

ONCOSEC MEDICAL INCORPORATED

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

NEVADA

(State or other jurisdiction of incorporation or organization)

98-0573252

(I.R.S. Employer Identification No.)

5820 NANCY RIDGE DRIVE

SAN DIEGO, CA

(Address of principal executive offices)

92121

(Zip Code)

9810 Summers Ridge Road, Suite 110

SAN DIEGO, CA

(Former Address of principal executive offices)

92121

(Former Zip Code)

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 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 definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company

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

The number of shares outstanding of the Registrant's Common Stock, \$0.0001 par value, was 16,971,214 as of December 1, 2015.

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OncoSec Medical Incorporated

Form 10-Q

for the Quarterly Period Ended October 31, 2015

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	(unaudited) October 31, 2015	July 31, 2015
Assets		
Current assets		
Cash and cash equivalents	\$ 26,896,369	\$ 32,035,264
Prepaid expenses and other current assets	1,091,048	1,532,717
Total Current Assets	27,987,417	33,567,981
Property and equipment, net	2,223,391	1,807,982
Other long-term assets	187,442	214,127
Total Assets	\$ 30,398,250	\$ 35,590,090
Liabilities and Stockholders Equity		
Liabilities		
Current liabilities		
Accounts payable and accrued liabilities	\$ 2,909,725	\$ 2,360,505
Accrued other	268,229	533,964
Total Liabilities	3,177,954	2,894,469
Commitments and Contingencies		
Stockholders Equity		
Common stock authorized - 160,000,000 common shares with a par value of \$0.0001, common stock issued and outstanding 14,828,354 and 14,820,854 common shares as of October 31, 2015 and July 31, 2015, respectively	24,948	24,947
Additional paid-in capital	73,134,779	71,572,714
Warrants issued and outstanding 1,895,102 warrants as of October 31, 2015 and July 31, 2015	7,704,103	7,704,103
Accumulated deficit	(53,643,534)	(46,606,143)
Total Stockholders Equity	27,220,296	32,695,621
Total Liabilities and Stockholders Equity	\$ 30,398,250	\$ 35,590,090

The accompanying notes are an integral part of these condensed financial statements

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OncoSec Medical Incorporated
Condensed Statements of Operations (unaudited)

	Three Months Ended October 31, 2015	Three Months Ended October 31, 2014
Revenue	\$	\$
Expenses:		
Research and development	3,659,313	2,501,268
General and administrative	3,375,906	1,558,938
Net loss before income taxes	(7,035,219)	(4,060,206)
Provision for income taxes	2,172	910
Net loss, net of tax	\$ (7,037,391)	\$ (4,061,116)
Basic and diluted net loss per common share (1)	\$ (0.47)	\$ (0.33)
Weighted average shares used in computing basic and diluted net loss per common share (1)	14,826,887	12,231,554

(1) See Note 1, Reverse Stock Split

The accompanying notes are an integral part of these condensed financial statements

Table of Contents**OncoSec Medical Incorporated****Condensed Statements of Cash Flows (unaudited)**

	Three Months Ended October 31, 2015	Three Months Ended October 31, 2014
<i>Operating activities</i>		
Net loss	\$ (7,037,391)	\$ (4,061,116)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	65,125	211,347
Loss on disposal of fixed assets	572	2,635
Stock-based compensation	1,562,066	611,240
Changes in operating assets and liabilities:		
Decrease in prepaid expenses and other current assets	441,669	30,324
Decrease in long-term assets	26,685	
Increase (decrease) in accounts payable and accrued liabilities	549,221	(188,667)
Decrease in accrued other and taxes	(265,735)	(35,445)
Net cash used in operating activities	(4,657,788)	(3,429,682)
<i>Investing activities</i>		
Purchases of property and equipment	(481,107)	(433,415)
Net cash used in investing activities	(481,107)	(433,415)
Net decrease in cash and cash equivalents	(5,138,895)	(3,863,097)
Cash and cash equivalents, at beginning of period	32,035,264	37,852,694