

# 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 <b>DHILLON AVTAR S</b>			2. Issuer Name and Ticker or Trading Symbol <b>ONCOSEC MEDICAL Inc [ONCS]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>12/14/2016</b>					
C/O ONCOSEC MEDICAL INCORPORATED, 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	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$ 4.2	12/14/2016		D			5,000	(1)	04/25/2022	Common Stock	5,000	(2)	0	D	
Non-Qualified Stock Option (right to buy)	\$ 5	12/14/2016		D			5,000	(3)	04/15/2023	Common Stock	5,000	(2)	0	D	
Non-Qualified Stock Option (right to buy)	\$ 16.1	12/14/2016		D			12,500	(4)	03/07/2024	Common Stock	12,500	(2)	0	D	
Non-Qualified Stock Option (right to buy)	\$ 7.6	12/14/2016		D			12,500	(5)	03/03/2025	Common Stock	12,500	(2)	0	D	
Non-Qualified Stock Option (right to buy)	\$ 5.76	12/14/2016		D			500,000	(6)	08/21/2025	Common Stock	500,000	(2)	0	D	
Non-Qualified Stock Option (right to buy)	\$ 1.29	12/14/2016		A			265,416	(7)	12/14/2026	Common Stock	265,416	(2)	265,416	D	

### Reporting Owners

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Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DHILLON AVTAR S C/O ONCOSEC MEDICAL INCORPORATED 5820 NANCY RIDGE DRIVE SAN DIEGO,, CA 92121	X			

## Signatures

/s/ Avtar Dhillon	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 fully vested on April 25, 2013, the first anniversary of the grant date.

On December 14, 2016, OncoSec Medical Incorporated cancelled, pursuant to its Stock Option Exchange Program, options previously granted to and held by the reporting person to purchase 5000 shares (previously granted on April 25, 2012) 5000 shares (previously granted on April 15, 2013), 12500 shares (previously granted on March 7, 2014), 12500 shares (previously granted on March 3, 2015), and 500000 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 265416 shares of common stock with an exercise price of \$1.29 per share.

(2) These stock options were fully vested on April 15, 2014, the first anniversary of the grant date.

(3) These stock options were fully vested on March 7, 2015, the first anniversary of the grant date.

(4) These stock options were fully vested on March 3, 2016, the first anniversary of the grant date.

(5) These stock options were fully vested on August 21, 2016, the first anniversary of the grant date.

(6) The stock options granted on December 14, 2016 will vest on the following schedule: 25% on grant date; 1/12th of the remaining 75% vesting on each of the 12 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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