NOVAVAX INC Form 4/A September 06, 2005

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

subject to Section 16. Form 4 or Form 5 obligations may continue.

if no longer

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * SJ STRATEGIC INVESTMENTS LLC (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

NOVAVAX INC [NVAX]

(Check all applicable)

340 EDGEMONT AVE, SUITE 500

3. Date of Earliest Transaction (Month/Day/Year)

Director Officer (give title below)

10% Owner _ Other (specify

08/31/2005

6. Individual or Joint/Group Filing(Check

Applicable Line)

Form filed by One Reporting Person _X_ Form filed by More than One Reporting

Person

(State)

(Zip)

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 09/02/2005

BRISTOL, TN 37620

(City)

Table I - Non-Derivative	Committee A comined	Diamond of a	m Danafiaially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securitie or Disposed (Instr. 3, 4	d of (Ľ))	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
COMMON STOCK	08/31/2005(2)		S	605,000	D	\$ 1.5976	5,167,339	D (1)	
COMMON STOCK	09/01/2005		S	557,200	D	\$ 1.5647	4,610,139	D (1)	
COMMON STOCK	09/02/2005		S	608,639	D	\$ 1.4108	4,001,500	D (1)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Title and Amount of Underlying Securities (Instr. 3 and	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Amou or Title Numb of Share	ber	

Reporting Owners

Reporting Owner Name / Address	Relationships				
Fg	Director	10% Owner	Officer	Other	
SJ STRATEGIC INVESTMENTS LLC 340 EDGEMONT AVE SUITE 500 BRISTOL, TN 37620		X			
GREGORY JOHN M 340 EDGEMONT AVE SUITE 500 BRISTOL, TN 37620		X			

Signatures

MEMBER		
	**Signature of Reporting Person	Date
JOHN M GREGORY		09/06/2005
	**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) All securities are owned directly by SJ Strategic Investments LLC ("SJSI"). John M. Gregory is the managing member of SJSI and as such, may be deemed to have voting and dispositive power over all securities.
- (2) Correction of Transaction Date in original filing.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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