

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 or Section 30(h) of the Investment Company Act of 1940

☐ Check this box if no longer subject to
 Section 16. Form 4 or Form 5
 obligations may continue. See
 Instruction 1(b).

1. Name and Address of Reporting Person* <u>COVA Acquisition Sponsor LLC</u>			2. Issuer Name and Ticker or Trading Symbol <u>COVA Acquisition Corp. [COVA]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)		
(Last) (First) (Middle) <u>530 BUSH STREET, SUITE 703</u>			3. Date of Earliest Transaction (Month/Day/Year) <u>02/11/2021</u>					
(Street) <u>SAN FRANCISCO CA 94108</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Ordinary Shares	(1)	02/11/2021		J ⁽²⁾		3,750	(1)	(1)	Class A Ordinary Shares	3,750	(1)	7,500,000	I	See footnote ⁽³⁾

1. Name and Address of Reporting Person* <u>COVA Acquisition Sponsor LLC</u>		
(Last)	(First)	(Middle)
<u>530 BUSH STREET, SUITE 703</u>		
(Street)		
<u>SAN FRANCISCO CA 94108</u>		
(City)	(State)	(Zip)
1. Name and Address of Reporting Person* <u>Heng Jun Hong</u>		
(Last)	(First)	(Middle)
<u>C/O COVA ACQUISITION CORP.</u>		
<u>530 BUSH STREET, SUITE 703</u>		
(Street)		
<u>SAN FRANCISCO CA 94108</u>		
(City)	(State)	(Zip)

Explanation of Responses:

- The Class B Ordinary Shares will automatically convert into Class A Ordinary Shares at the time of the Issuer's initial business combination or earlier at the option of the holders thereof as described in the Issuer's Amended and Restated Memorandum and Articles of Association.
- On February 11, 2021, COVA Acquisition Sponsor LLC ("COVA Sponsor") forfeited, for no consideration, 3,750 Class B Shares in connection with an election by the underwriter of the Issuer's initial public offering of units to exercise, in part, an option granted to such underwriter to cover over-allotments.
- The Class B Ordinary Shares reported as beneficially owned are held of record by COVA Sponsor. Jun Hong Heng is the managing member of CC Acquisition Sponsor Manager, LLC, the manager of COVA Sponsor and as such, has sole voting and investment power over the Class B shares held by COVA Sponsor.

Remarks:

/s/ Jun Hong Heng, managing 02/16/2021

[member of CC Acquisition
Sponsor Manager, LLC,
manager of COVA Acquisition
Sponsor LLC](#)

[/s/ Jun Hong Heng](#)

[02/16/2021](#)

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.