



NOVA MINERALS LIMITED
ASX: NVA
OTC: NVAAF
FSE: QM3

Nova Minerals Limited (ASX:NVA OTC: NVAAF FSE:QM3) is a minerals explorer and developer focused on gold and lithium projects in North America.

Board of Directors:

Mr Avi Kimelman
Executive Chairman

Mr Christopher Gerteisen
CEO / Executive Director

Mr Louie Simens
Executive Director

Mr Avi Geller
Non-Executive Director

Management:

Mr Dale Schultz
Technical lead / Chief Geologist

Mr Brian Youngs
Head of Exploration and Logistics

Company Secretary:

Ian Pamensky

Contact:

Nova Minerals Limited
Suite 602, 566 St Kilda Rd
Melbourne, VIC, 3004

P: +61 3 9537 1238

W: www.novaminerals.com.au
E: info@novaminerals.com.au

28 May 2020

Nova Secures Prepayment Funding Facility

- **Collins St Asset Management have agreed to invest \$2m and up to A\$6 million in Nova Minerals under a prepayment placement at a base issue price of A\$0.07 per share**
- **Collins St Asset Management is a large supporting shareholder and has agreed to exercise all its NVAO options**
- **A\$2 million prepayment facility will expedite drilling with Nova's second diamond drill at the 2.5Moz Estelle Gold Camp**
- **Nova Minerals has the option to repay the prepayment facility in cash with a 120 calendar day payback option period**
- **Nova Minerals is in a strong financial position with all high cost capital items purchased and stands well capitalised to ramp up the second drill program. This facility will join Nova's existing cash holding and strong inflows from NVAO option conversions including exercising by Directors**
- **Nova Minerals' investment in Torian Resources (ASX:TNR) is up approximately 800% from initial investment with exciting drill results pending**

Nova Minerals Limited (**Nova or Company**) (ASX: NVA, OTC: NVAAF, FSE: QM3) is pleased to announce it has executed an agreement with Collins St Asset Management Pty Ltd ('CSVF' or 'Investor'), for an investment of A\$2 million (with an additional loan of up to A\$4 million subject to terms agreed upon by the parties) ('Funding Agreement'). The initial funding commitment will be provided within seven days. CSVF's A\$2 million investment will be provided by way of a prepayment which is repayable by the Company within 120 days, or otherwise is convertible to shares or repayable in accordance with the terms set out below. Concurrently, CSVF will convert all of its NVAO options, the proceeds of which will be used, along with Nova's current cash, to expedite exploration and the Estelle Gold Camp.

NVA Executive Chairman, Mr. Avi Kimelman said: *"During 2020, Nova's intent and strategy is to continue its systematic exploration approach to seek to significantly increase the current 2.5Moz resource and simultaneously move the Korbel prospect to feasibility stage during the course of 2020 on the path to production.*

Furthermore, we look forward to assay results in due course for hole KBDH-002 (542.1m) which appears to contain the same mineralisation that was encountered in the 2.5Moz Inferred Resource and remains open at depth as announced on 25 May 2020 with further results expected.

Collins St Asset Management is already a significant shareholder of Nova Minerals, and we could not have asked for a better partner. Collins St Asset Management were ranked amongst the top 5 Australian equity fund managers of their type in 2019 by both Morningstar and Mercer. Of all the many facilities and direct equity offers made to us, this was the least dilutive and the most beneficial for shareholders.

On a separate note, Nova Minerals' investment in Torian Resources (ASX:TNR) is up approximately 800% from initial investment with exciting drill results pending at its Mt Stirling Gold Project. The Nova Minerals Board and management will continue to make calculated decisions in the best interest of its shareholders over the long term; the Torian investment and this prepayment placement being examples of this focus."

Key Terms of Funding Facility between Nova Minerals Limited (ASX:NVA) and Collins St Asset Management Pty Ltd ATF Collins St Value Fund (CSVF):

- A\$2,000,000 to be made available immediately, which will be deemed to constitute a prepayment facility with a face value of \$2,200,000 repayable or convertible to shares in accordance with the terms below. Funds to be applied to advance the Company's current drilling programs.
- An additional prepayment facility of up to A\$4,000,000 may be made available subject to terms agreed upon by the parties.
- Nova Minerals has the right to repay the face value of the loan at any time within 120 days, provided that the minimum repayment amount is not less than \$550,000 on each occasion ("Repayment Period").
- If Nova Minerals has not repaid the loan within the Repayment Period:
 - The Investor will have the right to convert all or some of the outstanding face value of the loan to Nova Minerals' shares at an issue price per share of \$0.07 (subject to shareholder approval if required).
 - If the Investor does not exercise the right above, the parties have agreed to seek to negotiate an alternative repayment option. However, in the absence of an agreement, any amount of the outstanding face value not converted will be increased by 5% and will be repaid by the Company in equal monthly instalments over a period of 6 months through the issue of Nova Minerals' shares at an issue price which is the lower of: (a) \$0.07; or (b) a 20% discount to the lowest 5 day VWAP (for any period of 5 consecutive days, but excluding days where there are no trades of the ordinary shares of the Company) during the immediately preceding month (in each case subject to shareholder approval, if required).
- In consideration of CSVF's entry into the arrangement, the Company will issue CSVF 4,300,000 shares and 18,000,000 options with an expiry date of two years and an exercise price of \$0.07. These shares and options will be issued without shareholder approval under ASX Listing Rule 7.1.
- The prepayment facility otherwise contains terms which are typical to similar financing arrangements including: anti-dilution provisions in the event of bonus issues; rights of first refusal to participate in future financing up to 25%; warranties and undertakings by the Company which limit further financing and other significant or material corporate action subject to exceptions; typical events of default (including liquidity events) which may accelerate repayment or conversion rights if triggered and result in default interest; and provisions which require cash payments in the event that issues on conversion would result in a breach of takeovers laws.

Milestones	Oct-19	Nov-19	Dec-19	Jan-20	Feb-20	Mar-20	Apr-20	May-20	Jun-20	Jul-20	Aug-20	Sep-20	Oct-20	Nov-20	Dec-20
Permitting and Approvals															
Prepare and acquire Camp material for delivery onsite															
Mobilise first drill rig and establish camp															
COVID-19 understanding and suspension															
Initial 7 - 12,000m RC and Diamond Drilling to commence at Oxide Korbel blocks A and B															
Oxide Korbel Blocks A and B resource upgrade size and confidence															
Ongoing drilling IP and exploration ground works Oxide Korbel Blocks B and C - 5,000m															
Ongoing drilling IP and exploration ground works RPM - 6,000m															
Ongoing drilling IP and exploration ground works shoeshine- 1,000m															
IP and exploration ground works shoeshine - 6,000m Exploration drilling to follow															
Potential Maiden Resource Oxide Korbel (Blocks C and D)															
Potential Maiden resource on RPM															
Estelle resource estimate upgrade across the project area (Oxide Korbel, Oxide South and RPM)															
PEA to commence on Oxide Korbel															

Table 1. Indicative 2020 Drill Program, Potential Resource Growth & Development Pipeline

Inferred Resource - Estelle Oxide				
Cut-off Au g/t	Tonnes	Grade Au g/t	Gold Ounces	
0.10	225,538,080	0.37	2,711,997	
0.15	205,188,840	0.40	2,625,636	
0.18	181,291,950	0.43	2,500,538	
0.20	169,590,735	0.45	2,431,838	
0.30	96,634,435	0.59	1,833,081	
0.40	68,620,730	0.70	1,544,369	
0.50	47,371,345	0.82	1,244,330	

Table 2. Mineral Resource Statement, Korbel deposit, Estelle property.
(ASX announcement: 11 September 2019)

Streamlined Competent Person Statement

The information in the announcement dated 02 September 2019, 9 December 2019 and 11 September 2019 that relate to Exploration Results, Exploration target and JORC Resource estimate is based on information compiled by Mr Dale Schultz. Mr Dale Schultz, Principle of DJS Consulting, who is Nova groups Chief Geologist and COO of Nova Minerals subsidiary Snow Lake Resources Ltd., compiled the technical information in this release and is a member of the Association of Professional Engineers and Geoscientists of Saskatchewan (APEGS), which is ROPO, accepted for the purpose of reporting in accordance with ASX listing rules. Mr Schultz has sufficient experience relevant to the style of mineralization and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the 'Australian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Schultz consents to the inclusion in the report of the matters based on information in the form and context in which it appears.

The Exploration results were reported in accordance with Clause 18 of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012 Edition) (JORC Code).

Nova Minerals confirms in the subsequent public report that it is not aware of any new information or data that materially affects the information included in the relevant market announcements on the 02 September 2019 and 9 December, 2019 and, in the case of the exploration results, that all material assumptions and technical parameters underpinning the results in the relevant market announcement continue to apply and have not materially changed.

Prioritised systematic exploration strategy

The Company's ranked and prioritised systematic exploration strategy and activities at Estelle are guided by an exploration "Project Pipeline" process to maximise the probability of multiple major discoveries (**Table 3**). Each Milestone is defined by a specific deliverable and has each criteria needs to be ticked to determine which prospect must pass through before moving to the next Milestone. Economic criteria and probability of success increase as projects move along the pipeline. The methodology helps to ensure work is carried out across all stages of the process, cost are kept minimal and that focus is kept on the best quality targets and that the pipeline is kept full with early Milestone projects.

EXPLORATION PROGRAM
Big Picture (Historical Data Review)
Airborne geophysics
Soil Sampling
Alteration Mapping
IP Surveys overlay of Alteration Zone
Target Prioritisation
RC and/or Diamond Drilling

Table 3. Prioritised Systematic Exploration Strategy

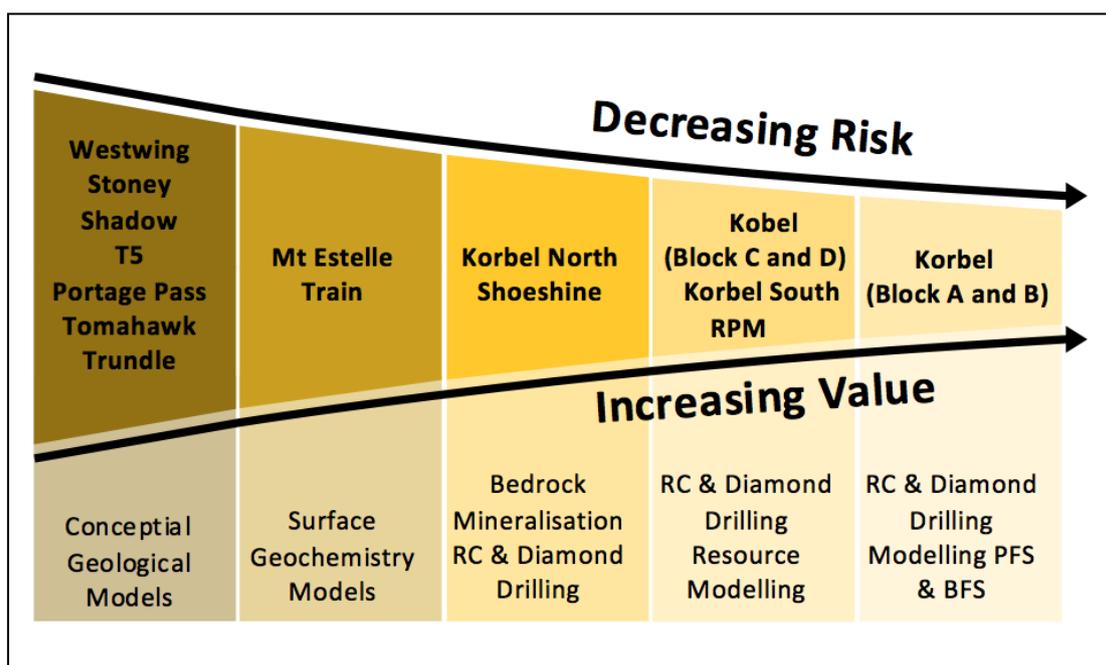


Figure 1. Estelle Project Pipeline

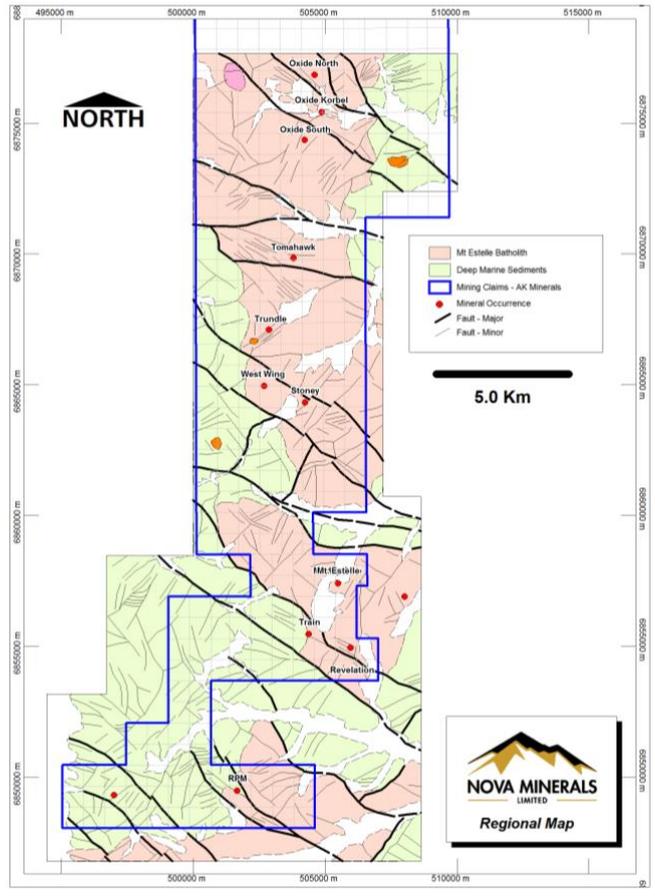


Figure 2. Location of known prospects to be followed up

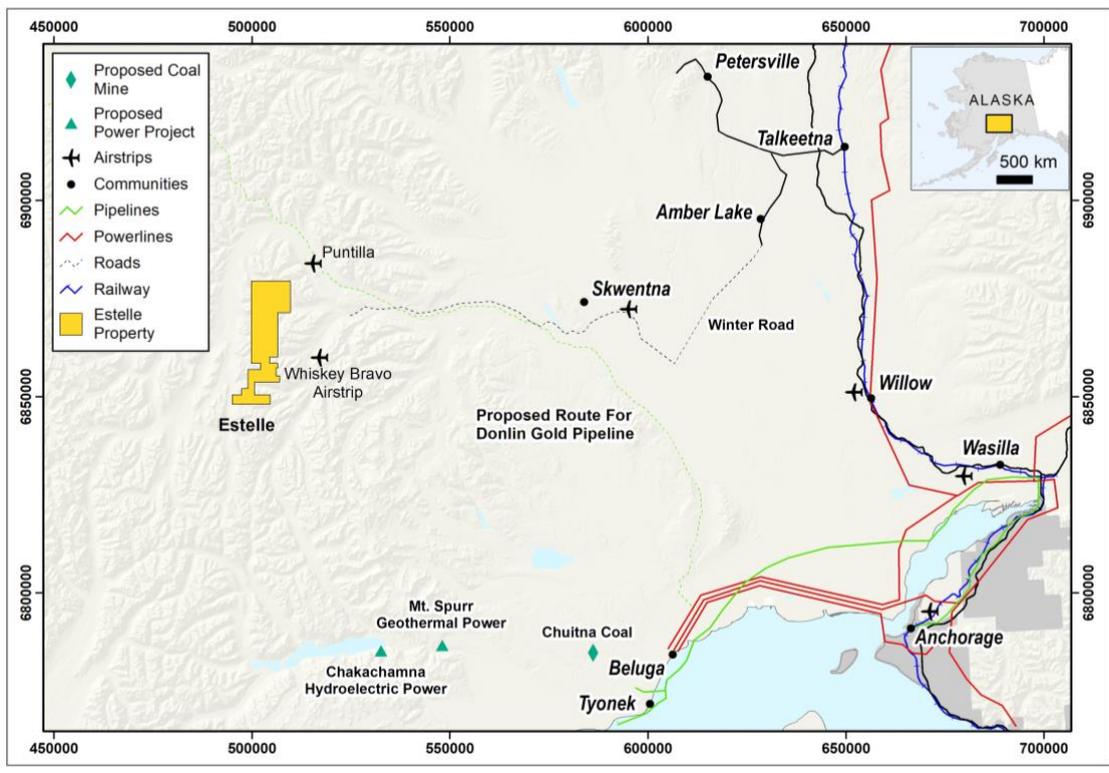


Figure 3. Estelle Location Map

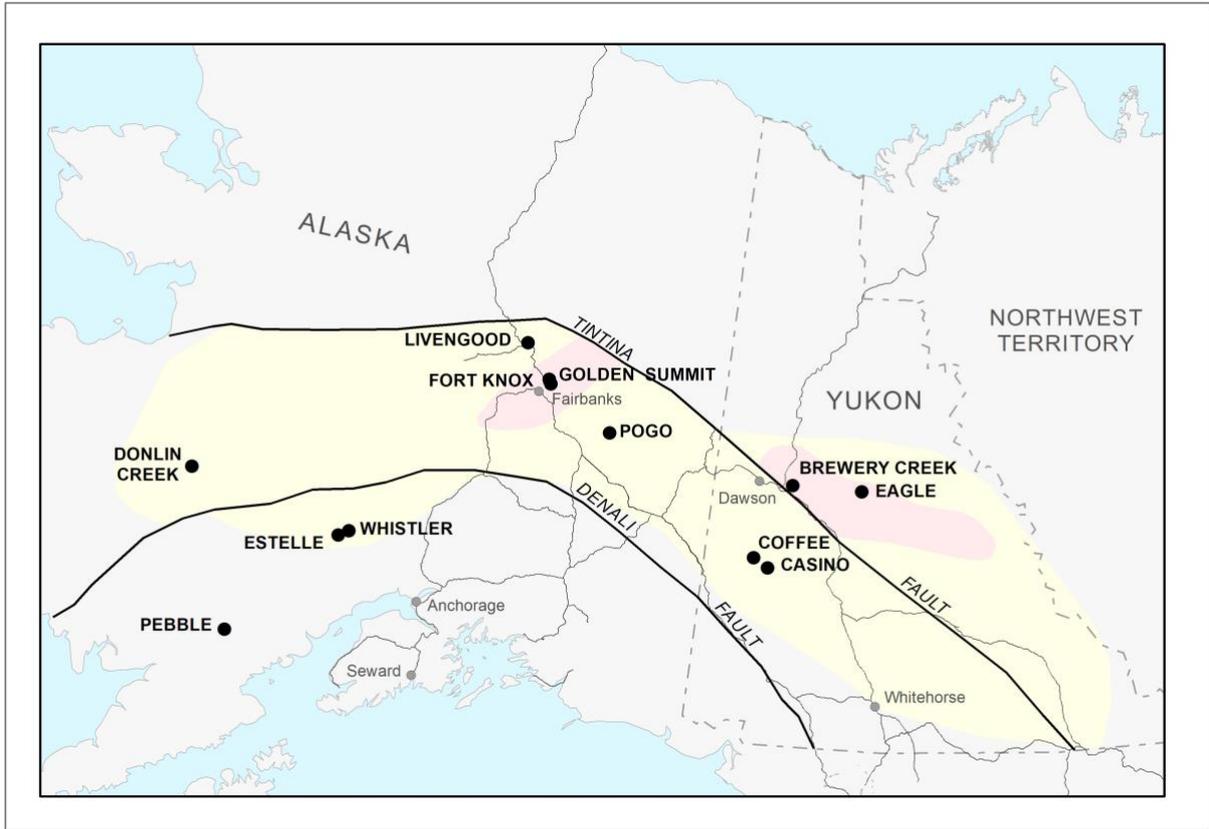


Figure 4. The Tintina Gold Belt

This announcement has been authorised for release by the Board.

-Ends-

Further information:

Investor Enquiries:

Avi Kimelman
 Executive Chairman
 E: info@novaminerals.com.au
 P: +61 39537 1238

Ian Pamensky
 Company Secretary
 E: info@novaminerals.com.au
 P: +61 414 864 746

About Nova Minerals

Nova Minerals Limited (ASX:NVA | OTC:NVAAF | FSE:QM3) is a minerals explorer and developer focused on gold and lithium projects in North America.

Nova has a diversified portfolio of projects across the US, Canada, and Australia. Two of the key projects include Nova's 2.5Moz Estelle Gold Project in Alaska, which holds some of North America's largest gold deposits, and the company's majority-owned Snow Lakes Resources, a lithium project in Canada.

Nova aims to provide shareholders with diversification through exposure to base and precious metals and to capitalise on the growing demand for lithium-based energy storage.

To learn more please visit: <https://novaminerals.com.au/>

About Collins St Asset Management

Collins St Asset Management are a specialist manager of Australian equities, primarily on behalf of high net worth investors and family office clients. Underpinned by a flexible investment mandate and significant cash position the firms' flagship Collins St Value Fund takes high conviction positions (either via direct equity or convertible note) across the full spectrum of the ASX with an emphasis on capital preservation first and foremost. Boutique by design and deep value in nature, the Investment Team at Collins St Asset Management have delivered outstanding returns, ranking amongst the top five Australian equity funds according to the 2019 Mercer Survey.

To learn more please visit: <http://www.csvf.com.au/>

Forward Looking Statements

Certain statements in this document are or maybe "forward-looking statements" and represent Nova's intentions, projections, expectations or beliefs concerning among other things, future exploration activities. The projections, estimates and beliefs contained in such forward looking statements necessarily involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of Nova, and which may cause Nova's actual performance in future periods to differ materially from any express or implied estimates or projections. Nothing in this document is a promise or representation as to the future. Statements or assumptions in this document as to future matters may prove to be incorrect and differences may be material. Nova does not make any representation or warranty as to the accuracy of such statements or assumptions.