

Advaxis, Inc.
Form SC 13G/A
December 28, 2018

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

SCHEDULE 13G/A
Under the Securities Exchange Act of 1934
(Amendment No. 2)*

ADVAXIS, INC.

(Name of Issuer)

Common Stock, \$0.001 par value per share

(Title of Class of Securities)

007624208

(CUSIP Number)

December 28, 2018

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 007624208

1) Names of reporting persons.

AMGEN INC.

2) Check the appropriate box if a member of a group (see instructions)

(a) (b)

3) SEC use only

4) Citizenship or place of organization

Delaware

5. Sole voting power

Number of

shares 3,047,446

6. Shared voting power

beneficially

owned by 0

each 7. Sole dispositive power

reporting

person 3,047,446

8. Shared dispositive power

with:

0

9) Aggregate amount beneficially owned by each reporting person

3,047,446

10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

11) Percent of class represented by amount in Item 9

4.4% (1)

12) Type of reporting person (see instructions)

CO

(1) Based on 69,228,662 shares of Issuer common stock reported outstanding upon the closing of the Issuer's offering of shares of common stock described in the Issuer's Prospectus Supplement (to Prospectus dated August 30, 2018, Registration No. 33-226988) filed on September 10, 2018.

ITEM 1.

(A) NAME OF ISSUER:

Advaxis, Inc. (the Issuer)

(B) ADDRESS OF ISSUER S PRINCIPAL EXECUTIVE OFFICE:

305 College Road East, Princeton, New Jersey 08540

ITEM 2.

(A) NAME OF PERSON FILING:

Amgen Inc., a Delaware corporation

(B) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

Amgen Inc: One Amgen Center Drive, Thousand Oaks, California 91320-1799

(C) CITIZENSHIP:

Amgen Inc.: Delaware, U.S.A.

(D) TITLE OF CLASS OF SECURITIES:

Common Stock, \$0.001 par value

(E) CUSIP NUMBER:

007624208

ITEM 3. STATEMENT FILED PURSUANT TO RULE 13D-1(B) OR 13D-2(B) OR (C)

Not applicable.

ITEM 4. OWNERSHIP.

(a), (b) and (c) The information contained on the cover page to this Schedule 13G is incorporated herein by reference. The change in the percent of the Issuer s common stock outstanding previously reported by the reporting person resulted solely from a change in the aggregate number of shares of the Issuer s common stock outstanding.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following .

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATION.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: December 28, 2018

AMGEN INC.

By: /s/ David A. Piacquad

Name: David A. Piacquad

Title: Senior Vice President, Business
Development