

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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 APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>O'Connor Daniel</u>  (Last) (First) (Middle) 305 COLLEGE ROAD EAST  (Street) PRINCETON NJ 08540  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Advaxis, Inc. [ ADXS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Executive Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) 01/31/2013	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 07/10/2013	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 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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common stock	01/31/2013		A		2,061	A	\$7.12 <sup>(1)</sup>	6,941	D	
Common stock	02/28/2013		A		1,090	A	\$13.37 <sup>(1)</sup>	8,031	D	
Common stock	03/31/2013		A		1,240	A	\$11.75 <sup>(1)</sup>	9,271	D	
Common stock	04/30/2013		A		1,440	A	\$10.12 <sup>(1)</sup>	10,711	D	
Common stock	05/20/2013		C		21,091	A	\$3.16	31,802 <sup>(2)</sup>	D	
Common stock	05/31/2013		A		2,381	A	\$6.12 <sup>(1)</sup>	34,183	D	
Common stock	06/30/2013		A		2,917	A	\$5 <sup>(1)</sup>	37,100	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. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

**Explanation of Responses:**

- Represents earned but unissued post-split shares beneficially held by the reporting person and inadvertently omitted from the reporting person's original Form 4 and subsequent Form 4s filed by the reporting person after his original Form 4 was filed. The reporting person received these shares in lieu of cash compensation. Price reflects the average monthly closing price used to calculate the amount of shares earned. Such shares have been earned by the reporting person but not yet issued by the issuer.
- Amount reported on original Form 4 in this column after conversion of the promissory notes inadvertently included shares not beneficially held by the reporting person. This amendment corrects that technical error.

/s/ Mark J. Rosenblum for Daniel O'Connor 10/29/2013

\*\* 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.