

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.4)

NOVAVAX, INC.

(Name of Issuer)

COMMON STOCK, \$.01 PAR VALUE

(Title of Class of Securities)

670002 10 4

(CUSIP Number)

Check the following box if a fee is being paid with this statement. [] (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

(CONTINUED ON FOLLOWING PAGES)

PAGE 1 OF 13 PAGES

THE EXHIBIT APPEARS ON PAGE 11

CUSIP NO. 670002 10 4

(1) Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
Charles B. Ganz

(2) Check the Appropriate Row if a Member of a Group
(a) -----
(b)

(3) SEC Use Only -----

(4) Citizenship or Place of Organization U.S.A. -----

Number of Shares Beneficially Owned by Each Reporting Person

(5) Sole Voting Power 721,968* -----

(6) Shared Voting Power 0 -----

(7) Sole Dispositive Power 721,968* -----

Person With

(8) Shared Dispositive Power 0 -----

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
721,968* -----

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares -----

(11) Percent of Class Represented by Amount in Row (9) 7.26% -----

(12) Type of Reporting Person IN -----

*The Reporting Person disclaims beneficial ownership of these shares. See Item 4.

PAGE 2 OF 13 PAGES

3

CUSIP NO. 670002 10 4

(1) Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
Ganz Capital Management, Inc. -----

(2) Check the Appropriate Row if a Member of a Group
(a) -----
(b) -----

(3) SEC Use Only -----

(4) Citizenship or Place of Organization Delaware -----

Number of Shares Beneficially Owned by Each Reporting Person

(5) Sole Voting Power 630,768 -----

Beneficially			
Owned by Each	(6)	Shared Voting Power	0
Reporting			-----
	(7)	Sole Dispositive Power	630,768

Person With	(8)	Shared Dispositive Power	0

(9)	Aggregate Amount Beneficially Owned by Each Reporting Person		
			630,768

(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares		
		*	-----
(11)	Percent of Class Represented by Amount in Row (9)		6.35%

(12)	Type of Reporting Person	IA	-----

*See Item 4, and the notes thereto.

4

CUSIP NO. 670002 10 4

(1)	Name of Reporting Person		
	S.S. or I.R.S. Identification No. of Above Person		
	The Probitas Fund, L.P.		
(2)	Check the Appropriate Row if a Member of a Group		
	(a)	-----	
	(b)	-----	
(3)	SEC Use Only		

(4)	Citizenship or Place of Organization	Delaware	-----
Number of	(5)	Sole Voting Power	52,900
Shares Bene-			-----
ficially	(6)	Shared Voting Power	0
Owned by Each			-----
Reporting	(7)	Sole Dispositive Power	52,900

Person With	(8)	Shared Dispositive Power	0

(9)	Aggregate Amount Beneficially Owned by Each Reporting Person		
			52,900

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares *

(11) Percent of Class Represented by Amount in Row (9) 0.53%

(12) Type of Reporting Person PN

*See Item 4, and the notes thereto.

PAGE 4 OF 13 PAGES

5

CUSIP NO. 670002 10 4

(1) Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
The Probitas Offshore Fund, L.P.

(2) Check the Appropriate Row if a Member of a Group
(a) -----
(b) -----

(3) SEC Use Only

(4) Citizenship or Place of Organization Cayman Islands

Number of	(5) Sole Voting Power	38,300
Shares Bene		-----
ficially-	(6) Shared Voting Power	0
Owned by Each		-----
Reporting	(7) Sole Dispositive Power	38,300

Person With	(8) Shared Dispositive Power	0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
38,300

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares *

(11) Percent of Class Represented by Amount in Row (9) 0.39%

(12) Type of Reporting Person PN

*See Item 4, and the notes thereto.

PAGE 5 OF 13 PAGES

6

(1) Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
Probitas Advisors, Inc.

(2) Check the Appropriate Row if a Member of a Group
(a) -----
(b) -----

(3) SEC Use Only -----

(4) Citizenship or Place of Organization Delaware

Number of	(5) Sole Voting Power	91,200
Shares Beneficially-		
Owned by Each	(6) Shared Voting Power	0
Reporting		
	(7) Sole Dispositive Power	91,200
Person With	(8) Shared Dispositive Power	0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person
91,200

(10) Check if the Aggregate Amount in Row (9) Excludes Certain
Shares *

(11) Percent of Class Represented by Amount in Row (9) 0.92%

(12) Type of Reporting Person CO

*See Item 4, and the notes thereto.

ITEM 1 (A). NAME OF ISSUER

The Issuer is NOVAVAX, INC.. ("NOX").

ITEM 1 (B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

The Issuer's principal executive offices are located at 12601 Twinbrook Parkway, Rockville, Maryland 20852.

ITEM 2 (A). NAME OF PERSONS FILING

This Schedule 13G is being filed on behalf of Charles B. Ganz ("Ganz"), Ganz Capital Management, Inc. ("GCM"), The Probitas Fund, L.P. (the "Fund"), Probitas Advisors, Inc. ("Advisors") and The Probitas Offshore Fund, L.P. ("Offshore

Fund").

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE,
RESIDENCE

The principal business office of Ganz, GCM, the Fund and Advisors is 2875 N.E. 191st Street, Penthouse I, North Miami Beach, Florida 33180. The principal business office of Offshore Fund is British American Centre, P.O. Box 513 GT, Dr. Roy's Drive, George Town, Grand Cayman, Cayman Islands, British West Indies.

ITEM 2(C). CITIZENSHIP

Ganz is a United States citizen. GCM and Advisors are Delaware corporations. The Fund is a Delaware limited partnership. Offshore Fund is a Cayman Islands limited partnership.

ITEM 2(D). TITLE OF CLASS OF SECURITIES

This Statement relates to the Common Stock, par value \$.01 per share (the "Common Stock"), of NOX.

ITEM 2(E). CUSIP NO.

NOX's CUSIP No. is 670002 10 4.

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A

PAGE 7 OF 13 PAGES

8

(a) Broker or Dealer registered under Section 15 of the Act

(b) Bank as defined in Section 3(a)(6) of the Act

(c) Insurance Company as defined in Section 3(a)(19) of the Act

(d) Investment Company registered under Section 8 of the Investment Company Act

(e) Investment Adviser registered under Section 203 of the Investment Adviser Act of 1940

(f) Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or an Endowment Fund; see Rule 13d-1(b)(1)(ii)(F)

(g) Parent Holding Company, in accordance with Rule 13d-1(b)(1)(ii)(G) (Note: See Item 7)

(h) Group, in accordance with Rule 13d-1(b)(1)(ii)(H)

ITEM 4. OWNERSHIP

SEE ATTACHED SPREADSHEET, LABELED EXHIBIT A (PAGE 11 OF 13), FOR A LISTING OF OWNERSHIP.

(1) The Reporting Person disclaims beneficial ownership with respect to these shares.

(2) Due to the fact that GCM, Advisors, the Fund and Offshore Fund are under common control, GCM may be deemed to beneficially own the 52,900 shares owned of record by the Fund and the 38,300 owned by Offshore Fund. The Reporting Person disclaims beneficial ownership with respect to these shares.

(3) Due to the fact that GCM, Advisors and the Fund are under common control, Advisors, the Fund and Offshore Fund may be deemed to beneficially own the 630,768 shares owned of record by GCM. The Reporting Persons disclaim beneficial ownership with respect to these shares.

PAGE 8 OF 13 PAGES

9

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this Statement is being filed to report the fact that as of the date hereof the Reporting Person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

GCM is a registered investment adviser, investing and managing funds for its clients, which include individuals, employee benefit plans, corporations, limited partnerships, charitable foundations and trusts. GCM beneficially owns 6.35% of NOX's issued and outstanding shares of Common Stock, on behalf of its clients, in separate accounts established for each client. Each client owns his, her or its account, and thereby has the right to receive and the power to direct the receipt of dividends, if any, from the Common Stock.

Advisors is a registered investment adviser, investing and managing funds for its clients, which include individuals, employee benefit plans, corporations, limited partnerships, charitable foundations and trusts. Advisors beneficially owns 0.92% of NOX's issued and outstanding shares of Common Stock, on behalf of their clients, in separate accounts established for each client. Each client owns his, her or its account, and thereby has the right to receive and the power to direct the receipt of dividends, if any, from the Common Stock.

The Fund and Offshore Fund are limited partnerships established in Delaware and the Cayman Islands respectfully. Fund and Offshore Fund are clients of Advisors, a registered investment adviser. Fund and Offshore Fund are authorized to invest in any class or type of security or other investment. Advisors acts as General Partner for Fund and as Investment General Partner for Offshore Fund. Fund beneficially owns 0.53% of NOX's issued and outstanding common stock. Offshore Fund beneficially owns 0.39 % of NOX's issued and outstanding common stock.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

10

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

11

EXHIBIT A

REPORTING PERSON	AMOUNT		PERCENT OF		POWER TO VOTE		POWER TO DISPOSE	
	BENEFICIALLY OWNED		CLASS		SOLE	SHARED	SOLE	SHARED
Charles B. Ganz	721,968	(1)	7.26%	(2)	721,968	0	721,968	0
Ganz Capital Management, Inc.	630,768	(1)	6.35%	(2)	630,768	0	630,768	0

Probitas Advisors, Inc.	91,200	(1)	0.92%	(2)	91,200	0	91,200	0
The Probitas Fund, L.P.	52,900	(1)	0.53%	(2)	52,900	0	52,900	0
The Probitas Offshore Fund, L.P.	38,300	(1)	0.39%	(2)	38,300	0	38,300	0
	=====		===		=====		=====	

- (1) The reporting person disclaims beneficial ownership of these shares.
(2) Calculated on the basis of 9,937,936 shares outstanding as of 12/31/96

PAGE 11 OF 13 PAGES

12

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

January 17, 1997

/s/ Charles B. Ganz

CHARLES B. GANZ

GANZ CAPITAL MANAGEMENT, INC.

By: /s/ Charles B. Ganz

Charles B. Ganz, President

THE PROBITAS FUND, L.P.

By: Probitas Advisors, Inc.,
General Partner

By: /s/ Charles B. Ganz

Charles B. Ganz, President

PROBITAS ADVISORS, INC.

By: /s/ Charles B. Ganz

Charles B. Ganz, President

PAGE 12 OF 13 PAGES

13

EXHIBIT A

AGREEMENT TO FILE JOINT SCHEDULE 13G

Pursuant to Rule 13d-1(f)(i), the undersigned hereby consent to the joint filing of a single statement on their behalf.

January 17, 1997

/s/ Charles B. Ganz

CHARLES B. GANZ

GANZ CAPITAL MANAGEMENT, INC.

By: /s/ Charles B. Ganz

Charles B. Ganz, President

THE PROBITAS FUND, L.P.

By: Probitas Advisors, Inc.,
General Partner

By: /s/ Charles B. Ganz

Charles B. Ganz, President

PROBITAS ADVISORS, INC.

By: /s/ Charles B. Ganz

Charles B. Ganz, President

PAGE 13 OF 13 PAGES