

<b>OMB APPROVAL</b>	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <b>SPECTRUM PHARMACEUTICALS INC</b>  _____ (Last) (First) (Middle) <b>11500 S. EASTERN AVE.</b> <b>SUITE 240</b> _____ (Street) <b>HENDERSON NV 89052</b> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>CASI Pharmaceuticals, Inc. [ CASI ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>04/02/2019</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/02/2019		J <sup>(1)</sup>		1,500,000	D	\$3.3828	5,397,413	D	
Common Stock								4,650,262	I	See footnote <sup>(2)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <b>SPECTRUM PHARMACEUTICALS INC</b>  _____ (Last) (First) (Middle) <b>11500 S. EASTERN AVE.</b> <b>SUITE 240</b> _____ (Street) <b>HENDERSON NV 89052</b> _____ (City) (State) (Zip)		
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1. Name and Address of Reporting Person\*

[Spectrum Pharmaceuticals Cayman, L.P.](#)

(Last) (First) (Middle)

11500 S. EASTERN AVE.  
SUITE 240

(Street)

HENDERSON NV 89052

(City) (State) (Zip)

**Explanation of Responses:**

1. Spectrum Pharmaceuticals, Inc. ("Spectrum") previously entered into a preliminary contract with an unaffiliated third party broker under which the broker agreed to affect short sales of up to 1,500,000 shares of CASI common stock in the open market, and Spectrum agreed, upon the broker's completion of the short sales, to sell to the broker up to 1,500,000 shares of CASI common stock at a price based on the volume weighted average price of the broker short sales. In a separate agreement, Spectrum also pledged to the broker, as collateral for its obligations under the preliminary contract, 1,500,000 shares of CASI common stock ("Pledged Shares"). Spectrum retained dividend and voting rights in the Pledged Shares during the pledge. On April 2, 2019, Spectrum received an acceleration notice related to the preliminary contract. The acceleration notice obligates Spectrum to deliver to the broker 1,500,000 shares of CASI common stock on the settlement date specified therein (April 4, 2019).

2. These securities are owned directly by Spectrum Pharmaceuticals Cayman, L.P. ("Cayman"), which is owned 99% by Spectrum and 1% by Spectrum Pharmaceuticals International Holdings, LLC, a Delaware limited liability company. As a result, Spectrum may be deemed to share voting and dispositive power over 4,650,262 of the reported securities owned by Cayman. Spectrum disclaims beneficial ownership in the shares held directly by Cayman except to the extent of its pecuniary interest therein.

**Remarks:**

[By: /s/ Kurt A. Gustafson,](#)  
[attorney-in-fact for Spectrum](#) [04/04/2019](#)  
[Pharmaceuticals, Inc.](#)

[By: /s/ Kurt A. Gustafson,](#)  
[attorney-in-fact for Spectrum](#) [04/04/2019](#)  
[Pharmaceuticals Cayman, L.P.](#)

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**