



NOVA MINERALS LIMITED
(ASX: NVA)

ASX Announcement

2 March 2018

UNMARKETABLE PARCEL SHARE SALE FACILITY

The Directors of Nova Minerals Limited (**Company**) are pleased to announce the establishment of a share sale facility (**Facility**) for holders of fully paid ordinary shares in the Company (**Shares**) valued at less than \$500. The Facility is subject to the terms and conditions set out in the attached documents.

A marketable parcel of Shares is a parcel of Shares that has a market value of more than \$500. As at market close on 1 March 2018 (**Record Date**), the Directors have determined an unmarketable parcel of Shares is any shareholding of less than 16,130 Shares (**Unmarketable Parcel**) based on a price of \$0.031 per Share, being the closing price of Shares on the ASX on Record Date.

As at the Record Date, the Company has 3,524 shareholders, 2,007 of whom hold an Unmarketable Parcel. The fact that a holding of Shares is less than a marketable parcel does not mean that the holding is not capable of being sold. Rather, the Company is providing the Facility to allow shareholders with an Unmarketable Parcel of Shares to dispose of those Shares via the Facility as they might otherwise find it difficult to sell their Shares due to the small size of their holding. The Company is also looking to reduce the administrative costs associated with maintaining a large number of small shareholders on its register.

Attached is a copy of the letter to shareholders and share retention form which will be dispatched to all shareholders who held an Unmarketable Parcel of Shares on the Record Date.

For further information please contact:

A handwritten signature in black ink, appearing to read "Ad. Wing", with a horizontal line drawn underneath.

Adrien Wing
Company Secretary

About Nova Minerals Limited (ASX:NVA):

Thompson Bros. Lithium Project

Nova Minerals Limited own the rights to earn up to 80% ownership interest of the Thompson Bros. Lithium Project, located in Manitoba, Canada, from Ashburton Ventures Inc. by financing their commitments relating to their Option Agreement with Strider Resources Ltd.

Alaskan Project Portfolio

Nova Minerals Limited own the rights to earn up to 85% ownership interest of the Alaskan Project Portfolio from AK Minerals Pty Ltd. by financing their commitments relating to their JV Agreement.

The Alaskan project portfolio ranges from more advanced exploration projects with ore grade drill intersections to brownfield tenements. The most advanced projects are the Estelle gold project, a district scale with potential high tonnage, gold, copper, silver project, the Chip-Loy nickel, cobalt, copper project, the Bowser creek silver, zinc, lead project which the US government has spent in excess of \$7m on this project historically and the Windy Fork REE project.



2 March 2018

Dear Shareholder

Notice of Intention to Sell Shares of Less than a Marketable Parcel

Nova Minerals Limited (**Nova** or **Company**) is pleased to offer eligible shareholders the opportunity to sell their small shareholding without incurring any brokerage or handling costs.

This offer applies to shareholders who at 7.00pm AEDT on 1 March 2018 (**Record Date**) were holders of ordinary shares in Nova (**Shares**) valued at less than \$500 based on a price of \$0.031 per share, being the closing price of Shares on the Australian Securities Exchange on the Record Date.

Nova is offering this facility as it provides the following benefits:

- holders of less than a marketable parcel have the opportunity to sell their Shares without incurring a brokerage or handling cost which, in proportion to the value of their holding, may otherwise render a sale unattractive or uneconomical; and
- the expense and administration involved in maintaining shareholders with less than a marketable parcel is reduced.

The Company has approximately 3,524 shareholders of which approximately 2,007 hold less than a marketable parcel of Shares that in aggregate represent approximately 0.005% of all issued Shares.

Our records show that you were the holder of less than \$500 worth of Shares as at the Record Date and accordingly your shareholding is eligible to participate in this share sale facility. You may choose to sell all of your holding or retain your existing holding as explained below.

1. Sell all of your Shares

If you wish to sell your Shares without incurring brokerage or handling costs, you do not need to take any action.

The Company is authorised under its Constitution to sell your Shares following the closing date of 20 April 2018 (**Closing Date**). Your Shares will be pooled with other Shares under this facility and sold as soon as practicable after the Closing Date.

Nova will appoint an execution-only broker on behalf of shareholders to effect any sales under this facility.

The price that you receive for your Shares under the facility will be determined by when and how the Shares are sold. The Company may sell your Shares on market or in any other way it considers fair and reasonable in the circumstances. If the Shares are sold on market the price will depend on a number of factors, including market conditions at the time of sale. The minimum price that you receive for your Shares under the facility will be the volume weighted average price of all Shares sold in the ordinary course of trading on ASX on the day (or over the days) of sale.

You will not have control over the time at which your Shares are sold. Subject to the minimum price, the price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day, may not be the best price on the day that your Shares are sold and may be an average price per share based on the price obtained for all the Shares sold under the facility. If the Company sells your Shares other than on market, the price will be the price that the Company has been able to negotiate with the acquirer or acquirers.

Following the sale of your Shares, the Company will within 14 days send you a transaction confirmation statement advising you of the number of Shares sold, the price per Share and the total sale proceeds. Sale proceeds will be paid to you in Australian dollars by direct credit to your nominated Australian bank account or by cheque if you do not have a direct credit authority to an Australian bank recorded with the Company's share registrar. If the Company does not know your whereabouts or instructions for payment are not received within two years or cheques are not presented for payment within two years, any outstanding cheques will be cancelled and all unpaid funds will be paid to ASIC as unclaimed monies in accordance with applicable laws. It will then be necessary for you to apply to ASIC for payment in accordance with the relevant procedures.

All costs associated with the sale of your shares will be borne by the Company. No brokerage will be payable by you.

If your Shares are held in a CHESS holding, Nova may after the Closing Date initiate a holding adjustment to move your Shares to the issuer sponsored sub-register for the purpose of this facility.

Any tax consequences arising from the sale of your Shares will be your responsibility.

2. Retain your existing holding

If you wish to retain your existing holding then you must either:

- correctly complete, sign and return the enclosed Share Retention Form so that it is received by 5.00pm AEST on 20 April 2018, being the Closing Date of this facility;
- if you hold Shares in multiple holdings, arrange to have these holdings merged into one holding which has 16,130 or more Shares on the Closing Date; or
- make your own arrangements outside this facility to purchase additional Shares so that you are the registered holder of 16,130 or more Shares on the Closing Date.

If you successfully take one of these steps to retain your existing holding, Nova will not be entitled to sell your Shares.

3. Key dates*

Event	Date
Record Date	1 March 2018
Documents mailed to all shareholders who held less than A\$500 worth of Shares on the Record Date	6 March 2018
Sale facility Opening Date (notice period commences)	6 March 2018
Second notice mailed to shareholders who held less than A\$500 worth of Shares on the Record Date and have not returned the Share Retention Form	6 April 2018
Sale facility Closing Date (last day for return of the Share Retention Form)	20 April 2018

* These dates are indicative and may change, subject to applicable legal and regulatory requirements.

Important information

Nova reserves the right to vary, delay or terminate this sale facility by notice to ASX.

Nova is not bound to sell any or all of the Shares that may be available for it to sell under this facility. In addition, the sale proceeds may differ from the market value of your Shares on the Record Date, depending on movements in the market price of the Shares and on the Company appointed broker's ability to procure purchasers.

The Company will determine whether a shareholder has a less than marketable parcel as at the Record Date. The Company will not have any reference to any increase in the price of Shares after the Record Date in determining whose Shares may be sold pursuant to this facility.

If you have a less than marketable parcel as at the Record Date, then unless you take one of the steps outlined in section 2 of this letter, Nova will be entitled to sell your Shares under this facility.

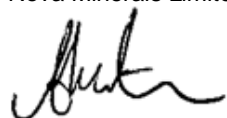
None of the Directors of Nova nor any other person involved in the facility shall be liable for failure to sell the Shares or at a particular price. The price of Shares is subject to change and an up-to-date price can be obtained from the ASX website (www.asx.com.au) under the code "NVA".

Nova does not make any recommendation or provide any advice to you regarding whether to sell your holding under this facility or retain your existing holding.

If you require advice as to whether to sell your Shares, please consult your legal, financial or taxation adviser.

For further information, please contact the Company on +61 3 9614 0600 during office hours Monday to Friday.

Yours faithfully
Nova Minerals Limited



Avi Kimelman
Executive Chairman



Nova Minerals Limited
ABN 84 006 690 348

All Registry communications to:
Link Market Services Limited
Locked Bag A14
Sydney South NSW 1235 Australia
Telephone: 1300 554 474
From outside Australia: +61 1300 554 474
Facsimile: +61 2 9287 0303
ASX Code: NVA
Website: www.linkmarketservices.com.au

2 March 2018



SRN/HIN:

**Number of Shares held as at
7:00pm (AEDT) on 1 March 2018
("Record Date"):**

Dear Shareholder

SHARE RETENTION FORM - NOVA MINERALS LIMITED UNMARKETABLE PARCEL SALE FACILITY

I am writing to advise you that Nova Minerals Limited ("Nova" or "Company") is putting in place an Unmarketable Parcel Sale Facility for holders of Nova fully paid ordinary shares ("Shares") valued at less than \$500 as at Record Date.

Nova is offering this facility to assist holders of unmarketable parcels of Shares to sell them without brokerage costs and to reduce the expense to the Company of maintaining approximately 2,007 Shareholders with unmarketable parcels.

Unless you advise Nova that you want to retain your Shares as set out below, your Shares will be sold and you will be sent the sale proceeds.

The Share Sale Facility is being established in accordance with Nova's constitution and the ASX Listing Rules.

If you want to sell your Shares under the facility – you need take no action.

Your Shares will be sold on your behalf after 20 April 2018. You will not need to appoint a broker nor pay the brokerage and handling costs associated with the sale of Shares under the facility. Any tax consequences from the sale of your Shares will be your responsibility.

If you wish to retain your Shareholding in Nova you must detach this retention slip and return it to Nova's Registry, so that it is received no later than 5:00pm (AEST), on 20 April 2018.

For further information, please contact the Company on +61 2 9614 0600 during office hours Monday to Friday.

If you are in any doubt, or if you require information regarding possible taxation implications from participating in the facility, please consult your legal, financial or taxation adviser.

Your sincerely

Adrien Wing
Company Secretary

RETENTION SLIP

SRN/HIN:



If you wish to retain your Shareholding in Nova you must detach this retention slip and return it to Nova's Registry, so that it is received no later than 5:00pm (AEST), on 20 April 2018.

The slip can be returned using any of the methods set out on the reverse of this slip.



DO NOT SELL MY SHARES

NVA RSS001



MORE INFORMATION ON THE FACILITY

1. When will my Shares be sold?

It is intended that any Shares sold under the facility will be sold as soon as practicable after 20 April 2018.

2. What is an unmarketable parcel of Shares?

A parcel of Shares valued at less than \$500.

3. What price will I receive for Shares sold under the facility?

The price that you receive for your Shares under the facility will be the volume weighted average price of all Nova Shares sold in the ordinary course of trading on the Australian Securities Exchange on the day (or over the days) of sale. This price will depend on a number of factors, including market conditions at the time, and you will not have control over the time at which your Shares are sold. The price you receive may be different from the price appearing in the newspaper or quoted by ASX on any day, and may not be the best price on the day that your Shares are sold.

4. What is the price of Nova Shares?

The last sale price of Nova Shares on 1 March 2018 was A\$0.031. The Share price changes frequently and more recent prices are available in newspapers and from the ASX website (www.asx.com.au) under the ASX code "NVA".

5. When will the proceeds from the sale of Shares be sent to me?

Payment will be sent to you within 14 days after the last sale under the facility. Payment will be made in Australian dollars by direct credit to your nominated Australian bank account or by cheque if you do not have a direct credit authority to an Australian bank recorded with Link Market Services Limited. We will notify you, by way of a transaction confirmation statement, of the number of your Shares sold and the price and total sale proceeds you have received. The transaction confirmation statement (and cheque if applicable) will be sent by post, at your risk, to your address as shown on the register.

6. If I buy more Shares, will I retain my holding?

Yes, we will treat any movement in your Shareholding as an indication that you do not want your Shares to be sold under the facility. For a purchase to be an effective notification that you wish to retain your Shares, any additional Shares must be registered by 5:00pm (AEST), on 20 April 2018 under the same name and address and with the same holder number (SRN or HIN) as set out in this letter.

7. Where can I get further information?

If you require further information, please contact the the Company on +61 3 9614 0600 during office hours Monday to Friday.

8. Important notes

Nova reserves the right to change any of the dates referred to in this letter by notice to the ASX.

This letter does not constitute advice nor a recommendation to buy, sell or hold Shares nor that the facility is the best way to sell Nova Shares.

If you are in any doubt about what to do, you should consult your legal, financial or taxation adviser.

RETENTION SLIP

Mailing Address

Nova Minerals Limited
C/- Link Market Services Limited
Locked Bag A14
SYDNEY SOUTH NSW 1235

or

Hand Delivery

Nova Minerals Limited
C/- Link Market Services Limited
1A Homebush Bay Drive
RHODES NSW 2138 **(Do not use this address for mailing purposes)**

This form must be received by Nova's Registry no later than 5:00pm (AEST), on 20 April 2018, or your Shares will be sold.