
Cleansing Statement

Notice Pursuant to Section 708A(5)(e) of the Corporations Act

Nova Minerals Limited (Nova or the **Company**) ((**ASX: NVA, NASDAQ: NVA, NVAWW, OTC: NVAAF, FSE: QM3**) advises that it has issued 28,500,000 fully paid shares (**Shares**) as part of the American initial public offering on the NASDAQ Stock Market (**NASDAQ**) as outlined in the Company's ASX Announcement dated 24 July 2024.

Nova will issue 475,000 American Depositary Shares (**ADSs**), which will trade on the NASDAQ at a price to the public of US\$6.92 per ADS. Each ADS represents 60 ordinary shares in the Company. Accordingly, the Company will issue a total of 28,500,000 Shares to the depositary agent, which will underlie the ADSs.

Nova will also issue options (warrants) to the ADS holders. ADS holders will get 1 warrant for each 1 ADSs issued. Each whole warrant is exercisable for one ADS at an exercise price of US\$7.266 per ADS and expire on 25 July 2028. The warrants will be issued using the Company's current LR7.1 placement capacity.

Nova will also issue options (warrants) to the underwriters of the offer, as approved by shareholders at the general meeting held on 31 May 2024.

Secondary Trading Exemption:

The Corporations Act 2001 (Cth) restricts the on-sale of securities issued without disclosure unless the sale is exempt under Section 708 or 708A. By the Company giving this notice, a sale of the Shares noted above will fall within the exemption in section 708A(5) of the Act.

The Company hereby notifies the ASX under paragraph 708(A)(5)(e) of the Act that:

- (a) The Company issued the Shares without disclosure to investors under Part 6D.2 of the Act;
- (b) This notice is given pursuant to paragraph 5(e) of section 708A of the Act.
- (c) As at the date of this notice the Company has complied with:
 - the provisions of Chapter 2M of the Corporations Act, as they apply to the Company; and
 - Section 674 of the Corporation Act.
- (d) As at the date of this notice there is no 'excluded information' (within the meaning of sections 708A(7) and 708A(8) of the Corporations Act) required to be disclosed under section 708A(6)(e) of the Corporations Act.:
 - a. that has been excluded from a continuous disclosure notice in accordance with the Listing Rules;
 - b. that investors and their professional advisors would reasonably require for the purpose of making an informed assessment of:
 - i. The assets and liabilities, financial position and performance, profits and losses and prospects of the Company; or



- ii. The rights and liabilities attaching to the Securities to the extent to which it is reasonable for investors and their professional advisers to expect to find the information in a disclosure document.

An Appendix 2A and Appendix 3G, in relation to the quotation of the Shares and issue of the options (warrants), will be lodged separately today.

For further information regarding Nova Minerals Limited please visit the Company's website www.novaminerals.com.au

This announcement has been authorized for release by the Company Secretary.

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