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

FORM 10-Q/A
(Amendment No. 1)

(Mark One)
☒ **QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended April 30, 2012

☐ **TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT**

For the transition period from to _____ to _____

Commission file number 000-28489

ADVAXIS, INC.

(Exact name of registrant as specified in its charter)

Delaware	**02-0563870**
(State or other jurisdiction of incorporation or organization)	(IRS Employer Identification No.)

305 College Road East, Princeton, NJ 08540

(Address of principal executive offices)

(609) 452-9813

(Registrant's telephone number)

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (Section 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer", "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.
Large accelerated filer ☐ Accelerated filer ☐ Non-accelerated filer ☐ Smaller Reporting Company ☒

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

The number of shares of the registrant's common stock, $0.001 par value, outstanding as of June 11, 2012 was 363,451,168

EXPLANATORY NOTE

This Amendment No. 1 to the Quarterly Report on Form 10-Q for the quarterly period ended April 30, 2012 (the "Form 10-Q"), originally filed by Advaxis, Inc. on June 14, 2012, is being filed solely for the purpose of amending and restating Exhibit 10.3 of the Form 10-Q.

The Form of Project Agreement by and between Numoda Corporation and Advaxis, Inc. filed as Exhibit 10.3 to the Form 10-Q is being replaced with the executed version of the Project Agreement by and between Numoda Corporation and Advaxis, Inc., dated as of July 1, 2009. Part II, Item 6 is being amended and restated to reflect that Exhibit 10.3 is filed herewith.

Except as described above, no other changes have been made to the Form 10-Q. This Amendment does not amend, update or change the financial statements or disclosures in the Form 10-Q and does not reflect events occurring after the filing of the Form 10-Q.

PART II - OTHER INFORMATION

Item 6. Exhibits.

10.3*	Project Agreement, dated as of July 1, 2009, by and between Numoda Corporation and Advaxis, Inc.
31.1*	Certification of Chief Executive Officer pursuant to section 302 of the Sarbanes-Oxley Act of 2002
31.2*	Certification of Chief Financial Officer pursuant to section 302 of the Sarbanes-Oxley Act of 2002
32.1*	Certification of Chief Executive Officer pursuant to section 906 of the Sarbanes-Oxley Act of 2002
32.2*	Certification of Chief Financial Officer pursuant to section 906 of the Sarbanes-Oxley Act of 2002

* Filed herewith

SIGNATURES

In accordance with the requirements of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ADVAXIS, INC.
Registrant

Date: June 26, 2012

By: /s/ Thomas Moore
Thomas Moore
Chief Executive Officer and Chairman of the Board

By: /s/ Mark J. Rosenblum
Mark J. Rosenblum
Chief Financial Officer, Senior Vice President and Secretary

EXHIBIT INDEX

Exhibit No.	Document Description
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32.2*	Certification of Chief Financial Officer pursuant to section 906 of the Sarbanes-Oxley Act of 2002

* Filed herewith

ADVAXIS, INC. PROTOCOL NUMBER: Lm-LLO-E7-07 & 15, Two Trials

NUMODA

PROJECT AGREEMENT FOR PROTOCOL #'s: Lm-LLO-E7-15 and Lm-LLO-E7-07
(Two Trials — TRIAL 1 in India, and TRIAL 2 in the U.S.

Protocol Number: Lm-LLO-E7-15 (conducted in India) Protocol Title: A Randomized, Active Therapy Controlled Phase 2 Study to Assess the Safety and Efficacy of ADXS11-001 with and without Cisplatin as a 2nd Line Therapy for the Treatment of Recurrent Cervical Cancer.
Protocol Number : Lm-LLO-E7-07 (conducted in the United States) Protocol Title: A Randomized, Single Blind, Placebo Controlled Phase 2 Study to Assess the Safety and Efficacy of Lovaxin C for the Treatment of Cervical Intraepithelial Neoplasia Grade 2/3.

Pursuant to the Master Agreement entered into by Advaxis, Inc. ("ADVAXIS") and Numoda Corporation ("Numoda") on June 19, 2009 ("MA"), this Project Agreement (PA) and attachments, including:

A. Description of Services — Project Specifications

B. Integration Assumptions; Systems, and Reporting Tools

C. Project Budget

D. Payment Schedule/Terms

E. Transfer of Regulatory Obligations

is entered into and is effective on the Effective Date shown below. Only when specified in the MA, the parties agree that Numoda shall perform the Project Agreement in accordance with and is subject to all the terms and conditions of the MA. The Project Agreement is Incorporated in and made a part of the MA. In the event that a discrepancy exists between the terms of the MA and this PA, this PA shall supersede.

Effective Date: July 1, 2009

The parties agree as follows:

1. Scope of Work: Numoda agrees to provide services for this Study ("Project") as outlined in Attachment A (Description of Services — Project Specifications). The Parties understand Attachments A, B, C and D may need some adjustments after the date of signing this Project Agreement, in order to reflect any material differences between the protocol provided to Numoda and the final protocol. ADVAXIS transfers to Numoda the obligations listed in Attachment E in accordance with 21 CFR §312.52.

2. Payment: Payments will be made in accordance with Attachment D. Upon final reconciliation, additional services not included in the scope of work, that was mutually agreed to in writing; and having been done, will be billed to ADVAXIS, and any overpayment attributable to services not rendered or costs not incurred, will be refunded to ADVAXIS.

3. Term: The term of this Project Agreement shall commence on the Effective Date and shall continue until the Project as described in this Project Agreement is completed, unless this Project Agreement is terminated earlier in accordance with the MA.

4. Contact: Until further notice and for the purpose of this Project Agreement, Numoda's contact within ADVAXIS will be John Rothman, and ADVAXIS' contact within Numoda will be Mike Dempsey, the Project Controller.

ADVAXIS, INC. PROTOCOL NUMBER: Lm-LLO-E7-07 & 15, Two Trials

For ADVAXIS:		**For Numoda Corporation:**	
Sign:	/s/ John Rothman	Sign:	/s/ Ann Vurimindi
Print:	John Rothman	Print:	Ann Vurimindi
Title:	EVP: Science & Operations	Title:	COO
Date:	July 8, 2009	Date:	July 8, 2009

Attachment A:
DESCRIPTION OF SERVICES - PROJECT SPECIFICATIONS

Overall Assumptions	**India Trial**	**US Trial**
Protocol Number	Lm-LLO-E7-15	Lm-LLO-E7-07
Study Phase	Phase II, India	Phase II, U.S.
Compound	ADXS11-001	ADXS11-0011
Number of Sites	12	20
Number of Patients Screened	122	88
Number of Patients Enrolled	110	80
Number of Patients Completed	110	80
Country	India Only	USA Only
Startup (Number of Weeks) *From signed PA to FPFV* Recruitment (Number of Weeks) (Tria1 #2 totals 36 months for	13	8.5
Treatment (Number of Weeks) Recruitment + Treatment)	13	26
Closeout (Number of Weeks)	52	130
	13	8.5
Total Project Duration (Weeks)	**91 (21 Mo's)**	**173 (40 Mo's)**
GC Project Management Assumptions		
Number of Status Reports	Unlimited within the	Unlimited within the
Number of Kick Off Meetings	scope	scope
Number of Investigator Meetings	1	1
Number of Newsletters	1	0
Number of Teleconferences (1 Hour Calls)	21	36
	91	173
Monitoring Assumptions		
Qualification Visits	12	22
Site Initiation Visits	12	20
Interim Monitoring Visits	97	312
Closeout Visits	12	20
Information/Data Management Assumptions		
Total Number of CRF Pages per Patient	100	90
Number of Unique CRF Pages per Patient	20	22
Total Number of CRF Pages	11,904	11,688
Total Number of Queries	Unlimited within the scope	Unlimited within the scope
Total Number of Users	30	50
Number of Interim Analyses	1	2
Con Meds per Patient	10	10
Diseases per Patient	10	10
AE's per Patient	10	10
Biostats Assumptions		
Statistical Analysis Plan	1	1
Tables	24	24
Listings	30	30
Figures	6	6
Final Study Report	1	1
Safety Assumptions		
SAE's	40	15
Safety Database	1	1
Estimated Timeline		
Contract Signed	Jul-09	Jul-09
First Patient Enrolled	Oct-09	Sep-09
Last Patient Enrolled	Jan-10	Mar-10
Last Patient Out	Jan-11	Sep-12
Final Clinical Study Report	Apr-11	Nov-12

Note: The Project Budget in Attachment C is based on the specifications and integration assumptions listed here on Attachment A,

and in Attachment B.

Attachment B:
INTEGRATION ASSUMPTIONS

	Numoda
Integrations Assumptions	
Single Integrated Portal	**1**
Custom Integration and Interoperability	**3**
Ongoing Consolidation & Reconciliation	**1**
Clinical Project Accounting, Contracting (Vendor Negotiation, Documentation, Monitoring)	**1**
Systems and Reporting Tools	
Start-up & Regulatory Administration (4 Tool Sets)	**1**
Project Timelines	
Site Launch Logistics System (SLLS)	
Communication Plan	
Roles and Responsibilities	
Clinical Project Accounting Systems (3 Tool Sets)	**1**
Key Value Tracking	
Percentage of Completion Reporting	
CPA Procedures	
Planning, Procurement, Contracting (4 Tool Sets)	**1**
Vendor Contract Status	
Business Analysis Report	
Key Value Points	
Business Integration	
Screening and Enrollment Reporting Tools (9 Tool Sets)	**1**
Executive Summary	
Enrollment Status	
Subject Status	
Early Termination	
Screen Failure	
Enrollment by Site	
Patient Source Summary	
Site Info	
Team Contact Info	
Document Management System (7 Tool Sets)	**1**
Protocol and Amendments	
Newsletters	
Training Materials	
Project Management	
Waivers	
Upload	
Remove File	
Monitoring Systems (7 Tool Sets)	**1**
Data View	
Monitoring Summary	
Query Tracking	
Comments	
Supplies Status For Monitors	
Sync Status Report	
Trip Report Management	
Data Management and Integrations (17 Tool Sets)	**1**
Data View	
IVR Reconciliation	
Data Extractor	
Edit Checks	
Query Frequency	
Edit Check Frequency	
Query Status Summary	
Coding System	

PI Sign-Off	
AE/Cmed/Med HX Summary	
Various Lab Reconciliation Tools (7)	
Early Safety Signal Detection System (5 Tool Sets)	**1**
AE/SAE	
Subject Safety Reports	
Subject Status	
Early Terminators	
Site Info	
Supplies Management System (3 Tool Sets)	**1**
Site Supplies Status	
Site Transaction History	
Site Supplies Summary	
Project Management Administration Tools (11 Tool Sets)	**1**
User Management	
Login History	
Failed Logins	
Database SQL Tools	
IVR Database View	
Team Contact Management	
Message System Management	
Shipment Address Management	
Document Group Management	
Trip Report Administration	
IVRS Administration	

Attachment C:

	India Trial	US Trial
Standardized Professional Fees		
Start Up, Regulatory & Sites Management	$ 122,362	$ 250,604
Monitoring	$ 254,613	$ 1,268,014
Project Management	$ 151,469	$ 396,950
Data Management	$ 226,063	$ 289,759
Safety, Medical & Scientific Services	$ 79,898	$ 183,446
Biostatistics	$ 145,460	$ 167,804
Medical Writing	$ 45,000	$ 60,000
Total Standardized Professional Fees	**$ 1,024,885**	**$ 2,616,577**
Efficiency Credit	**$ (96,848)**	
sub-total	$ 928,037	
Products		
Role-Based Portals Connecting to Interoperable Neural Network	$ 30,457	$ 55,404
All Custom Complete Integration and Interoperability	$ 45,943	$ 83,323
Ongoing Consolidation and Reconciliation	$ 21,003	$ 37,493
Clinical Project Accounting Vendor Management & Financial Reconciliation	$ 55,498	$ 98,046
Screening and Enrollment System	$ 16,858	$ 25,359
Site Compliance Tools	$ 34,659	$ 55,548
Real Time Reporting Tools (with Document Management System)	$ 27,202	$ 57,072
Integrated, Web-Based Monitoring system (with Centralized Trip Reports)	$ 28,945	$ 68,814
Early Safety Signal Detection System	$ 32,053	$ 57,294
Clinical Project Accounting System	$ 35,819	$ 90,508
Interoperable System for Supplies and Re-Supply Logistics Management	$ 19,192	$ 33,353
IVRS System	$ 60,264	$ 122,963
IVRS Diary Activities	$ -	$ -
Total Products	**$ 407,891**	**$ 783,176**
Efficiency Credit	**$ (113,749)**	
sub-total	$ 294,142	
Pass-Through Expenses (Estimated)		
EDC	Free	Free
Investigator Fees	$ 496,650	$ 1,002,560
Investigator Meeting Organization	$ 21,000	$ 21,000
Investigator Meeting Travel	$ 47,565	$ 49,350
Monitor Travel	$ 84,058	$ 370,448
Travel to Training Meetings	$ 2,310	$ 34,150
Travel to Client Meetings	$ 1,050	$ 1,050
Travel for Audit Visits	$ 1,260	$ 2,100
Meetings and Teleconferences	$ 4,778	$ 18,199
IVRS Expenses	$ 22,680	$ 57,456
Printing, Shipping and Other	$ 7,749	$ 18,900
Regulatory and EC Fees	$ 6,300	$ 10,500
Translation	$ 12,600	$ 55,260
Lab Fees	$ 207,900	$ 533,845
Drug Supply	$ -	$ 124,960
Specialty Lab/ECG	$ 103,950	$ -
Central Pathologists	$ -	$ 25,200
Other	$ -	$ 15,750
Total Pass-Through Expenses	**$ 1,019,850**	**$ 2,340,728**
Total Project Cost	**$ 2,242,029**	**$ 5,740,480**
Less: Numoda Investment	**$ (250,000)**	**$ (100,000)**
Net Total Due from Advaxis	**$ 1,992,029**	**$ 5,640,480**

ADVAXIS, INC. PROTOCOL NUMBER: Lm-LLO-E7-07 & 15, Two Trials

Trial Pricing - Advaxis (Two Trial Scenario)	INDIA Trial	Efficiencies from US Trial	Discounted India Trial	US Trial	Grand Total- Both Trials
Budget Summary	Numoda Contract Value	Numoda Contract Value	Numoda Contract Value	Numoda Contract Value	Numoda Contract Value
NUMODA GENERAL CONTRACTOR AND INTEGRATION SERVICES:					
Role-Based Portals Connecting to Interoperable Neural Network	$ 30,457	$ (9,359)	$ 21,098	$ 55,404	$ 76,502
All Custom Complete Integration and Interoperability	$ 45,943	$ (12,673)	$ 33,270	$ 63,323	$ 116,593
Ongoing Consolidation and Reconciliation	$ 21,003	$ (6,376)	$ 14,627	$ 37,493	$ 52,120
Planning, Procurement & Contracting	$ 27,748	$ (8,753)	$ 18,995	$ 47,552	$ 56,547
Clinical Project Accounting Vendor Management, Documentation, Monitoring & Financial Reconciliation	$ 27,748	$ (9,073)	$ 18,675	$ 50,494	$ 69,169
CLINICAL PROFESSIONAL SERVICES:					
Start Up, Regulatory & Site Management	$ 122,362	$ 0	$ 122,362	$ 250,604	$ 372,966
Monitoring	$ 254,613	$ 0	$ 254,613	$ 1,288,014	$ 1,522,627
Project Management	$ 151,489	$ (49,908)	$ 101,581	$ 396,950	$ 498,531
Data Management	$ 226,063	$ (46,940)	$ 179,123	$ 289,759	$ 468,882
Safety, Medical & Scientific Services	$ 79,898	$ 0	$ 79,898	$ 183,446	$ 283,344
Biostatistics & Medical Writing	$ 190,460	$ 0	$ 190,460	$ 227,804	$ 418,264
SUBTOTAL PROFESSIONAL FEES	$ 1,177,784	$ (143,082)	$ 1,034,702	$ 2,890,843	$ 3,935,545

Budget Summary	Numoda Contract Value	Numoda Contract Value	Numoda Contract Value	Numoda Contract Value	Numoda Contract Value
NUMODA SYSTEMS AND REPORTING TOOLS:					
Screening and Enrollment systems	$ 16,858	$ (3,804)	$ 13,054	$ 25,359	$ 38,413
Site compliance Tools	$ 34,659	$ (7,554)	$ 27,105	$ 55,546	$ 82,651
Real Time Reporting Tools (with Document Management system)	$ 27,202	$ (7,762)	$ 19,440	$ 57,072	$ 76,512
Integrated, Web-Based Monitoring system (with Centralized Trip Reports)	$ 28,945	$ (9,087)	$ 19,858	$ 66,814	$ 86,672
Early Safety Signal Detection System	$ 32,053	$ (7,094)	$ 24,959	$ 57,294	$ 82,253
Clinical Project Accounting System	$ 35,819	$ (10,955)	$ 24,864	$ 90,508	$ 115,372
Interoperable system for Supplies and Re-Supply Logistics Management	$ 19,192	$ (4,536)	$ 14,656	$ 33,353	$ 48,009
IVRS System	$ 60,264	$ (16,723)	$ 43,541	$ 122,963	$ 156,504
IVRS Diary Activities	$ 0	$ 0	$ 0	$ 0	$ 0
SUBTOTAL NUMODA SYSTEMS AND REPORTING TOOLS	$ 254,992	$ (67,515)	$ 187,477	$ 508,909	$ 686,386
TOTAL GENERAL CONTRACTOR SERVICES, INTEGRATIONS, PROFESSIONAL FEES, AND SYSTEMS AND TOOLS	**$ 1,432,776**	**$ (210,596)**	**$ 1,222,180**	**$ 3,399,752**	**$ 4,621,932**

Budget Summary	Numoda Contract Value	Numoda Contract Value	Numoda Contract Value	Numoda Contract Value	Numoda Contract Value
VALUE ADDED SUPPLIER ITEMS (Estimated)					
EDC	$ 0	$ 0	$ 0	$ 0	$ 0
Investigator Fees	$ 496,650	$ 0	$ 496,650	$ 1,002,560	$ 1,499,210
Investigator Meeting Organization	$ 21,000	$ 0	$ 21,000	$ 21,000	$ 42,000
Investigator Meeting Travel	$ 47,665	$ 0	$ 47,565	$ 49,350	$ 96,915
Monitor Travel	$ 84,058	$ 0	$ 84,058	$ 370,448	$ 454,506
Travel to Training Meetings	$ 2,310	$ 0	$ 2,310	$ 34,150	$ 36,460
Travel to Client Meetings	$ 1,050	$ 0	$ 1,050	$ 1,050	$ 2,100
Travel for Audit Visits	$ 1,260	$ 0	$ 1,260	$ 2,100	$ 3,360
Meetings and Teleconferences	$ 4,778	$ 0	$ 4,778	$ 18,199	$ 22,977
IVRS Expenses	$ 22,680	$ 0	$ 22,680	$ 57,456	$ 80,136
Printing, Shipping and Other	$ 7,749	$ 0	$ 7,749	$ 18,900	$ 26,649
Regulatory and EC Fees	$ 6,300	$ 0	$ 6,300	$ 10,500	$ 16,800
Translation	$ 12,600	$ 0	$ 12,600	$ 55,260	$ 67,850
Lab Fees	$ 207,900	$ 0	$ 207,900	$ 533,845	$ 741,745
Drug Supply	$ 0	$ 0	$ 0	$ 124,960	$ 124,960
Specialty Lab/ECG	$ 103,850	$ 0	$ 103,950	$ 0	$ 103,950
Central Pathologists	$ 0	$ 0	$ 0	$ 25,200	$ 25,200
Other	$ 0	$ 0	$ 0	$ 15,750	$ 15,760
TOTAL ESTIMATED PASS THROUGH COSTS	$ 1,019,850	$ 0	$ 1,019,850	$ 2,340,728	$ 3,360,578
TOTAL PROJECT BUDGET	$ 2,452,626	$ (210,597)	$ 2,242,029	$ 5,740,480	$ 7,982,509
LESS: NUMODA INVESTMENT	$ (250,000)	$ 0	$ (250,000)	$ (100,000)	$ (350,000)
NET TOTAL DUE from ADVAXIS	$ 2,202,626	$ (210,597)	$ 1,992,029	$ 5,640,480	$ 7,632,509
		-9.56%	-10.57%		

Notes TO PROJECT BUDGET:

(A) Budget for Trial 1 includes an Efficiency Credit of $210,597 that is given with the understanding that Numoda will be providing services to Advaxis for two trials, as long as Numoda's work on the first Trial has been satisfactory. The actual, final scope of the second trial is yet to be determined, therefore prices for Trial 2 shown above, may be adjusted, if the scope is changed ..

(B) Budget for Trial 1 is based on the protocol dated May 30, 2009. Budget for Trial 2 is based on protocol dated December 3, 2008.

(C) Per the Master Agreement, paragraph 7.0 Change Orders, it is understood that Advaxis may seek to materially change the scope of Services and/or project assumptions agreed upon in the Project Agreement for either trial, such as can occur when there are amendments to the Protocol. Both parties agree to negotiate in good faith to reach an agreement on a budget and assumptions for such changes.

(D) The $350,000 Numoda Investment (which includes the $150,000 Investment committed in previously executed LOI documents between the parties) is payable to Numoda in Advaxis common stock, based on the average of the five (5) days stock price, prior to the execution of a Stock Purchase Agreement.

Attachment D:
PAYMENT SCHEDULE

Start-Up Payment (July 15, 2009)		**$ 212,029**

Trial 1 Lm-LLO-E7-15 (110 patients/12 sites, in India)

	Easy Level Monthly Payment Plan assumes 20 monthly installments of $89,000 each	
2009 – 4 months		**$ 356,000**
	Beginning Sept. 2009 thru April, 2011	
2010 – 12 months		**$ 1,068,000**
2011 – 4 months		**$ 356,000**
Sub-total Monthly Payments (20)		**$ 1,780,000**
TOTAL TRIAL 1 -India		**$ 1,992,029**
Start-Up Payment (August 15, 2009)		**$ 564,480**

Trial 2 Lm-LLO-E7-07 (80 patients/20 sites, in USA)

2009 – 3 Months		**$ 423,000**
	Easy Level Monthly Payment Plan assumes 36 monthly	
2010 – 12 months	**installments of $141,000 each**	**$ 1,692,000**
2011 – 12 months	**Beginning Sept, 2009 thru August, 2012**	**$ 1,692,000**
2012 – 9 months		**$ 1,269,000**
Sub-total Monthly Payments (36)		**$ 5,076,000**
TOTAL TRIAL 2 – US		**$ 5,640,480**

Notes to Payment Schedule:

(a) Monthly Payments are due an the 15th of each month.
(b) Numoda shall mail and/or email invoices to Advaxis per Advaxis' instructions.
(c) Advaxis shall make all payments payable to Numoda Corporation, by wire transfer, EFT, or ACH. Advaxis shall send funds to Harleysville National Bank, as follows:

Bank: Harleysville National Bank
ABA Number - xxxxxxxxx
Account Name - Numoda Corporation
Account Number - xxxxxxxxxx

Attachment E:
Transfer of Regulatory Obligations

1.0 Numode will retain records and reports associated with the Project in accordance with 21 CFR 312.57(b)

2.0 Numoda will conduct the services set forth in this Project Agreement in accordance with Clinical Protocols, Lm-LLO-E7-15 and Lm-LLO-E7-07.

EXHIBIT 31.1

CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER
PURSUANT TO 18.U.S.C. 7350
(SECTION 302 OF THE SARBANES OXLEY ACT OF 2002)

I, Thomas Moore, certify that:

1. I have reviewed this report on Form 10-Q/A for the quarter ended April 30, 2012 of Advaxis, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

June 26, 2012

/s/ Thomas Moore
Name: Thomas Moore
Title: Chief Executive Officer

EXHIBIT 31.2

CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER
PURSUANT TO 18.U.S.C. 7350
(SECTION 302 OF THE SARBANES OXLEY ACT OF 2002)

I, Mark J. Rosenblum, certify that:

1. I have reviewed this report on Form 10-Q/A for the quarter ended April 30, 2012 of Advaxis, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

June 26, 2012

/s / Mark J. Rosenblum
Name: Mark J. Rosenblum
Title: Chief Financial Officer

EXHIBIT 32.1

CERTIFICATION-PURSUANT TO SECTION 906 OF THE SARBANES OXLEY ACT OF 2002

The undersigned as Chief Executive Officer of Advaxis, Inc. (the "Company"), does hereby certify that the foregoing Amendment No. 1 to Quarterly Report on Form 10-Q/A of the Company for the quarter ended April 30, 2012:

(1) Fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and

(2) Fairly presents, in all material respects, the financial condition and result of operations of the Company.

June 26, 2012

/s/ Thomas Moore
Thomas Moore
Chief Executive Officer

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.

EXHIBIT 32.2

CERTIFICATION-PURSUANT TO SECTION 906 OF THE SARBANES OXLEY ACT OF 2002

The undersigned as the Chief Financial Officer of Advaxis, Inc. (the "Company"), does hereby certify that the foregoing Amendment No. 1 to Quarterly Report on Form 10-Q/A of the Company for the quarter ended April 30, 2012:

(1) Fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and

(2) Fairly presents, in all material respects, the financial condition and result of operations of the Company.

June 26, 2012

/s/ Mark J. Rosenblum
Mark J. Rosenblum
Chief Financial Officer

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission or its staff upon request.