

SPECTRUM PHARMACEUTICALS INC
Form 8-K
June 22, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 22, 2012

SPECTRUM PHARMACEUTICALS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction

of Incorporation)

001-35006
(Commission

File Number)

93-0979187
(IRS Employer

Identification No.)

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11500 S. Eastern Ave., Ste. 240,

Henderson, NV
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (702) 835-6300

89052
(Zip Code)

Not Applicable

(Former name or former address if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Dr. Dilip J. Mehta decided not to stand for reelection to the board of directors and, therefore, retired effective as of the date of the 2012 annual meeting.

Item 5.07 Submission of Matters to a Vote of Security Holders.

The Company held its Annual Meeting of Stockholders (the Annual Meeting) on June 22, 2012 at the Company's corporate headquarters located at 11500 S. Eastern Avenue, Suite 240, Henderson, Nevada 89052. As of April 26, 2012, the record date for the Annual Meeting, a total of 59,522,442 shares were entitled to vote, of which a total of 52,164,673 shares were present in person or by proxy at the Annual Meeting constituting a quorum for the conduct of business thereat.

The following sets forth detailed information regarding the voting results at the Annual Meeting for each of the matters voted upon by the stockholders:

Proposal No. 1:

The Company's stockholders elected each of the seven nominees named below to serve on the Company's Board of Directors for a one-year term expiring at the annual meeting of stockholders in 2013 and until their respective successors are duly elected and qualified, or until their earlier resignation or removal.

| Nominee | Votes For | Votes Withheld | Broker Non-Votes |
|---------------------|------------|----------------|------------------|
| Krishan K. Arora | 29,253,732 | 4,826,112 | 18,084,829 |
| Gilles Gagnon | 31,429,924 | 2,649,920 | 18,084,829 |
| Anton Gueth | 32,827,957 | 1,251,887 | 18,084,829 |
| Stuart M. Krassner | 29,250,493 | 4,829,351 | 18,084,829 |
| Luigi Lenaz | 31,128,593 | 2,951,251 | 18,084,829 |
| Anthony E. Maida | 29,282,904 | 4,796,940 | 18,084,829 |
| Rajesh C. Shrotriya | 32,483,732 | 1,596,112 | 18,084,829 |

Proposal No. 2:

The Company's stockholders approved the appointment of Ernst & Young LLP as the independent registered public accounting firm to audit the Company's financial statements for the year ending December 31, 2012.

| Votes For | Votes Against | Abstentions |
|------------|---------------|-------------|
| 50,384,094 | 1,506,950 | 273,629 |

Proposal No. 3:

The Company's stockholders approved by advisory vote the executive compensation detailed in the proxy statement.

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------------|----------------------|--------------------|-------------------------|
| 18,118,259 | 15,588,700 | 372,885 | 18,084,829 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 22, 2012

SPECTRUM PHARMACEUTICALS, INC.

By: /s/ Brett L. Scott
Brett L. Scott
Senior Vice President and Acting Chief

Financial Officer