

SHROTRIYA RAJESH C MD  
 Form 5  
 February 14, 2013

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2012

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

11500 S. EASTERN AVE., SUITE 240

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

HENDERSON, NV 89052

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|--|
|                                 |                                      |  |                                | (A) or (D) Amount   | Price  |  |  |
| Common Stock, \$.001 Par Value  | 07/13/2012                           | ^  | G <sup>(1)</sup>               | 4,827 D   | \$ 0 1,484,106   | D  | ^  |
| Common Stock, \$.001 Par Value  | 07/13/2012                           | ^  | G <sup>(2)</sup>               | 1,609 D   | \$ 0 1,484,106   | D  | ^  |

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|                                 |            |   |                  |         |   |      |           |   |   |
|---------------------------------|------------|---|------------------|---------|---|------|-----------|---|---|
| Common Stock, \$0.001 Par Value | 12/18/2012 | Â | G <sup>(3)</sup> | 455,516 | D | \$ 0 | 1,484,106 | D | Â   |
| Common Stock, \$0.001 Par Value | 12/18/2012 | Â | G <sup>(3)</sup> | 455,516 | A | \$ 0 | 9,523     | I | By Spouse                                     |
| Common Stock, \$0.001 Par Value | 12/18/2012 | Â | G <sup>(4)</sup> | 445,993 | D | \$ 0 | 9,523     | I | By Spouse                                     |
| Common Stock, \$0.001 Par Value | 12/18/2012 | Â | G <sup>(4)</sup> | 445,993 | A | \$ 0 | 445,993   | I | By CS Family Trust <sup>(4)</sup>             |
| Common Stock, \$0.001 Par Value | 12/18/2012 | Â | G <sup>(5)</sup> | 10,676  | D | \$ 0 | 1,484,106 | D | Â   |
| Common Stock, \$0.001 Par Value | 12/18/2012 | Â | G <sup>(5)</sup> | 10,676  | A | \$ 0 | 10,676    | I | By Shrotriya Gift Trust <sup>(5)</sup>        |
| Common Stock, \$0.001 Par Value | 12/20/2012 | Â | G <sup>(6)</sup> | 10,000  | D | \$ 0 | 1,484,106 | D | Â   |
| Common Stock, \$0.001 Par Value | 12/20/2012 | Â | G <sup>(6)</sup> | 10,000  | A | \$ 0 | 57,177    | I | By Shrotriya Family Foundation <sup>(6)</sup> |
| Common Stock, \$0.001 Par Value | 12/20/2012 | Â | G <sup>(7)</sup> | 2,823   | D | \$ 0 | 57,177    | I | By Shrotriya Family Foundation <sup>(7)</sup> |
| Common Stock, \$0.001 Par Value | Â          | Â | Â                | Â       | Â | Â    | 22,011    | I | By 401(k) plan                                |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (9-02)

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**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. Price of Derivative Security (Instr. 5) | 9. Price of Underlying Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares                 |  |

## 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 | Â X           | Â X       | Â Chairman, CEO & President | Â     |

## Signatures

Brett L. Scott, attorney-in-fact for Rajesh C. Shrotriya  
 Date: 02/14/2013

\_\_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) This transaction involved a gift of securities by the reporting person to his adult children and daughter-in-law, who do not share the reporting person's household. The reporting person disclaims beneficial ownership of the shares held by his adult children and daughter-in-law, and this report should not be deemed an admission that the reporting person is the beneficial owner of his children's or daughter-in-law's shares for purposes of Section 16 or any other purpose.
  - (2) This transaction involved a gift of securities by the reporting person to a trust for the benefit of his grandson, who does not share the reporting person's household. The reporting person disclaims beneficial ownership of the shares held by this trust, and this report should not be deemed an admission that the reporting person is the beneficial owner of the trust's shares for purposes of Section 16 or any other purpose.
  - (3) Transfer to spouse for estate planning purposes.
  - (4) Transfer for estate planning purposes by spouse to the CS Family Trust. The reporting person has an indirect beneficial ownership as trustee of the CS Family Trust.
  - (5) Transfer to Shrotriya Gift Trust for estate planning purposes. Indirect beneficial ownership through spouse, who serves as trustee of the Shrotriya Gift Trust.

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- (6) This transaction involved a gift of securities by the reporting person to the Shrotriya Family Foundation, a Nevada nonprofit corporation. The reporting person has an indirect beneficial ownership, as a director and officer of the Shrotriya Family Foundation, a Nevada nonprofit corporation.
- (7) This transaction involved a gift of securities by the Shrotriya Family Foundation, a Nevada nonprofit corporation, to three not-for-profit charitable organizations. The reporting person has an indirect beneficial ownership, as a director and officer of the Shrotriya Family Foundation, a Nevada nonprofit corporation.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.