FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549

or Section 30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL									
OMB Number: 3235-0									
Estimated average	burden								
hours per response	e: 0.5								

Name and Address of Reporting Person* Wheadon David E.					2. Issuer Name and Ticker or Trading Symbol Vaxart, Inc. [VXRT]								(Ch	Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
`	,	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 06/26/2023									Officer	(give title				
C/O VAXART, INC. 170 HARBOR WAY, SUITE 300					4. If Amendment, Date of Original Filed (Month/Day/Year)								Line	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person					
(Street) SOUTH SAN CA 94080															Form filed by More than One Reporting Person				
FRANCISCO CAT 54000					Rule 10b5-1(c) Transaction Indication														
(S	tate)	(Zip)																	
	Tab	le I - Noi	n-Deriv	ative	Se	curities	s Ac	quired, C	Disp	osed o	of, or E	Bene	eficial	ly Owne	d				
Date					Execution I ay/Year) if any			Code (In	ansaction Dispose					Securiti Benefic Owned	es ally Following	Form (D) o	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership	
									v	Amount	unt (A)		Price	Transac	tion(s)			(Instr. 4)	
Common Stock 06/26/						2023		A		7,375	7,375 ⁽¹⁾ A		\$0	14	14,750		D		
	T													Owned					
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution if any	Date,	Transaction Code (Instr.				6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficial Owned Following Reported	Owners Form: Direct (or Indir (I) (Inst	Ownership	Beneficial Ownership ct (Instr. 4)	
				Code	v	(A) (D)		Date Exercisable			Title	OI Ni Of	r umber f						
\$0.74	06/26/2023			A		44,224		(2)	06	6/26/2033			4,224	\$0	44,224	4	D		
	(FIXART, INC RBOR WAY SAN ISCO (S Security (Ins Stock	(First) XART, INC. RBOR WAY, SUITE 300 SAN ISCO (State) Tab Security (Instr. 3) Stock 7 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year)	(First) (Middle) XART, INC. RBOR WAY, SUITE 300 SAN (State) (Zip) Table I - Nor Security (Instr. 3) Stock Table II - Conversion or Exercise Price of Derivative Security Security Security A. Deeme Execution if any (Month/Day/Year) (Month/Day/Year)	(First) (Middle) XART, INC. RBOR WAY, SUITE 300 SAN (State) (Zip) Table I - Non-Derive (Month/L) Stock Table II - Derivative (e.g., p) 2. Transaction Date (Month/Day/Year) Or Exercise Price of Derivative Security Security (Month/Day/Year)	On David E. (First) (Middle) XART, INC. RBOR WAY, SUITE 300 SAN (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Table II - Derivative Security 2. Transaction Date (e.g., puts, comparison of Exercise Price of Derivative Security A Table II - Derivative Security A Transaction Date (Month/Day/Year) A Transaction Date (if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 3)	Code Value Code Code Value Code Code Value Code Code	Vaxart, Inc. (First) (Middle) XART, INC. RBOR WAY, SUITE 300 SAN (State) (Zip) Table I - Non-Derivative Securities Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warr Conversion or Exercise Price of Derivative Security Security 3. Date of Earlies 06/26/2023 4. If Amendment, Check this box satisfy the affir 2A. Deemed Execution if any (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) At Transaction Code (Instr. 8) Stock Code V (A) Code V (A)	Vaxart, Inc. [VX 3. Date of Earliest Trans 06/26/2023 4. If Amendment, Date of SAN ISCO SAN ISCO (State) (Zip) Table I - Non-Derivative Securities Act (Month/Day/Year) Stock Table II - Derivative Securities Act (e.g., puts, calls, warrants 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities Acq (e.g., puts, calls, warrants 2. Conversion or Exercise Price of Derivative Securities Acq (Month/Day/Year) Stock Table II - Derivative Securities Acq (e.g., puts, calls, warrants 4. Transaction Code (instr. 8) 5. Number of Derivative Securities Acq (if any (Month/Day/Year) Code (v) (instr. 3, 4 and 5) Code V (A) (D)	Vaxart, Inc. [VXRT] (First) (Middle) XART, INC. RBOR WAY, SUITE 300 SAN (State) (Zip) Table I - Non-Derivative Securities Acquired, Execution Date, (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, Execution Date, (Month/Day/Year) Table II - Derivative Securities Acquired, Diagrae (Month/Day/Year) Table II - Derivative Securities Acquired, Diagrae (Month/Day/Year) Security (Month/Day/Year) A Deemed Execution Date, if any (Month/Day/Year) Code (Instr. 3) Table II - Derivative Securities Acquired, Diagrae (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercisable	San San	Vaxart, Inc. [VXRT] 3. Date of Earliest Transaction (Month/Day/Year) 06/26/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) 06/26/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) 06/26/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) 06/26/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) 06/26/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) 06/26/2023 4. If Amendment, Date of Original Filed (Month/Day/Year) 06/26/2023 Table I - Non-Derivative Securities Acquired, Disposed of Quegrant of Code (Instr. Quegrant) 06/26/2023 Table II - Derivative Securities Acquired, Disposed of Quegrant o	SART, INC. SAR	SART, INC. RBOR WAY, SUITE 300	Vaxart, Inc. Vaxa	Vaxart, Inc. Vaxa	Vaxart, Inc. [VXRT] 3. Date of Earliest Transaction (Month/Day/Year) of Officer (give title below) XART, INC. RBOR WAY, SUITE 300 SAN CA 94080 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Fary (Month/Day/Year) (P.)) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Code (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Code (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4) Table II - Derivative Securities (Month/Day/Year) Table II - Derivative Security (Instr. 3)	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan to satisfy the affirmative defense conditions of Rule 10b5-1(c) See instruction 10. Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan to satisfy the affirmative defense conditions of Rule 10b5-1(c) See instruction 10. Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan to satisfy the affirmative defense conditions of Rule 10b5-1(c) See instruction 10. Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan to satisfy the affirmative defense conditions of Rule 10b5-1(c) See instruction 10. Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan to satisfy the affirmative defense conditions of Rule 10b5-1(c) See instruction 10. Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan to satisfy the affirmative defense conditions of Rule 10b5-1(c) See instruction 10. Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan to a	On David E. Vaxart, Inc. [VXRT] Comments Vaxart, Inc. [VXRT] Comments Vaxart, Inc. [VXRT] Subject Comments Vaxart, Inc. [VXRT] Comments Vaxart, Inc. [VXRT] Subject Comments Vaxart, Inc. [VXRT] Comments Vaxart, Inc. [VXR	

- 1. Grant of shares upon vesting of restricted stock units. The shares underlying the award shall vest on the earlier of the date immediately prior of the 2024 annual meeting of stockholders of the Issuer and June 26, 2024, the first anniversary date of the grant.
- 2. The shares subject to this option shall vest on the earlier of the date immediately prior of the 2024 annual meeting of stockholders of the Issuer and June 26, 2024, the first anniversary of the date of the grant.

/s/ Edward Berg, Attorney-in-Fact for David Wheadon ** Signature of Reporting Person

08/01/2023 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.