

SPECTRUM PHARMACEUTICALS INC

Form 4

December 17, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SHROTRIYA RAJESH C MD

2. Issuer Name **and** Ticker or Trading  
Symbol  
SPECTRUM  
PHARMACEUTICALS INC [SPPI]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
11500 S. EASTERN AVE., SUITE  
240

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/13/2013

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman, CEO & President

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

HENDERSON, NV 89052

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|---|---|---|--|--|---|---|
| Common<br>Stock,<br>\$0.001 par<br>value | 12/13/2013                              |   | A                                       | 80,000<br>(1)  | A \$ 0 1,878,303   | D   |   |
| Common<br>Stock,<br>\$0.001 par<br>value |   |   |   |  | 23,136   | I   | By 401(k)<br>plan   |
| Common<br>Stock,<br>\$0.001 par          |   |   |   |  | 57,177   | I   | By Shrotriya<br>Family<br>Foundation                              |

value

Common  
Stock,  
\$0.001 par  
value

445,993

I

By CS  
Family TrustCommon  
Stock,  
\$0.001 par  
value

10,676

I

By Shrotriya  
Gift TrustCommon  
Stock,  
\$0.001 par  
value

9,523

I

By Spouse

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
displays a currently valid OMB control  
number.**SEC 1474  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                           |                    |                 |                            |
|---|---|---|---|---|---|--|--|---------------------------|--------------------|-----------------|----------------------------|
|   |   |   |   | Code                                    | V   | (A)  | (D)  | Date Exercisable          | Expiration<br>Date | Title           | Amount<br>Number<br>Shares |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 9.18   | 12/13/2013                              |   | A                                       |   | 650,000  |  | 12/13/2013 <sup>(2)</sup> | 12/13/2023         | Common<br>Stock | 650,000                    |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| SHROTRIYA RAJESH C MD<br>11500 S. EASTERN AVE.<br>SUITE 240<br>HENDERSON, NV 89052 | X             |           | Chairman, CEO & President |       |

## Signatures

/s/ Kurt A. Gustafson, attorney-in-fact for Rajesh C.  
Shrotriya

12/17/2013

\_\_Signature of Reporting Person

Date

## 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) 50% of the restricted shares will vest on June 13, 2014. The remaining 50% of restricted shares will vest on December 13, 2014.
- (2) 25% of the option shares vested on December 13, 2013. The remaining option shares shall vest in 25% equal annual amounts on each anniversary date of the grant over three years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.  
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.