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Sent: Friday, February 26, 2021 11:01:31 AM
To: Arnaldo Correia de Medeiros <arnaldo.medeiros@saude.gov.br>; Flavio Werneck Noce Dos Santos <flavio.werneck@saude.gov.br>
Cc: COVAX Facility <covax@Gavi.org>; Daniel Thornton <dthornton@gavi.org>
Subject: Window 1 Opening NOVAVAX _Brazil

Dear Flavio and Arnaldo,

As mentioned in the email with the allocation, and following the Memorandum of Understanding signed with [NOVAVAX](#) I am pleased to inform you that today 26th February 2021 marks the opening of Purchase Opportunity "Window 1" for the Novavax NVX-CoV2373 vaccine candidate.

This "Window 1" will be open until **12th March 2021. If you wish to opt-out during "Window 1" please submit a Non-Participation Notice to covax@gavi.org by 23:59 CET on 12th March 2021.**

Please find attached an information pack including technical characteristics of the vaccine, clinical and regulatory strategies, and indicative deal terms with COVAX, as well as an Annex with all publications and relevant press releases to guide your decision making.

First opt-out window for vaccine candidates

Window 1 occurs before the Facility signs an Advance Purchase Agreement (APA) with the relevant manufacturer. If you wish to opt-out of purchasing doses of this vaccine candidate, please notify the COVAX Facility by completing a Non-Participation Notice as set out in Schedule 2 of the Commitment Agreement, attached in Word for ease.

If you decide to opt-out, you will not be issued any potential options ("Window 2") to procure doses of Novavax NVX-CoV2373 vaccine candidate. The decision to opt-out at window 1 cannot be changed at a later stage.

If you do not wish to opt-out and you wish to participate in this deal, no further action is required. In this case, you will receive your pro-rata share of doses - total allocation of doses of a specific vaccine - from these manufacturers in line with the WHO [allocation model](#).

Next Step: Second opt-out window

Following the signing of the Advance Purchase Agreement with NOVAVAX, we will open the Purchase Option "Window 2" for that manufacturer. The Window 2 purchase option will be offered to Participants that have not opted-out and chose to participate in this deal, at Window 1.

At the opening of Window 2 we will share the following information:

- Updated information pack
- Price per dose of the relevant candidate
- Your country's pro-rata share of doses of the relevant candidate
- Total Purchase value for the relevant candidate based on your pro-rata share
- Upfront payment required by the relevant manufacturer. Note that pursuant to Clause 4.1(e) of the Commitment Agreement and paragraph 10 of the Terms and Conditions, the Participant will not be entitled to its Prepaid Doses if it delivers a Non-Exercise Notice to Gavi "opts out at Window 2". In

this situation, the Facility will not refund the participant's share of the upfront payment that was made to the manufacturer.

For further information please refer to the [Options Explainer](#). With the progression of negotiations with other candidates in the COVAX Facility portfolio, it is also likely that COVAX will open Window 1 for the J&J (Janssen) Ad26COV2.S vaccine candidate in the coming weeks.

Please let me know if you have any questions.

Thank you and kindly,

Yoshi Nagamine

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