

SPECTRUM PHARMACEUTICALS INC

Form 8-K

November 13, 2018

**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): November 9, 2018**

**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.)**

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

89052

(Address of Principal Executive Offices)

(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:

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On November 9, 2018, the Board of Directors (the Board ) of Spectrum Pharmaceuticals, Inc. (the Company ), approved a resolution increasing the authorized number of directors constituting the Board from eight members to nine members in accordance with the terms of Article III, Section 2 of the Third Amended and Restated Bylaws of the Company and appointed Jeffrey L. Vacirca, M.D. to fill the newly created directorship and to serve on the Board until the Company's next annual meeting of stockholders or until his respective successor is elected and qualified. As of the date of this filing, we do not presently contemplate that Dr. Vacirca will be appointed to serve on any standing committee of the Board.

There are no arrangements or understandings between Dr. Vacirca and any other persons pursuant to which he was elected to serve on the Board.

In connection with the appointment of Dr. Vacirca to the Board, he also entered into the Company's standard form of indemnification agreement providing for indemnification and advancement of expenses to the fullest extent permitted by the General Corporation Law of the State of Delaware.

Dr. Vacirca shall receive fees, compensation and equity awards in accordance with the terms of the Company's compensation policy for directors, which was disclosed in the Company's definitive proxy statement on Schedule 14A filed with the SEC on May 7, 2018, the terms of which are incorporated by reference herein.

**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.

**SPECTRUM PHARMACEUTICALS, INC.**

Date: November 13, 2018

By: /s/ Kurt A. Gustafson  
Kurt A. Gustafson

Executive Vice President and Chief Financial  
Officer