

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

SEC FILE NUMBER  
000-39982

FORM 12b-25

NOTIFICATION OF LATE FILING

CUSIP NUMBER  
67012W104  
67012W112  
67012W203

(Check One):  Form 10-K  Form 20-F  Form 11-K  Form 10-Q  Form 10-D  Form N-SAR  Form N-CSR

For Period Ended: March 31, 2021

- Transition Report on Form 10-K  
 Transition Report on Form 20-F  
 Transition Report on Form 11-K  
 Transition Report on Form 10-Q  
 Transition Report on Form N-SAR

For the Transition Period Ended: \_\_\_\_\_

*Read Instruction (on back page) Before Preparing Form. Please Print or Type.*

**Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.**

If the notification relates to a portion of the filing checked above, identify the item(s) to which the notification relates:

**PART I -- REGISTRANT INFORMATION**

Novus Capital Corp. II

Full Name of Registrant

Former Name If Applicable

8556 Oakmont Lane

Address of Principal Executive Office (*Street and Number*)

Indianapolis, Indiana 46260

City, State and Zip Code

**PART II -- RULES 12b-25(b) AND (c)**

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed.  
(Check box if appropriate.)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

**PART III -- NARRATIVE**

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

The Registrant is unable to file its Quarterly Report on Form 10-Q for the quarter ended March 31, 2021 within the prescribed period because of a delay in reviewing the financial statements for this period as a result of management requiring additional time to compile and verify the data required to be included in the report. Registrant expects to file within the extension period.

(Attach Extra Sheets if Needed)

**PART IV -- OTHER INFORMATION**

(1) Name and telephone number of person to contact in regard to this notification

Vincent Donargo  
(Name)

(317) 590-6959  
(Area Code) (Telephone Number)

- (2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s).  Yes  No
- (3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?  Yes  No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

See attachment.

Novus Capital Corporation II  
(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date: May 17, 2021

By: /s/ Vincent Donargo  
Vincent Donargo  
Chief Financial Officer

INSTRUCTION: The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

**ATTENTION**

**Intentional misstatements or omissions of fact constitute Federal Criminal Violations (see 18 U.S.C. 1001).**

ATTACHMENT TO PART IV-ITEM (3) OF  
FORM 12B-25

**Novus Capital Corporation II**

WITH RESPECT TO ITS FORM 10-Q FOR THE  
FISCAL QUARTER ENDED MARCH 31, 2021

On April 12, 2021, the staff of the Securities and Exchange Commission (the "SEC Staff") issued a public statement (the "SEC Staff Statement") entitled "Staff Statement on Accounting and Reporting Considerations for Warrants Issued by Special Purpose Acquisition Companies ("SPACs")." In the SEC Staff Statement, the SEC Staff expressed its view that certain terms and conditions common to warrants issued by SPACs such as Novus Capital Corporation II (the "Company") may require the warrants to be classified as liabilities on the SPAC's balance sheet, as opposed to equity.

The Company's quarterly report on Form 10-Q for the three months ended March 31, 2021 could not be filed by the prescribed date without unreasonable effort and expenses because the Company requires additional time to complete, and its independent registered public accounting firm requires additional time to review the financial statements to be included in the Form 10-Q and the disclosures related to the accounting treatment of the Company's warrants. In accordance with Rule 12b-25 of the Securities Exchange Act of 1934, as amended, the Company anticipates that it will file its Form 10-Q as soon as practicable and no later than the fifth calendar day following the prescribed due date.

The Registrant estimates that its results of operations for the three and six months ended March 31, 2021, as reflected in its consolidated statements of operations to be included in its Form 10-Q for the three months ended March 31, 2021 will reflect the following changes: