

ARRAY BIOPHARMA INC  
Form 8-K  
February 01, 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 31, 2011**

**Array BioPharma Inc.**  
*(Exact Name of Registrant as Specified in Its Charter)*

**Delaware** **84-1460811**  
*(State or Other Jurisdiction of* *(I.R.S. Employer Identification No.)*  
*Incorporation or Organization)*

**3200 Walnut Street, Boulder, CO 80301**  
*(Address of Principal Executive Offices) (Zip Code)*

**(303) 381-6600**  
*(Registrant's Telephone Number, Including Area Code)*

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 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

On January 31, 2011, Array BioPharma Inc. issued a press release reporting financial results for the second quarter of fiscal 2011, 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.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

99.1 Press release dated January 31, 2011 entitled “Array BioPharma Reports Financial Results for the Second Quarter of Fiscal 2011.”

---

**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: January 31, 2011      By: /s/ R. Michael Carruthers

R. Michael Carruthers

Chief Financial Officer

---

**EXHIBIT INDEX**

**Exhibit No.**

99.1 Press release dated January 31, 2011 entitled “Array BioPharma Reports Financial Results for the Second Quarter of Fiscal 2011”