

NOVAVAX INC
Form 424B3
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NOVAVAX, INC.

SUPPLEMENT NO. 1 DATED October 24, 2002
TO PROSPECTUS DATED January 14, 2002

This Supplement contains information relating to the table under the caption Selling Stockholders in our January 14, 2002 prospectus.

Mr. William E. Georges has transferred shares of our common stock to WEG Partners, L.P. As a result of this transaction, the disclosures concerning Selling Stockholders is updated by amending the information as to William E. Georges as Selling Stockholder and including WEG Partners, L.P. as follows:

| Name of Selling Stockholder | Shares Beneficially Owned Prior to Offering | | Number of Shares Being Offered | Shares Beneficially Owned After Offering | |
|-----------------------------|---|---------|--------------------------------------|--|---------|
| | Number | Percent | | Number | Percent |
| William E. Georges (1) | 133,409 | * | 66,743 | 66,666 | * |
| WEG Partners, L.P. | 400,000 | 1.6 | 283,232 | 116,768 | * |

- (1) William E. Georges is currently Senior Vice President of Fielding, a wholly owned subsidiary of Novavax. Includes 66,666 shares issuable to Mr. Georges pursuant to options exercisable within 60 days.