

SPECTRUM PHARMACEUTICALS INC  
 Form 4  
 March 30, 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  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 03/28/2017

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

HENDERSON, NV 89052

(City) (State) (Zip)

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

**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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, \$0.001 par value | 03/28/2017                           |  | A                              | (A)<br>100,326 <sup>(1)</sup>                                     | \$ 0 1,883,573  | D  |   |
| Common Stock, \$0.001           | 03/28/2017                           |  | F                              | (D)<br>6,860 <sup>(2)</sup>                                       | \$ 6.69 1,876,713   | D  |   |
| Common Stock, \$0.001           |                                      |  |                                |   | 69,349  | I  | By Shrotriya Family Foundation                        |

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|                       |         |   |                         |
|-----------------------|---------|---|-------------------------|
| Common Stock, \$0.001 | 498,894 | I | By CS Family Trust      |
| Common Stock, \$0.001 | 87,018  | I | By Shrotriya Gift Trust |
| Common Stock, \$0.001 | 27,976  | I | By 401(k) Plan          |
| Common Stock, \$0.001 | 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 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 or Number of Shares                              |
| Stock Option (Right to Buy)                | \$ 6.69  | 03/28/2017                           |  | A                              | 233,918   | (3) 03/28/2027   | Common Stock 233,918  |

## 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             | X         | Chairman & CEO |       |

## Signatures

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

03/30/2017

\_\_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) 25% of the restricted shares vested on March 28, 2017. The remaining restricted shares shall vest in 25% equal annual amounts on each anniversary date of the grant over three years.
  - (2) Represents shares withheld by Spectrum to satisfy the Reporting Person's tax withholding obligations. The shares have not been sold by the Reporting Person or by Spectrum. The shares have been cancelled by the transfer agent.
  - (3) 25% of the option shares vested on March 28, 2017. 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.