

SPECTRUM PHARMACEUTICALS INC

Form 8-K

June 26, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 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 20, 2014**

**SPECTRUM PHARMACEUTICALS, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**001-35006**  
**(Commission**

**93-0979187**  
**(IRS Employer**

**of incorporation)**

**File Number)**

**Identification No.)**

**11500 S. Eastern Ave., Ste. 240, Henderson, NV 89052**

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**(Address of principal executive offices, including zip code)**

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

**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 (see General Instruction A.2. below):

- .. 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 1.01 Entry into a Material Definitive Agreement.**

On June 20, 2014, Spectrum Pharmaceuticals, Inc. (the Company ) and Merck & Cie, legal successor of Merck Eprova AG, a Swiss corporation ( Merck ) entered into a First Amendment (the Amendment ) to the License Agreement by and between the Company and Merck dated as of May 23, 2006.

Pursuant to the Amendment, the definition of net sales under the license agreement was updated effective January 1, 2014 (the Amendment Effective Date ) and is intended to match the Company's revenue recognition in accordance with U.S. GAAP. In connection with the transition to the revised definition of net sales from the definition prior to the Amendment, the Company agreed to pay Merck approximately \$1.1 million to reflect royalties on the product Fusilev® that would have become due under the prior definition of net sales after the Amendment Effective Date.

The foregoing description of the Amendment does not purport to be complete and is qualified in its entirety by the Amendment, filed as Exhibit 99.1 hereto and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit No.	Description
99.1	Amendment to License Agreement, dated June 20, 2014, by and between the Registrant and Merck Eprova AG.

**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 26, 2014

**SPECTRUM PHARMACEUTICALS, INC.**

By: /s/ Kurt A. Gustafson  
Kurt A. Gustafson  
Executive Vice President and Chief Financial  
Officer

**EXHIBIT INDEX**

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