

NOVAVAX INC

Form 3

June 02, 2006

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Â Hall Patricia

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/23/2006

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)

508 LAPP ROAD

(Street)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
 (give title below) (specify below)
 Chief Accounting Officer

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

MALVERN,Â PAÂ 19355

(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 (\$.01 par value)

13,514

D

Â

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

SEC 1473 (7-02)

**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 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)

4. Conversion
 or Exercise
 Price of
 Derivative
 Security

5. Ownership
 Form of
 Derivative
 Security:
 Direct (D)
 or Indirect

6. Nature of Indirect
 Beneficial Ownership
 (Instr. 5)

Date
 Exercisable

Expiration
 Date

Title

Amount or
 Number of

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			Shares		(I) (Instr. 5)		
Option (Right to Buy)	Â <u>(1)</u>	10/27/2014	Common	15,000	\$ 3.98	D	Â
Option (Right to Buy)	Â <u>(1)</u>	05/04/2015	Common	15,000	\$ 1.48	D	Â
Option (Right to Buy)	Â <u>(2)</u>	08/26/2015	Common	15,000	\$ 1.34	D	Â
Option (Right to Buy)	Â <u>(1)</u>	02/17/2006	Common	10,000	\$ 4.6	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hall Patricia 508 LAPP ROAD MALVERN,Â PAÂ 19355	Â	Â	Â Chief Accounting Officer	Â

Signatures

Patricia Hall 05/31/2006

 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) Exercisable as to 1/4 of the shares on each of the first four anniversaries of the date of grant.

(2) 6,000 shares will vest upon completion of two specified strategic initiatives.

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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