



DIVISION OF
CORPORATION FINANCE

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

April 19, 2011

Frederick W. Driscoll
Vice President, Chief Financial Officer
and Treasurer
Novavax, Inc.
9920 Belward Campus Drive
Rockville, MD 20850

Re: Novavax, Inc.
Form 10-K for the Fiscal Year Ended December 31, 2009
Filed March 16, 2010
File No. 000-26770

Dear Mr. Driscoll:

We have completed our review of your filing and do not have any further comments at this time.

Sincerely,

Joel Parker
Accounting Branch Chief