

SHROTRIYA RAJESH C MD

Form 4

December 30, 2011

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)
12/29/2011

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

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 Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Stock	12/29/2011		M		12,000 A \$ 4.75		D
Common Stock	12/29/2011		M		17,500 A \$ 4.9		D
Common Stock	12/29/2011		M		18,552 A \$ 1.99		D
Common Stock	12/29/2011		M		70,752 A \$ 4.23		D
Common Stock	12/29/2011		M		17,985 A \$ 5.53		D

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Common Stock	12/29/2011	M	37,500	A	\$ 1.43	2,475,818	D
Common Stock	12/29/2011	M	31,547	A	\$ 1.47	2,507,365	D

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option Exercise (Right to Buy)	\$ 4.75	12/29/2011		M	12,000	03/17/2003 06/17/2012	Common Stock	12,000	
Stock Option Exercise (Right to Buy)	\$ 4.9	12/29/2011		M	17,500	09/12/2003 09/12/2013	Common Stock	17,500	
Stock Option Exercise (Right to Buy)	\$ 1.99	12/29/2011		M	18,552	09/05/2006 09/05/2013	Common Stock	18,552	
Stock Option Exercise (Right to Buy)	\$ 4.23	12/29/2011		M	70,752	01/01/2009 01/01/2016	Common Stock	70,752	
Stock Option Exercise	\$ 5.53	12/29/2011		M	17,985	01/01/2010 01/01/2017	Common Stock	17,985	

(Right to Buy)

Stock Option

Exercise	\$ 1.43	12/29/2011	M	37,500	12/06/2011	12/06/2018	Common Stock	37,500
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(Right to Buy)

Stock Option

Exercise	\$ 1.47	12/29/2011	M	31,547	<u>(1)</u>	01/16/2019	Common Stock	31,547
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(Right to 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		Chairman, CEO & President	

Signatures

/s/ Brett L. Scott, attorney-in-fact	12/30/2011
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__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 option shares vested on January 16, 2009. The remaining option shares will vest in equal annual increments 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.

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