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

Notice of Effectiveness

| Effectiveness Date: | March 26, 2012 2:00 P.M. |
|---------------------|--------------------------|
| Form:               | S-1                      |
| CIK:                | 0001262104               |
| Company Name:       | MARSHALL EDWARDS INC     |
| File Number:        | <u>333-179590</u>        |