

NOVAVAX INC

Form 3

June 17, 2014

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person

*
Herrmann John A III
(Last) (First) (Middle)

2. Date of Event
Requiring Statement
(Month/Day/Year)

06/12/2014

3. Issuer Name **and** Ticker or Trading Symbol
NOVAVAX INC [NVAX]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer ____ Other
 (give title below) (specify below)
 SVP, General Counsel

6. Individual or Joint/Group
 Filing(Check Applicable Line)
☒ Form filed by One Reporting
 Person
 ____ Form filed by More than One
 Reporting Person

C/O NOVAVAX, INC., 20
FIRSTFIELD ROAD

(Street)

GAITHERSBURG, MD 20878

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

7,664

D

A

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)
Title4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to buy)	Â (1)	04/15/2020	Common Stock	75,000	\$ 2.66	D	Â
Employee Stock Option (Right to buy)	Â (2)	03/10/2021	Common Stock	20,000	\$ 2.5	D	Â
Employee Stock Option (Right to buy)	Â (3)	03/01/2022	Common Stock	150,000	\$ 1.28	D	Â
Employee Stock Option (Right to buy)	Â (4)	03/02/2023	Common Stock	150,000	\$ 1.83	D	Â
Employee Stock Option (Right to buy)	Â (5)	03/06/2024	Common Stock	150,000	\$ 6.05	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Herrmann John A III C/O NOVAVAX, INC. 20 FIRSTFIELD ROAD GAITHERSBURG,Â MDÂ 20878	Â	Â	Â SVP, General Counsel	Â

Signatures

/s/ John A.
Herrmann III

06/17/2014

__Signature of Reporting
Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

(1) This option is exercisable in four equal annual installments. The first installment became exercisable on April 15, 2011, and the next three installments became exercisable on April 15, 2012, April 15, 2013, and April 15, 2014.

(2) This option is exercisable in four equal annual installments. The first installment became exercisable on March 10, 2012, the next two installments became exercisable on March 10, 2013 and March 10, 2014, and the next installment becomes exercisable on March 10, 2015.

(3) This option is exercisable in four equal annual installments. The first installment became exercisable on March 1, 2013, the next installment became exercisable on March 1, 2014, and the next two installments become exercisable on March 1, 2015 and March 1, 2016.

(4) This option is exercisable in four equal annual installments. The first installment became exercisable on March 2, 2014, and the next three installments become exercisable on March 2, 2015, March 2, 2016, and March 2, 2017.

(5) This option is exercisable in four equal annual installments. The first installment becomes exercisable on March 6, 2015, and the next three installments become exercisable on March 6, 2016, March 6, 2017, and March 6, 2018.

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

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