

Krassner Stuart Mitchell
 Form 4
 July 18, 2017

FORM 4

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

OMB APPROVAL

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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 *
 Krassner Stuart Mitchell

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 AVENUE, SUITE 240
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 07/17/2017

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

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock, \$0.001 par value | 07/17/2017 | | M | 15,000 | A | \$ 6.9 | 67,444 | D |
| Common Stock, \$0.001 par value | 07/17/2017 | | F | 13,745 ⁽¹⁾ | D | \$ 7.53 | 53,699 | D |
| Common Stock, \$0.001 par | 07/17/2017 | | F | 442 ⁽²⁾ | D | \$ 7.53 | 53,257 | D |

value

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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option Exercise (Right to Buy) | \$ 6.9 | 07/17/2017 | | M | 15,000 | <u>(3)</u> 07/17/2017 | Common Stock | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Krassner Stuart Mitchell 11500 S. EASTERN AVENUE SUITE 240 HENDERSON, NV 89052 | X | | | |

Signatures

/s/ Kurt A. Gustafson, attorney-in-fact for Stuart M. Krassner

07/18/2017

**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) Represents shares withheld by Spectrum to satisfy the Reporting Person's payment of the exercise price. The shares have not been sold by the Reporting Person or by Spectrum. The shares have been cancelled by the transfer agent.

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- (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.

- The stock option, representing the right to purchase a total of 15,000 shares of common stock, was granted on July 20, 2007. The stock option became exercisable as to 3,750 shares on July 20, 2007, 3,750 shares on July 20, 2008, 3,750 shares on July 20, 2009, and 3,750 shares on July 20, 2010.

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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