

NOVAVAX INC  
Form 8-K  
March 14, 2014

**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): March 10, 2014**

**NOVAVAX, INC.**

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

|                                     |                                 |                    |
|-------------------------------------|---------------------------------|--------------------|
| <b>Delaware</b>                     | <b>0-26770</b>                  | <b>22-32816046</b> |
| <b>(State or Other Jurisdiction</b> | <b>(Commission File Number)</b> | <b>(I.R.S.</b>     |
| <b>of Incorporation)</b>            |                                 | <b>Employer</b>    |

**Identification  
No.)**

**20 Firstfield Road**

**Gaithersburg, Maryland 20878**

**(Address of Principal Executive Offices, including Zip Code)**

**(781) 860-8660**

**(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.**

*Fourth Quarter Financial Results*

On March 10, 2014, Novavax, Inc. (“Novavax” and, collectively with its subsidiary, the “Company”) issued a press release announcing Novavax’s financial results for the quarter ended December 31, 2013. A copy of this press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information in Items 2.02 and 9.01 of this Form 8-K (including Exhibit 99.1) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (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 or the Exchange Act except as expressly set forth by specific reference in such a filing.

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

(d)

Exhibits

**Exhibit No. Description**

|      |   |
|------|---|
| 99.1 | Press release, dated March 10, 2014, regarding Novavax’s financial results for the quarter ended December 31, 2013. |
|------|---|

**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: March 14, 2014    By:    /s/ John A. Herrmann III  
Name: John A. Herrmann III  
          Vice President, General  
Title: Counsel and Corporate  
          Secretary

**EXHIBIT INDEX**

**Exhibit No. Description**

|      |  |
|------|--|
| 99.1 | Press release,<br>dated March<br>10, 2014,<br>regarding<br>Novavax's<br>financial<br>results for the<br>quarter ended<br>December 31,<br>2013. |
|------|--|