SEC Form 4

X

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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

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

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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
(City)	(State)	(Zip)			Form filed by More th Person	an One Reporting				
(Street) PRINCETON	NJ	08540	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Fili Form filed by One Re	porting Person				
(Last) 305 COLLEGE	(First) ROAD EAST	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/30/2014	X	Officer (give title below) Chief Scientifi	Other (specify below) c Officer				
1. Name and Addre	1 0	erson*	2. Issuer Name and Ticker or Trading Symbol <u>Advaxis, Inc.</u> [ADXS]		tionship of Reporting Pe all applicable) Director	10% Owner				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)			ction Instr.	4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	09/30/2014		Α		554 ⁽¹⁾	Α	\$3.36	113,598	D	
Common Stock	09/30/2014		F		75 ⁽²⁾	D	\$3.36	113,523	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. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			ate	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)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The reporting person voluntarily agreed to use a percentage of his base salary to purchase restricted shares of the issuer. Shares are purchased monthly using the closing price of the last trading day of the month.

2. Represents shares forfeited by the reporting person in order to pay withholding taxes associated with the stock issuance.

/s/ Daniel O'Connor, as

attorney-in-fact for Robert Petit

** Signature of Reporting Person Date

10/01/2014

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.