

SHROTRIYA RAJESH C MD

Form 4

December 04, 2017

FORM 4

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

OMB APPROVAL

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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

(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)
11/30/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

(Street)
HENDERSON, NV 89052

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

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.001 par value	11/30/2017		M		100,000	A	\$ 3.15	214,684 ⁽¹⁾	I	By Shrotriya Gift Trust
Common Stock, \$0.001 par value	11/30/2017		F		16,545 ⁽²⁾	D	\$ 19.04	198,139	I	By Shrotriya Gift Trust
Common Stock, \$0.001	11/30/2017		F		27,666 ⁽³⁾	D	\$ 19.04	170,473	I	By Shrotriya Gift Trust

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par value								
Common Stock, \$0.001 par value	11/30/2017	G	27,666 <u>(4)</u>	D	\$ 19.04	1,829,047	D	
Common Stock, \$0.001 par value						498,894	I	By CS Family Trust
Common Stock, \$0.001 par value						28,907	I	By 401(k) Plan
Common Stock, \$0.001 par value						9,523	I	By Spouse
Common Stock, \$0.001 par value						68,575	I	By Shrotriya Family Foundation

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Stock Option Exercise (Right to Buy)	\$ 3.15	11/30/2017		M	100,000	12/06/2010	12/06/2017	Common Stock	100,000

Reporting Owners

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

Signatures

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

12/04/2017

**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) Includes 27,666 shares previously owned directly which the reporting person contributed to the Shrotriya Gift Trust on November 30, 2017.
 - (2) Represents shares withheld by Spectrum to satisfy the Shrotriya Gift Trust's payment of the exercise price. The shares have not been sold by the Shrotriya Gift Trust or by Spectrum. The shares have been cancelled by the transfer agent.
 - (3) Represents shares withheld by Spectrum to satisfy the Shrotriya Gift Trust's tax withholding obligations. The shares have not been sold by the Shrotriya Gift Trust or by Spectrum. The shares have been cancelled by the transfer agent.
 - (4) This transaction involved a transfer from the reporting person to the Shrotriya Gift Trust.

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.