

# FORM 4

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

OMB APPROVAL	
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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Mohan-Peterson Sheela			2. Issuer Name and Ticker or Trading Symbol ONCOSEC MEDICAL Inc [ONCS]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ CL&CO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/14/2016					
5820 NANCY RIDGE DRIVE								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			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		
SAN DIEGO, CA 92121								
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy) (1)	\$ 8.8	12/14/2016		D		10,000		(2)	12/16/2024	Common Stock	10,000	(3)	0	D	
Employee Stock Option (right to buy) (1)	\$ 7.6	12/14/2016		D		6,250		(4)	03/03/2025	Common Stock	6,250	(3)	0	D	
Employee Stock Option (right to buy) (1)	\$ 5.76	12/14/2016		D		74,000		(5)	08/21/2025	Common Stock	74,000	(3)	0	D	
Employee Stock Option (right to buy) (1)	\$ 1.29	12/14/2016		A		45,125		(6)	12/14/2026	Common Stock	45,125	(3)	45,125	D	

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mohan-Peterson Sheela 5820 NANCY RIDGE DRIVE SAN DIEGO, CA 92121			CL&CO	

### Signatures

/s/ Sheela Mohan-Peterson	12/16/2016
<small>Signature of Reporting Person</small>	<small>Date</small>

## Explanation of Responses:

\* 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).

(1) These stock options were granted as Incentive Stock Options only to the extent that the \$100,000 dollar limitation of 26 U.S.C. ss.422(d) is not exceeded; anything beyond that is deemed a Non-qualified Stock Option.

(2) The stock options were scheduled to fully vest on December 16, 2017, the third anniversary of the grant date.

On December 14, 2016, OncoSec Medical Incorporated cancelled, pursuant to its option exchange program, options for 10000 shares (previously granted on December 16, 2014), 6250 shares (previously granted on March 3, 2015) and 74000 shares (previously granted on August 21,2015) of common stock. In exchange, and subject to the terms of the Stock Option Exchange Program, the reporting person received a replacement option for 45125 shares of common stock with an exercise price of \$1.29 per share.

(4) The stock options were scheduled to fully vest on March 3, 2018, the third anniversary of the grant date.

(5) The stock options were scheduled to fully vest on August 21, 2018, the third anniversary of the grant date.

(6) The stock options granted on December 14, 2016 will vest on the following schedule: 25% on grant date; 1/36th of the remaining 75% vesting on each of the 36 subsequent monthly anniversaries of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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