

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>Sanofi</u> (Last) (First) (Middle) <u>54, RUE LA BOETIE</u> (Street) <u>PARIS 10 75008</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>07/28/2021</u>	3. Issuer Name and Ticker or Trading Symbol <u>Icosavax, Inc. [ICVX]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A-1 Preferred Stock (par value, \$0.0001)	(1)	(1)	Common Stock	3,003,224	0.00	I	Through its wholly-owned subsidiary, Aventis, Inc. ⁽²⁾
Series B-1 Preferred Stock (par value, \$0.0001)	(1)	(1)	Common Stock	85,278	0.00	I	Through its wholly-owned subsidiary, Aventis, Inc. ⁽²⁾

Explanation of Responses:

1. The shares of Series A-1 Preferred Stock and Series B-1 Preferred Stock are convertible, at any time at the holder's election, to shares of the Issuer's Common Stock, as shown in Column 3, at a ratio of 4.1557-for-1. In addition, effective immediately prior to the closing of the Issuer's initial public offering of its Common Stock, each share of Series A-1 Preferred Stock and Series B-1 Preferred Stock will automatically convert to shares of the Issuer's Common Stock at a ratio of 4.1557-for-1 as shown in Column 3. The Series A-1 Preferred Stock and Series B-1 Preferred Stock have no expiration date.

2. Sanofi is the beneficial owner of 3,003,224 Shares of Series A-1 Preferred Stock and 85,278 Shares of Series B-1 Preferred Stock of the Issuer through its wholly owned subsidiary, Aventis, Inc.

Remarks:

/s/ Alexander Roger, Head of Securities Law and Capital Markets 07/28/2021

** 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 5 (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.