SEC Form 4	
------------	--

# 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

OMB APPRC	VAL
OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5

1 I. Nume and Address of Reporting Leson			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Advaxis, Inc.</u> [ ADXS ]		ationship of Reporting P ( all applicable) Director	10% Owner
(Last) 305 COLLEGE	(First) ROAD EAST	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/29/2016	X	Officer (give title below) Chief Scientif	Other (specify below) ic Officer
(Street) PRINCETON, (City)	NJ (State)	08540 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Fi Form filed by One R Form filed by More th Person	eporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)				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)		(1130.4)
Common Stock	01/29/2016		A		322 <sup>(1)</sup>	A	<b>\$6.82</b>	133,806	D	
Common Stock	01/29/2016		F		150 <sup>(2)</sup>	D	\$6.82	133,656	D	
Common Stock	01/29/2016		S		<b>3,099</b> <sup>(3)</sup>	D	<b>\$6.88</b> <sup>(4)</sup>	130,557	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)		of Deriv Secur Acqu (A) or Dispo of (D) (Instr	Derivative (Month/Day/Year) Securities Acquired (A) or Disposed		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Amount of Derivative Securities Security Underlying (Instr. 5) Derivative Security (Instr. 3		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect 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 purchases restricted stock directly from the Company at market price on 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.

3. In connection with the vesting of 6,667 shares on January 31, 2016, a total of 3,099 of such shares were withheld by the Company in order to satisfy the reporting person's tax withholding obligations. The reporting person had no discretion with respect to such sale, which was conducted automatically in accordance with the issuer's corporate policies.

4. Reflects the weighted average sale price. The range of prices for such transaction is \$6.77 to \$6.99. The reporting person effected multiple same-way open market sale transactions on the same day at different prices through a trade order executed by a broker-dealer. The reporting person reported on a single line all such transactions that occurred within a one dollar price range. The reporting person hereby undertakes to provide upon request by the Securities Exchange Commission staff, the issuer, or a shareholder of the issuer, full information regarding the number of shares sold at each separate price.

#### /s/ Sara Bonstein, as attorney-02/01/2016

in-fact for Petit Robert

\*\* 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 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.