

NOVAVAX INC  
Form 424B3  
July 26, 2001

Filed pursuant to Rule 424(b)(3)  
File No. 333-32142

NOVAVAX, INC.

SUPPLEMENT NO. 1 DATED JULY 26, 2001  
TO PROSPECTUS DATED January 12, 2001

This Supplement contains information relating to the table under the caption **Selling Stockholders** in our January 12, 2001 prospectus.

Certain Selling Shareholders, as listed below, have reallocated the number of shares offered by them in this prospectus, therefore the disclosures concerning these Selling Stockholders are updated as follows:

| Name of Selling Stockholder                                                             | Shares Beneficially |         | Being Offered | Shares Beneficially |         |
|-----------------------------------------------------------------------------------------|---------------------|---------|---------------|---------------------|---------|
|                                                                                         | Owned Prior to      |         |               | Owned After         |         |
|                                                                                         | Offering            |         |               | Offering            |         |
|                                                                                         | Number              | Percent |               | Number              | Percent |
| William E. Georges (2)                                                                  | 714,702             | 2.9     | 428,821       | 285,881             | 1.1     |
| Melissa E. Georges                                                                      |                     |         |               |                     |         |
| (3)714,7022.9428,821285,8811.1Credit Shelter Trust                                      |                     |         |               |                     |         |
| A357,3511.5214,411142,940*of the George P. Georges Revocable TrustJohn P. Gauthier, Jr. |                     |         |               |                     |         |
| (4)262,8731.1157,724105,149*Joe D. Ducharme                                             |                     |         |               |                     |         |
| (5)262,8731.1157,724105,149*                                                            |                     |         |               |                     |         |