

NOVAVAX INC  
Form 8-K  
November 14, 2016

**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): November 9, 2016**

**NOVAVAX, INC.**

**(Exact name of registrant as specified in charter)**

**Delaware**

**0-26770**

**22-2816046**

**(I.R.S.  
Employer**

**(State or Other Jurisdiction  
of Incorporation)**

**(Commission File Number) 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))

**Item 2.02. Results of Operations and Financial Condition.**

*Third Quarter Financial Results*

On November 9, 2016, Novavax, Inc. (the “Company”) issued a press release announcing the Company’s financial results for the quarter ended September 30, 2016 and provided an update for investors and presented information relating to its ongoing clinical development programs (the “Investor Presentation”). A copy of the press release and Investor Presentation are attached as Exhibits 99.1 and 99.2 to this Current Report on Form 8-K and incorporated into this Item 2.02 by reference. The Investor Presentation is available on the Company’s website at [www.novavax.com](http://www.novavax.com) under “Investors.”

The information in Items 2.02, and 9.01 of this Form 8-K (including Exhibits 99.1 and 99.2) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act except as expressly set forth by specific reference in such a filing.

***Cautionary Note Regarding Forward-Looking Statements.*** The press release and Investor Presentation contain forward-looking statements that involve certain risks and uncertainties that could cause actual results to differ materially from those expressed or implied by these statements. Please refer to the cautionary notes contained in the press release Investor Presentation regarding these forward-looking statements.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b><u>Description</u></b>
99.1	

Press release, dated November 9, 2016, regarding the Company's financial results for the quarter ended September 30, 2016.

99.2 Investor Presentation of Novavax, Inc

**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: November 14, 2016 By: /s/ John A. Herrmann III  
Name: John A. Herrmann III  
Title: Senior Vice President, General Counsel and Corporate Secretary

**EXHIBIT INDEX**

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