or to direct the disposition of:

See Rows 7 of the cover page for each of the Reporting Persons.

(iv) Shared power to dispose or to direct the disposition of:

See Rows 8 of the cover page for each of the Reporting Persons.

Item 5. Ownership of 5 Percent or Less of a Class.

☒ Ownership of 5 percent or less of a class

Item 6. Ownership of more than 5 Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Roxy Capital Corp

Signature: /s/ Eric Lazer
Name/Title: Eric Lazer, Director
Date: 06/04/2025

Lazer Eric

Signature: /s/ Eric Lazer
Name/Title: Eric Lazer
Date: 06/04/2025

Exhibit Information

Exhibit 1 - Joint Filing Agreement

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, each of the undersigned hereby agrees to the joint filing on behalf of each of them of a statement on Schedule 13G (including amendments thereto) with respect to the ordinary shares of Gryphon Digital Mining, Inc., and that this Agreement be included as an Exhibit to such joint filing.

Each of the undersigned acknowledges that each shall be responsible for the timely filing of any statement (including amendments) on Schedule 13G, and for the completeness and accuracy of the information concerning him, her, or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other persons making such filings, except to the extent that he, she, or it knows or has reason to believe that such information is inaccurate.

Dated: June 4, 2025

Roxy Capital Corp

By: /s/ Eric Lazer

Name: Eric Lazer

Title: Director

/s/ Eric Lazer

Eric Lazer