# 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): August 2, 2004

## Array BioPharma Inc.

(Exact name of registrant as specified in its charter)

## Delaware

(State or Other Jurisdiction of Incorporation)

## 000-31979

(Commission
File Number)

84-1460811
(IRS Employer Identification No.)

80301
(Zip Code)
(Address of Principal Executive
Offices)

Registrant s telephone number, including area code: (303) 381-6600
(Former Name or Former Address, if Changed Since Last Report)

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## ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On August 2, 2004, the registrant issued a press release reporting financial results for the fourth quarter and full year of fiscal 2004, the full text of which is attached hereto as Exhibit 99.1.

The information in this Form 8-K and the exhibit attached hereto shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

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## SIGNATURES

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.

## ARRAY BIOPHARMA INC.

Date: August 2, 2004
By:
/s/ Robert E. Conway
Robert E. Conway
Chief Executive Officer

## EXHIBIT INDEX

Exhibit No.
99.1

Press release dated August 2, 2004 entitled Array BioPharma Reports Financial Results For The Fourth Quarter And Full Year Of Fiscal 2004

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