

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK 0001839038
Filer CCC XXXXXXXXX
Is this a LIVE or TEST Filing? LIVE TEST

Submission Contact Information

Name
Phone
E-Mail Address

144: Issuer Information

Name of Issuer VAXXINITY, INC.
SEC File Number 001-41058
Address of Issuer 505 Odyssey Way
Merritt Island
FLORIDA
32953
Phone (254) 244-5739
Name of Person for Whose Account the Securities are To Be Sold COVAXX PML SPV 3 LP

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer 10% Stockholder

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
Common	Morgan Stanley Smith Barney LLC Executive Financial Services 1 New York Plaza 38th Floor New York NY 10004	141	225.68	112870912	09/14/2023	NASDAQ

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the	Date you	Nature of	Name of	Is	Date	Amount of	Date of	Nature of
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Class	Acquired	Acquisition Transaction	Person from Whom Acquired	this a Gift?	Donor Acquired	Securities Acquired	Payment	Payment *
Common	12/23/2020	Private Acquisition from Issuer/Affiliate	Issuer	<input type="checkbox"/>		141	12/23/2020	Cash

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
COVAXX PML SPV 2 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/13/2023	267	427.00
COVAXX PML SPV 1 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/13/2023	660	1057.00
PRIME MOVERS LAB FUND I, LP 505 Odyssey Way Merritt Island FL 32953	Common	09/13/2023	2802	4488.00
PRIME MOVERS GROWTH FUND I LP 505 Odyssey Way Merritt Island FL 32953	Common	09/13/2023	1156	1851.00
COVAXX PML SPV 3 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/13/2023	471	754.45
COVAXX PML SPV 2 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/12/2023	2367	3940.00
COVAXX PML SPV 1 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/12/2023	5844	9727.00
PRIME MOVERS LAB FUND I, LP 505 Odyssey Way Merritt Island FL 32953	Common	09/12/2023	24803	41299.00
PRIME MOVERS GROWTH FUND I LP 505 Odyssey Way Merritt Island FL 32953	Common	09/12/2023	10231	17030.00
COVAXX PML SPV 3 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/12/2023	4169	6939.72
COVAXX PML SPV 2 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/11/2023	5420	9514.00
COVAXX PML SPV 1 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/11/2023	13381	23489.00
PRIME MOVERS LAB FUND I, LP 505 Odyssey Way Merritt Island FL 32953	Common	09/11/2023	56791	99690.00

PRIME MOVERS GROWTH FUND I LP 505 Odyssey Way Merritt Island FL 32953	Common	09/11/2023 23425	41120.00
COVAXX PML SPV 3 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/11/2023 9546	16757.05
COVAXX PML SPV 2 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/08/2023 2395	3999.00
COVAXX PML SPV 1 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/08/2023 5911	9871.00
PRIME MOVERS LAB FUND I, LP 505 Odyssey Way Merritt Island FL 32953	Common	09/08/2023 25089	41898.00
PRIME MOVERS GROWTH FUND I LP 505 Odyssey Way Merritt Island FL 32953	Common	09/08/2023 10349	17282.00
COVAXX PML SPV 3 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/08/2023 4217	7042.39
COVAXX PML SPV 2 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/07/2023 1939	3465.00
COVAXX PML SPV 1 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/07/2023 4786	8553.00
PRIME MOVERS LAB FUND I, LP 505 Odyssey Way Merritt Island FL 32953	Common	09/07/2023 20312	36301.00
PRIME MOVERS GROWTH FUND I LP 505 Odyssey Way Merritt Island FL 32953	Common	09/07/2023 8378	14973.00
COVAXX PML SPV 3 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/07/2023 3413	6099.71
COVAXX PML SPV 2 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/06/2023 507	954.00
COVAXX PML SPV 1 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/06/2023 1251	2354.00
PRIME MOVERS LAB FUND I, LP 505 Odyssey Way Merritt Island FL 32953	Common	09/06/2023 5308	9991.00
PRIME MOVERS GROWTH FUND I LP 505 Odyssey Way Merritt Island FL 32953	Common	09/06/2023 2189	4120.00
COVAXX PML SPV 3 LP 505 Odyssey Way Merritt Island FL 32953	Common	09/06/2023 892	1679.01

144: Remarks and Signature

Remarks

Date of Notice

09/14/2023

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

/s/ Dakin Sloss

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)