

SPECTRUM PHARMACEUTICALS INC  
Form SC 13G  
December 15, 2008

**SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**SCHEDULE 13G  
(Rule 13d-102)**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b) (c) AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO 13d-2(b)  
(Amendment No. )\***

**Spectrum Pharmaceuticals, Inc.**

(Name of Issuer)

**Common Stock**

(Title of Class of Securities)

**84763A108**

(CUSIP Number)

**December 4, 2008**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see the Notes*).



CUSIP No. 84763A108

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1 NAME OF REPORTING PERSON:  
**Biotechnology Value Fund, L.P.**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)  x  
 (b)  o

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
**Delaware**

|  |   |  |  |
|--|---|--|--|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED<br>BY<br>EACH<br>REPORTING<br>PERSON<br>WITH: | 5 |  | SOLE VOTING POWER<br><b>0</b>              |
|  | 6 |  | SHARED VOTING POWER<br><b>422,000</b>      |
|  | 7 |  | SOLE DISPOSITIVE POWER<br><b>0</b>         |
|  | 8 |  | SHARED DISPOSITIVE POWER<br><b>422,000</b> |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
 REPORTING PERSON  
**422,000**

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9)  
 EXCLUDES CERTAIN SHARES\* o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
**1.33%**

12 TYPE OF REPORTING PERSON\*  
**PN**



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1 NAME OF REPORTING PERSON:  
**Biotechnology Value Fund II, L.P.**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)  x  
 (b)  o

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
**Delaware**

|  |   |  |  |
|--|---|--|--|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED<br>BY<br>EACH<br>REPORTING<br>PERSON<br>WITH: | 5 |  | SOLE VOTING POWER<br><b>0</b>              |
|  | 6 |  | SHARED VOTING POWER<br><b>289,000</b>      |
|  | 7 |  | SOLE DISPOSITIVE POWER<br><b>0</b>         |
|  | 8 |  | SHARED DISPOSITIVE POWER<br><b>289,000</b> |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
 REPORTING PERSON  
**289,000**

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9)  
 EXCLUDES CERTAIN SHARES\* o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
**0.91%**

12 TYPE OF REPORTING PERSON\*  
**PN**



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1 NAME OF REPORTING PERSON:  
**BVF Investments, L.L.C.**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)  x  
 (b)  o

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
**Delaware**

|  |   |  |  |
|--|---|--|--|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED<br>BY<br>EACH<br>REPORTING<br>PERSON<br>WITH: | 5 |  | SOLE VOTING POWER<br><b>0</b>                |
|  | 6 |  | SHARED VOTING POWER<br><b>1,036,000</b>      |
|  | 7 |  | SOLE DISPOSITIVE POWER<br><b>0</b>           |
|  | 8 |  | SHARED DISPOSITIVE POWER<br><b>1,036,000</b> |

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
 REPORTING PERSON  
**1,036,000**

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9)  
 EXCLUDES CERTAIN SHARES\* o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
**3.26%**

12 TYPE OF REPORTING PERSON\*  
**OO**





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1 NAME OF REPORTING PERSON:  
**Investment 10, L.L.C.**

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)  x

(b)  o

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
**Illinois**

|  |   |                                       |
|--|---|---------------------------------------|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED<br>BY<br>EACH<br>REPORTING<br>PERSON<br>WITH: | 5 | SOLE VOTING POWER<br><b>0</b>         |
|  | 6 | SHARED VOTING POWER<br><b>106,000</b> |
|  | 7 | SOLE DISPOSITIVE POWER<br><b>0</b>    |
|  | 8 | SHARED DISPOSITIVE POWER              |