

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934
(Amendment No. __)**

Filed by the Registrant x
Filed by a Party other than the Registrant □

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

Novan, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box)

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
 1. Title of each class of securities to which transaction applies: _____
 2. Aggregate number of securities to which transaction applies: _____
 3. Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined): _____
 4. Proposed maximum aggregate value of transaction: _____
 5. Total fee paid: _____
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
 6. Amount Previously Paid: _____
 7. Form, Schedule or Registration Statement No.: _____
 8. Filing Party: _____
 9. Date Filed: _____

Your **Vote** Counts!

NOVAN, INC.

2021 Annual Meeting

Vote by May 3, 2021

11:59 PM ET

NOVAN, INC.
4105 HOPSON ROAD
MORRISVILLE, NC 27560



D39061-P51109

You invested in NOVAN, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on May 4, 2021.**

Get informed before you vote

View the Notice of Meeting, Proxy Statement and Annual Report on Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 20, 2021. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If requesting materials by email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and vote without entering a control number



Vote Virtually at the Meeting*

May 4, 2021
9:30 AM, EDT

Virtually at:
www.virtualshareholdermeeting.com/NOVN2021

*Please check the meeting materials for any special requirements for meeting attendance. You will be required to have the control number above to vote shares at the meeting.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. We encourage you to access and review all of the important information contained in the proxy materials (following the instructions on the reverse side) before voting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Class II Directors Nominees: 01) James L. Bierman 02) Machel Sanders	✔ For
2. Amendment to the Restated Certificate of Incorporation of Novan, Inc. to increase the total number of authorized shares of the common stock of Novan, Inc. from 200,000,000 to 250,000,000 shares.	✔ For
3. Amendment to the Novan, Inc. 2016 Incentive Award Plan to increase the number of shares of the common stock of Novan, Inc. authorized for issuance thereunder by 15,000,000 shares.	✔ For
4. Ratification of the selection of BDO USA, LLP as independent auditor for the fiscal year ending December 31, 2021.	✔ For
NOTE: Such other business as may properly come before the meeting or any adjournment thereof.	

Prefer to receive an email instead? While voting on www.ProxyVote.com, be sure to click "Sign up for E-delivery".