
**UNITED STATES
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): December 15, 2016

PUMA BIOTECHNOLOGY, INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction
of incorporation)

001-35703
(Commission
File Number)

77-0683487
(IRS Employer
Identification No.)

**10880 Wilshire Boulevard, Suite 2150
Los Angeles, California 90024**
(Address of principal executive offices) (Zip Code)

(424) 248-6500
(Registrant's telephone number, including area code)

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))
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Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On December 15, 2016, the Board of Directors of Puma Biotechnology, Inc. (the “Company”) authorized the Company to transfer the listing of its common stock, par value \$0.0001 per share (“Common Stock”), from The New York Stock Exchange (the “NYSE”) to The NASDAQ Stock Market (“NASDAQ”). On December 19, 2016, the Company provided written notice to the NYSE of its intention to voluntarily delist its Common Stock from the NYSE and to list its Common Stock on NASDAQ. The Company expects the listing and trading of its Common Stock on the NYSE to cease at the close of trading on December 30, 2016 and that trading of its Common stock will commence on NASDAQ on the next business day, January 3, 2017. The Company’s Common Stock has been approved for listing on NASDAQ and will continue to trade under the stock symbol “PBYI.”

A copy of the press release issued by the Company in connection with the transfer of the listing of its Common Stock from the NYSE to NASDAQ is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release dated December 19, 2016

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.

PUMA BIOTECHNOLOGY, INC.

Date: December 19, 2016

By: /s/ Alan H. Auerbach

Alan H. Auerbach

Chief Executive Officer and President

EXHIBIT INDEX

**Exhibit
No.**

Description

99.1 Press Release dated December 19, 2016



News Release

Puma Biotechnology to Move Stock Exchange Listing to Nasdaq

Ticker symbol to remain PBVI

LOS ANGELES, Calif., Dec. 19, 2016 – Puma Biotechnology, Inc. (NYSE: PBVI), a biopharmaceutical company, announced that it will voluntarily move its stock exchange listing from the New York Stock Exchange to the Nasdaq Stock Market. Nasdaq has three market tiers: the Nasdaq Global Select Market, the Nasdaq Global Market (formerly the Nasdaq National Market) and the Nasdaq Capital Market (formerly the Nasdaq SmallCap Market). Puma's common stock will be traded on the Nasdaq Global Select Market, which is for public companies that meet the highest standards with measures including market value and liquidity. The move is expected to become effective on or about January 3, 2017, and the Company's common stock will continue to trade under the ticker symbol "PBVI."

"Nasdaq is considered a great fit for Puma as it is home to many world-class biopharmaceutical companies," said Alan H. Auerbach, Chief Executive Officer and President of Puma Biotechnology. "This move will enhance Puma's public visibility while offering efficient access to a portfolio of tools and opportunities to our stockholders. In addition, our Company will also benefit from cost savings associated with the move in 2017 and beyond."

"Puma Biotechnology has been driving the innovation in the biopharmaceutical industry with its development of cancer therapies," said Nelson Griggs, Executive Vice President, Global Listings, Nasdaq. "As home to the leading healthcare companies, we are excited to be their exchange partner as the Company strives to improve the quality of treatment with deep understanding of disease and full commitment to patients."

About Puma Biotechnology

Puma Biotechnology, Inc. is a biopharmaceutical company with a focus on the development and commercialization of innovative products to enhance cancer care. The Company in-licenses the global development and commercialization rights to three drug candidates—PB272 (neratinib (oral)), PB272 (neratinib (intravenous)) and PB357. Neratinib is a potent irreversible tyrosine kinase inhibitor that blocks signal transduction through the epidermal growth factor receptors, HER1, HER2 and HER4. Currently, the Company is primarily focused on the development of the oral version of neratinib, and its most advanced drug candidates are directed at the treatment of HER2-positive breast cancer. The Company believes that neratinib has clinical application in the treatment of several other cancers as well, including non-small cell lung cancer and other tumor types that over-express or have a mutation in HER2.

Further information about Puma Biotechnology may be found at www.pumabiotechnology.com.

Forward-Looking Statements:

This press release contains forward-looking statements that involve risks and uncertainties that could cause the Company's actual results to differ materially from the anticipated results and expectations expressed in these forward-looking statements. These statements are based on current expectations, forecasts and assumptions, and actual outcomes and results could differ materially from these statements due to a number of factors, which include, but are not limited to, the risk factors disclosed in the periodic reports filed by the Company with the Securities and Exchange Commission from time to time. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. The Company assumes no obligation to update these forward-looking statements, except as required by law.

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