

ARRAY BIOPHARMA INC  
Form 8-K  
April 23, 2007

---

---

**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): **April 23, 2007**

**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.)

**3200 Walnut Street, Boulder, Colorado**  
(Address of Principal Executive Offices)

**80301**  
(Zip Code)

Registrant's telephone number, including area code: **(303) 381-6600**

(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 (*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 8.01. Other Events**

On April 23, 2007, Array BioPharma Inc. issued a press release announcing that it has filed a preliminary prospectus supplement with the Securities and Exchange Commission for the sale of 7,000,000 shares of its common stock in an underwritten public offering pursuant to an existing shelf registration statement. The full text of this press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d)

Exhibits.

99.1

Press release dated April 23, 2007 entitled "Array BioPharma Inc. Announces Proposed Public Offering of Common Stock."

**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: April 23, 2007

By: /s/ Robert E. Conway

---

Robert E. Conway  
Chief Executive Officer

3

---

**EXHIBIT INDEX**

**Exhibit No.**

---

99.1 Press release dated April 23, 2007 entitled "Array BioPharma Inc. Announces Proposed Public Offering of Common Stock."

4

---