

ARRAY BIOPHARMA INC  
Form 8-K  
February 01, 2010

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 8K**

**CURRENT REPORT**

**Pursuant To Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **February 1, 2010**

**Array BioPharma Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**      **000-31979**      **84-1460811**  
(State or Other    (Commission    (IRS Employer  
Jurisdiction of  
Incorporation)    File Number)    Identification No.)

**3200 Walnut Street, Boulder, Colorado 80301**  
(Address of Principal Executive Offices)    (Zip Code)

Registrant's telephone number, including area code: **(303) 381-6600**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

---

---

---

**ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

On February 1, 2010, Array BioPharma Inc. issued a press release reporting financial results for the second quarter of fiscal 2010, the full text of which is attached hereto as Exhibit 99.1.

The information in this Form 8-K and the exhibit attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

99.1 Press release dated February 1, 2010 entitled “Array BioPharma Reports Financial Results for the Second Quarter of Fiscal 2010.”

2

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ARRAY BIOPHARMA INC.

Date: February 1, 2010 By: /s/ R. Michael Carruthers  
R. Michael Carruthers  
Chief Financial Officer

3

---

**EXHIBIT INDEX**

**Exhibit  
No.**

99.1 Press release dated February 1, 2010 entitled "Array BioPharma Reports Financial Results for the Second Quarter of Fiscal 2010."

4