

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Kanesa-athan Niranjan</u>			2. Issuer Name and Ticker or Trading Symbol <u>Icosavax, Inc. [ICVX]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) <u>Chief Medical Officer</u> Other (specify below) _____		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>01/04/2023</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
C/O ICOSAVAX, INC. 1930 BOREN AVE., SUITE 1000			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)			Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					
SEATTLE	WA	98101						
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/04/2023		M		13,806	A	\$0.84	237,786	D	
Common Stock	01/04/2023		M		74,648	A	\$1.04	312,434	D	
Common Stock	01/04/2023		M		11,947	A	\$5.9	324,381	D	
Common Stock	01/04/2023		M		5,972	A	\$15	330,353	D	
Common Stock	01/04/2023		S		106,373	D	\$15.7038 ⁽¹⁾	223,980	D	

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$0.84	01/04/2023		M			13,806	(2)	08/06/2030	Common Stock	13,806	\$0.00	2,511	D	
Stock Option (Right to Buy)	\$1.04	01/04/2023		M			74,648	(3)	01/28/2031	Common Stock	74,648	\$0.00	42,193	D	
Stock Option (Right to Buy)	\$5.9	01/04/2023		M			11,947	(4)	04/11/2031	Common Stock	11,947	\$0.00	108,369	D	
Stock Option (Right to Buy)	\$15	01/04/2023		M			5,972	(5)	07/27/2031	Common Stock	5,972	\$0.00	118,528	D	

Explanation of Responses:

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.70 to \$15.78. The Reporting Person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 25% of the shares subject to the option vested on April 1, 2021, and 1/48th of the shares subject to the option vest monthly thereafter.
- 25% of the shares subject to the option vested on January 14, 2022, and 1/48th of the shares subject to the option vest monthly thereafter.
- 25% of the shares subject to the option vested on March 19, 2022, and 1/48th of the shares subject to the option vest monthly thereafter.
- 1/48th of the shares subject to the option vest monthly following July 28, 2021, the vesting commencement date.

Remarks:

/s/ Elizabeth Bekiroglu,
Attorney-in-Fact

01/05/2024

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.