
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): October 12, 2017

NOVAVAX, INC.

(Exact name of registrant as specified in charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

0-26770
(Commission File Number)

22-2816046
(I.R.S. Employer
Identification No.)

20 Firstfield Road
Gaithersburg, Maryland 20878
(Address of Principal Executive Offices, including Zip Code)

(240) 268-2000
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 12, 2017, Barclay A. “Buck” Phillips gave notice of his intention to resign as Senior Vice President, Chief Financial Officer and Treasurer of Novavax, Inc. (the “Company”), effective November 10, 2017. From November 10, 2017 until December 31, 2017, Mr. Phillips will provide financial, accounting and transition services as a consultant to the Company for nominal cash consideration and continued vesting in outstanding equity awards. The Company thanks Buck for his many years of service and wishes him well in his new endeavors. Stanley C. Erck, President and Chief Executive Officer of the Company, will serve as interim Chief Financial Officer pending the Company’s recruitment of a new Chief Financial Officer.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press release, dated October 13, 2017

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Novavax, Inc.
(Registrant)

Date: October 13, 2017

By: /s/ John A. Herrmann III
Name: John A. Herrmann III
Title: Senior Vice President, General Counsel and Corporate Secretary

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press release, dated October 13, 2017



Novavax Announces Leadership Change

GAITHERSBURG, Md., October 13, 2017 -- Novavax, Inc., (Nasdaq:NVAX) announced today that Barclay A. "Buck" Phillips has submitted his resignation as Senior Vice President, Chief Financial Officer (CFO) and Treasurer, to pursue an expanded opportunity in the industry. Mr. Phillips will step down effective November 10, 2017, and will provide financial, accounting and transition services as a consultant to Novavax until December 31, 2017. Mr. Erck will act as the interim CFO pending completion of a search for a new Chief Financial Officer.

"Buck has been instrumental in a number of significant Novavax accomplishments, and we thank him for all his contributions over the last four years. We wish him all the best in his new endeavors," said Stanley C. Erck, President and CEO of Novavax.

About Novavax

Novavax, Inc. (Nasdaq:NVAX) is a clinical-stage biotechnology company committed to delivering novel products to prevent a broad range of infectious diseases. Our recombinant nanoparticles and Matrix-M™ adjuvant technology are the foundation for groundbreaking innovation that improves global health through safe and effective vaccines. Additional information about Novavax is available on the Company's website, novavax.com.

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