

SPECTRUM PHARMACEUTICALS INC

Form 8-K

April 21, 2004

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Item 5. Other Events and Required Regulation FD Disclosure.

On April 21, 2004, we issued a press release announcing that we agreed to sell approximately 3.2 million shares of our common stock for aggregate proceeds of approximately \$25 million to select institutional investors in a private placement transaction, subject to certain conditions. In addition, purchasers of the common stock will receive warrants to purchase up to approximately 1.1 million shares of common stock. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 7. Financial Statements, *Pro Forma* Financial Information and Exhibits.

(c) Exhibits

<u>Exhibits:</u>	<u>Description of Document</u>
99.1	Press Release dated April 21, 2004.

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.

Date: April 21, 2004

SPECTRUM PHARMACEUTICALS, INC.

By: /s/ Rajesh C. Shrotriya

Name: Rajesh C. Shrotriya, M.D.
Title: Chairman, Chief Executive Officer and
President

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