

SHROTRIYA RAJESH C MD

Form 4

January 11, 2018

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)

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

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

11500 S. EASTERN AVE., SUITE 240

01/09/2018

(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 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock, \$0.001 par value	01/09/2018		M		8,818 A \$ 11.34	1,797,865	D
Common Stock, \$0.001 par value	01/09/2018		M		27,624 A \$ 7.24	1,825,489	D
Common Stock, \$0.001	01/09/2018		M		478,495 A \$ 4.65	2,303,984	D

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par value								
Common Stock, \$0.001 par value	01/09/2018	M	500,000	A	\$ 3.92	2,803,984	D	
Common Stock, \$0.001 par value	01/09/2018	M	985,444	A	\$ 6.87	3,789,428	D	
Common Stock, \$0.001 par value	01/09/2018	M	500,000	A	\$ 8.27	4,289,428	D	
Common Stock, \$0.001 par value	01/09/2018	M	955,847	A	\$ 11.34	5,245,275	D	
Common Stock, \$0.001 par value	01/09/2018	M	650,000	A	\$ 9.18	5,895,275	D	
Common Stock, \$0.001 par value	01/09/2018	M	622,376	A	\$ 7.24	6,517,651	D	
Common Stock, \$0.001 par value	01/09/2018	M	412,500	A	\$ 5.86	6,930,151	D	
Common Stock, \$0.001 par value	01/09/2018	M	58,480	A	\$ 6.69	6,988,631	D	
Common Stock, \$0.001 par value	01/09/2018	F	3,500,294 <u>(1)</u>	D	\$ 18.03	3,488,337 <u>(2)</u>	D	
Common Stock, \$0.001 par value						3,477,422 <u>(3)</u>	I	By RS Irrevocable Trust
Common Stock, \$0.001 par value						498,894	I	By CS Family Trust

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Common Stock, \$0.001 par value	28,907	I	By 401(k)
Common Stock, \$0.001 par value	40,000 ⁽⁴⁾	I	By ROTH IRA
Common Stock, \$0.001 par value	9,523	I	By Spouse
Common Stock, \$0.001 par value	170,473	I	By Shrotriya Gift Trust
Common Stock, \$0.001 par value	67,144	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)	\$ 11.34	01/09/2018		M	8,818	12/19/2015 12/17/2020	Common Stock 8,818
Stock Option Exercise	\$ 7.24	01/09/2018		M	27,624	12/19/2017 12/17/2020	Common Stock 27,624

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(Right to Buy)

Stock Option Exercise (Right to Buy)	\$ 4.65	01/09/2018	M	478,495	01/08/2013	01/08/2020	Common Stock	478,495
Stock Option Exercise (Right to Buy)	\$ 3.92	01/09/2018	M	500,000	07/01/2013	07/01/2020	Common Stock	500,000
Stock Option Exercise (Right to Buy)	\$ 6.87	01/09/2018	M	985,444	01/03/2014	12/17/2020	Common Stock	985,444
Stock Option Exercise (Right to Buy)	\$ 8.27	01/09/2018	M	500,000	06/12/2014	12/17/2020	Common Stock	500,000
Stock Option Exercise (Right to Buy)	\$ 11.34	01/09/2018	M	955,847	12/19/2015	12/17/2020	Common Stock	955,847
Stock Option Exercise (Right to Buy)	\$ 9.18	01/09/2018	M	650,000	12/13/2016	12/17/2020	Common Stock	650,000
Stock Option Exercise (Right to Buy)	\$ 7.24	01/09/2018	M	622,376	12/19/2017	12/17/2020	Common Stock	622,376
Stock Option Exercise (Right to Buy)	\$ 5.86	01/09/2018	M	412,500	12/17/2017	12/17/2020	Common Stock	412,500
Stock Option Exercise (Right to Buy)	\$ 6.69	01/09/2018	M	58,480	12/17/2017	12/17/2020	Common Stock	58,480

Buy)

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			

Signatures

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

01/11/2018

__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) Represents shares withheld by Spectrum to satisfy the Reporting Person's payment of the exercise price and 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.
- (2) Upon completion of the proposed contribution of shares to the RS Irrevocable Trust referenced in footnote 3 below, the shares included in this Form 4 shall all be held indirectly by the Reporting Person.
- (3) Includes 1,627,888 shares previously owned directly which the reporting person contributed to the RS Irrevocable Trust on December 29, 2017 and 1,762,320 shares exercised by the reporting person on January 9, 2018 and reported on this Form 4.
- (4) Includes 40,000 shares previously owned directly which the reporting person contributed to a ROTH IRA.

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.