

SPECTRUM PHARMACEUTICALS INC  
Form 8-K  
January 07, 2011

**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): January 3, 2011**

**SPECTRUM PHARMACEUTICALS, INC.**  
(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other Jurisdiction of Incorporation)	<b>001-35006</b> (Commission File Number)	<b>93-0979187</b> (IRS Employer Identification No.)
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<b>157 Technology Drive, Irvine, CA</b> (Address of Principal Executive Offices)	<b>92618</b> (Zip Code)
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Registrant's telephone number, including area code: **(949) 788-6700**

**N/A**  
(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.**

The year 2010 was one of the best years of growth in the history of Spectrum Pharmaceuticals, Inc. (the Company). All of the goals and objectives that were established by the Board of Directors of the Company (the Board) for the Company's Chief Executive Officer (CEO) and the Company at the beginning of the year were either met or exceeded. Among other objectives, the major goals included: at least 25% growth in Zevalin sales revenues; filing of a response to the U.S. Food and Drug Administration for Fusilev's colorectal cancer indication; acquiring a late stage strategic anti-cancer drug in pivotal trials; recruiting top talent; streamlining operations; managing cash flows; and maintaining tight control over expenses.

On January 3, 2011, the Compensation Committee of the Board (the Committee) of the Company determined that the Company materially accomplished all of these major goals established at the outset of 2010. The Company's financial performance in fiscal 2010 contributed to an appreciation of the Company's stock price by approximately 60% in 2010 and an increase in the Company's market cap from approximately \$215 million to approximately \$350 million. In addition, the Company flourished despite continued economic turmoil and the troubled economic climate in 2010. Following its completion of the licensing of Belinostat in early 2010, the Company has two marketed proprietary oncology products and two late stage products in phase 3 clinical trials which, coupled with the leadership of a strong management team with an excellent track record of success, has contributed to the Company being in the best financial condition in its history.

Based on the foregoing assessment of the Company's performance, the Committee, on January 3, 2011, used its discretion in determining performance awards for the Company's principal executive officer, principal financial officer and other named executive officers. Fiscal 2010 cash bonuses and fiscal 2011 base salaries (effective January 1, 2011) are as set forth in the table below:

<b>Name</b>	<b>Position</b>	<b>Fiscal 2011 Salary (\$)</b>	<b>Cash Bonus Award (\$)</b>
Rajesh Shrotriya	Chairman, Chief Executive Officer and President	700,000	950,000
Brett Scott	Senior Vice President and Acting Chief Financial Officer	225,000	
Shyam Kumaria	Senior Vice President, Finance	305,000	100,000
George Tidmarsh	Senior Vice President and Chief Scientific Officer	400,000	50,000
James Shields	Senior Vice President and Chief Commercial Officer	240,000	35,000

In determining compensation for the Company's named executive officers, the Committee evaluated the executive officers' performance based primarily on individual contributions toward the advancement of the Company's business objectives. In addition, the Committee used broad-based third party surveys to obtain a general understanding of current compensation practices, and benchmarked the Company's executive officer compensation levels against similarly situated companies. The Committee's determination of individual performance awards took into account the recommendations of Dr. Rajesh Shrotriya, the CEO, with respect to the individual performance of other named executive officers as to whether such executive officers substantially achieved the stated objectives or overperformed or underperformed with respect to corporate objectives that were deemed to be important to the success of the Company.

**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.

Meeting	Proposal	by Issuer	Vote Cast	Vote	Against	Description of Matter to be Voted	or (Yes or (1	Holder Abstain) A
Symbol	CUSIP	Date	Date	Type	Number	On		
ICBN	44923M103	9/20/2012	7/31/2012	Annual	1	APPROVING PRINCIPAL TERMS OF AN AGREEMENT AND PLAN OF MERGER AMONG STARBUCK BANCSHARES, INC., ICB MERGER SUB CORP., AND ICBF AS MAY BE AMENDED FROM TIME TO TIME ("MERGER AGREEMENT"), AND THE PRINCIPAL TERMS OF THE MERGER OF ICB MERGER SUB CORP. WITH AND INTO ICBF, WITH ICBF CONTINUING AS THE SURVIVING COMPANY AND AS A WHOLLY-OWNED SUBSIDIARY OF STARBUCK BANCSHARES, INC.	Issuer	Yes
					2	APPROVING THE GRANT OF DISCRETIONARY AUTHORITY TO ADJOURN THE ICBF ANNUAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE ANNUAL MEETING OF ICBF TO APPROVE THE PRINCIPAL TERMS OF THE MERGER AGREEMENT AND THE MERGER.	Issuer	Abstain
					3	Election of directors. Nominees:		
						1) GLENDA M. BAYLESS	Issuer	Yes
						2) JAMES S. COOPER	Issuer	Yes
						3) KENNETH R. LEHMAN	Issuer	Yes
						4) BYRON R. MATTESON	Issuer	Yes

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5) RONALD J. MAYER Issuer Yes  
 6) A.G. THEODOROU, D.D.S. Issuer Yes  
 7) EUGENE H. WOOD Issuer Yes  
 8) ROBERT H. ZIPRICK Issuer Yes

4 APPROVING AN ADVISORY (NON-BINDING) PROPOSAL TO RATIFY ICBF'S COMPENSATION OF ITS EXECUTIVE OFFICERS. Issuer Yes

5 APPROVING A PROPOSAL TO RATIFY THE SELECTION OF SQUAR, MILNER, PETERSON, MIRANDA & WILLIAMSON, LLP ("SQUAR MILNER") TO SERVE AS ICBF'S INDEPENDENT PUBLIC ACCOUNTANTS FOR 2012. Issuer Yes

6 TO TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE ANNUAL MEETING AND AT ANY ADJOURNMENTS THEREOF. Issuer Abstain A

EBMT 26942G100 10/18/2012 9/6/2012 Annual 1 Election of directors. Nominees:

1) THOMAS J. MCCARVEL Issuer Yes  
 2) JAMES A. MAIERLE Issuer Yes

2 RATIFICATION OF THE APPOINTMENT OF DAVIS, KINARD & CO., P.C. AS EAGLE BANCORP MONTANA INC.'S INDEPENDENT AUDITORS FOR THE FISCAL YEAR ENDING JUNE 30, 2013 Issuer Yes

WLBC 961443108 10/17/2012 9/10/2012 Special 1 TO ADOPT THE AGREEMENT AND PLAN OF MERGER, DATED AS OF AUGUST 17, 2012, BY AND BETWEEN WESTERN ALLIANCE BANCORPORATION AND WESTERN LIBERTY BANCORP, PURSUANT TO WHICH WESTERN LIBERTY BANCORP WILL MERGE WITH AND INTO WESTERN ALLIANCE BANCORPORATION WITH WESTERN ALLIANCE BANCORPORATION Issuer Yes

SURVIVING THE MERGER, AS DESCRIBED IN THE PROXY STATEMENT/PROSPECTUS.

2	TO VOTE, ON AN ADVISORY (NONBINDING) BASIS, TO APPROVE THE COMPENSATION THAT MAY BE PAID OR BECOME PAYABLE TO WESTERN LIBERTY'S NAMED EXECUTIVE OFFICERS IN CONNECTION WITH THE MERGER, AND THE AGREEMENTS AND UNDERSTANDINGS PURSUANT TO WHICH SUCH COMPENSATION MAY BE PAID OR BECOME PAYABLE.	Issuer	Yes
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3	TO APPROVE ANY ADJOURNMENTS OR POSTPONEMENTS OF THE MEETING, INCLUDING, WITHOUT LIMITATION, A MOTION TO ADJOURN THE SPECIAL MEETING TO ANOTHER TIME AND/OR PLACE FOR THE PURPOSE OF SOLICITING ADDITIONAL PROXIES IN ORDER TO APPROVE THE FOREGOING PROPOSALS.	Issuer	Abstain	A
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CARV	146875604	9/27/2012	8/7/2012	Annual	1	Election of directors. Nominees:
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1)	DR. SAMUEL J. DANIEL	Issuer	Yes
2)	MR. ROBERT R. TARTER	Issuer	Yes

2	TO RATIFY THE APPOINTMENT OF KPMG LLP AS INDEPENDENT AUDITORS FOR CARVER FOR THE FISCAL YEAR ENDING MARCH 31, 2013.	Issuer	Yes
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3	ADVISORY (NON-BINDING) APPROVAL OF COMPENSATION OF NAMED EXECUTIVE OFFICERS AS DETERMINED BY THE COMPENSATION COMMITTEE.	Issuer	Yes
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FCVA	319438107	8/22/2012	7/2/2012	Annual	1	Election of directors. Nominees:
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					1) ROBERT G. WATTS, JR.	Issuer	Yes		
					2) DEBRA L. RICHARDSON	Issuer	Yes		
					3) JOHN M. PRESLEY	Issuer	Yes		
				2	PROPOSAL TO AMEND THIS FIRST CAPITAL BANCORP, INC. 2010 STOCK INCENTIVE PLAN TO INCREASE THE AUTHORIZED NUMBER OF SHARES RESERVED FOR ISSUANCE THEREUNDER BY 360,000 SHARES	Issuer	Yes		
				3	PROPOSAL TO APPROVE AN AMENDMENT TO THE COMPANY'S ARTICLES OF INCORPORATION TO AUTHORIZE THE BOARD OF DIRECTORS TO EFFECT A REVERSE STOCK SPLIT OF THE COMPANY'S COMMON STOCK	Issuer	Yes		
				4	PROPOSAL TO APPROVE, IN AN ADVISORY (NON-BINDING) VOTE, THE COMPENSATION OF EXECUTIVES DISCLOSED IN THE PROXY STATEMENT	Issuer	Yes		
				5	PROPOSAL TO RATIFY THE APPOINTMENT OF CHERRY, BEKAERT & HOLLAND	Issuer	Yes		
MLVF	561410101	10/2/2012	8/9/2012	Special	1	APPROVAL A PLAN OF CONVERSION AND REORGANIZATION AND THE TRANSACTIONS CONTEMPLATED THEREBY, ALL AS MORE FULLY DESCRIBED IN THE PROXY STATEMENT.	Issuer	Yes	
					2A.	APPROVAL OF A PROVISION IN THE ARTICLES OF INCORPORATION OF MALVERN BANCORP-NEW PROVIDING FOR THE AUTHORIZED CAPITAL STOCK OF 50,000,000 SHARES OF COMMON STOCK AND 10,000,000 SHARES OF SERIAL PREFERRED STOCK COMPARED TO 15,000,000 SHARES OF COMMON STOCK	Holder	Yes	A

AND 5,000,000 SHARES OF PREFERRED STOCK IN THE CHARTER OF MALVERN FEDERAL BANCORP.

2B. APPROVAL OF A PROVISION IN THE ARTICLES OF INCORPORATION OF MALVERN BANCORP-NEW REQUIRING A SUPER-MAJORITY SHAREHOLDER APPROVAL FOR MERGERS, CONSOLIDATIONS AND SIMILAR TRANSACTIONS, UNLESS THEY HAVE BEEN APPROVED IN ADVANCE BY AT LEAST TWO-THIRDS OF THE BOARD OF DIRECTORS OF MALVERN BANCORP-NEW. Holder Yes A

2C. APPROVAL OF A PROVISION IN THE ARTICLES OF INCORPORATION OF MALVERN BANCORP-NEW REQUIRING A SUPER-MAJORITY SHAREHOLDER APPROVAL OF AMENDMENTS TO CERTAIN PROVISIONS IN THE ARTICLES OF INCORPORATION AND BYLAWS OF MALVERN BANCORP-NEW. Holder Yes A

2D. APPROVAL OF A PROVISION IN ARTICLES OF INCORPORATION OF MALVERN BANCORP-NEW TO LIMIT THE ACQUISITION OF SHARES IN EXCESS OF 10% OF OUTSTANDING VOTING SECURITIES OF MALVERN BANCORP-NEW. Holder Yes A

3 ADJOURNMENT OF THE MEETING, IF NECESSARY, TO SOLICIT ADDITIONAL PROXIES IN EVENT THAT THERE ARE NOT SUFFICIENT VOTES AT MEETING. Issuer Abstain A

HRS 413875105 10/26/20128/31/2012 Annual 1 Election of directors. Nominees:

1) ELECTION OF DIRECTOR: WILLIAM M. BROWN Issuer Yes



	2) ELECTION OF DIRECTOR: PETER W. CHIARELLI	Issuer	Yes
	3) ELECTION OF DIRECTOR: THOMAS A. DATTILO	Issuer	Yes
	4) ELECTION OF DIRECTOR: TERRY D. GROWCOCK	Issuer	Yes
	5) ELECTION OF DIRECTOR: LEWIS HAY III	Issuer	Yes
	6) ELECTION OF DIRECTOR: KAREN KATEN	Issuer	Yes
	7) ELECTION OF DIRECTOR: STEPHEN P. KAUFMAN	Issuer	Yes
	8) ELECTION OF DIRECTOR: LESLIE F. KENNE	Issuer	Yes
	9) ELECTION OF DIRECTOR: DAVID B. RICKARD	Issuer	Yes
	10) ELECTION OF DIRECTOR: JAMES C. STOFFEL	Issuer	Yes
	11) ELECTION OF DIRECTOR: GREGORY T. SWIENTON	Issuer	Yes
	12) ELECTION OF DIRECTOR: HANSEL E. TOOKES II	Issuer	Yes
2	APPROVAL OF THE COMPENSATION OF OUR NAMED EXECUTIVE OFFICERS.	Issuer	Yes
3	APPROVAL OF AN AMENDMENT TO OUR RESTATED CERTIFICATE OF INCORPORATION TO PERMIT HOLDERS OF 25% OF OUR OUTSTANDING SHARES OF COMMON STOCK TO CALL SPECIAL MEETINGS OF SHAREHOLDERS.	Issuer	Yes
4	THE RATIFICATION OF THE APPOINTMENT BY OUR AUDIT COMMITTEE OF ERNST & YOUNG LLP AS OUR INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL YEAR 2013.	Issuer	Yes

HBNK	40867E107	11/6/2012	9/19/2012	Annual	1	Election of directors. Nominees:		
						1) JUDITH E. KENNEDY	Issuer	Yes
						2) RICHARD J. KOS	Issuer	Yes
						3) KATHLEEN O'BRIEN MOORE	Issuer	Yes
					2	TO RATIFY THE APPOINTMENT OF WOLF & COMPANY, P.C. AS THE	Issuer	Yes

COMPANY'S INDEPENDENT  
AUDITORS FOR THE YEAR  
ENDING JUNE 30, 2013.

3	TO EXPLORE AVENUES TO ENHANCE SHAREHOLDER VALUE THROUGH AN EXTRA-ORDINARY TRANSACTION (DEFINED HERE AS A TRANSACTION NOT IN THE ORDINARY COURSE OF BUSINESS OPERATIONS) INCLUDING, BUT NOT LIMITED TO, SELLING OR MERGING THE COMPANY WITH ANOTHER INSTITUTION.	Issuer	Yes
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OSBK	68764U106 11/14/20129/14/2012Special	1	TO APPROVE AN AGREEMENT AND PLAN OF MERGER, DATED AS OF JULY 27, 2012, BETWEEN AMERICAN BANCORPORATION, INC. AND OSAGE BANCSHARES, INC. AND THE TRANSACTIONS CONTEMPLATED THEREBY.	Issuer	Yes
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2	TO APPROVE AN ADJOURNMENT OF THE SPECIAL MEETING, IF NECESSARY, TO PERMIT FURTHER SOLICITATION OF PROXIES IF THERE ARE NOT SUFFICIENT VOTES AT THE TIME OF THE SPECIAL MEETING TO APPROVE THE MERGER AGREEMENT.	Issuer	Abstain A
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CSCO	17275R102 11/15/20129/17/2012Annual	1	Election of directors. Nominees:		
			1) ELECTION OF DIRECTOR: CAROL A. BARTZ	Issuer	Yes
			2) ELECTION OF DIRECTOR: MARC BENIOFF	Issuer	Yes
			3) ELECTION OF DIRECTOR: M. MICHELE BURNS	Issuer	Yes
			4) ELECTION OF DIRECTOR: MICHAEL D. CAPELLAS	Issuer	Yes
			5) ELECTION OF DIRECTOR: LARRY R. CARTER	Issuer	Yes
			6) ELECTION OF DIRECTOR: JOHN T. CHAMBERS	Issuer	Yes
				Issuer	Yes

	7) ELECTION OF DIRECTOR: BRIAN L. HALLA		
	8) ELECTION OF DIRECTOR: DR. JOHN L. HENNESSY	Issuer	Yes
	9) ELECTION OF DIRECTOR: DR. KRISTINA M. JOHNSON	Issuer	Yes
	10) ELECTION OF DIRECTOR: RICHARD M. KOVACEVICH	Issuer	Yes
	11) ELECTION OF DIRECTOR: RODERICK C. MCGEARY	Issuer	Yes
	12) ELECTION OF DIRECTOR: ARUN SARIN	Issuer	Yes
	13) ELECTION OF DIRECTOR: STEVEN M. WEST	Issuer	Yes
2	APPROVAL OF AMENDMENT AND RESTATEMENT OF THE EXECUTIVE INCENTIVE PLAN.	Issuer	Yes
3	APPROVAL, ON AN ADVISORY BASIS, OF EXECUTIVE COMPENSATION.	Issuer	Yes
4	RATIFICATION OF PRICEWATERHOUSECOOPERS LLP AS CISCO'S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR FISCAL 2013.	Issuer	Yes