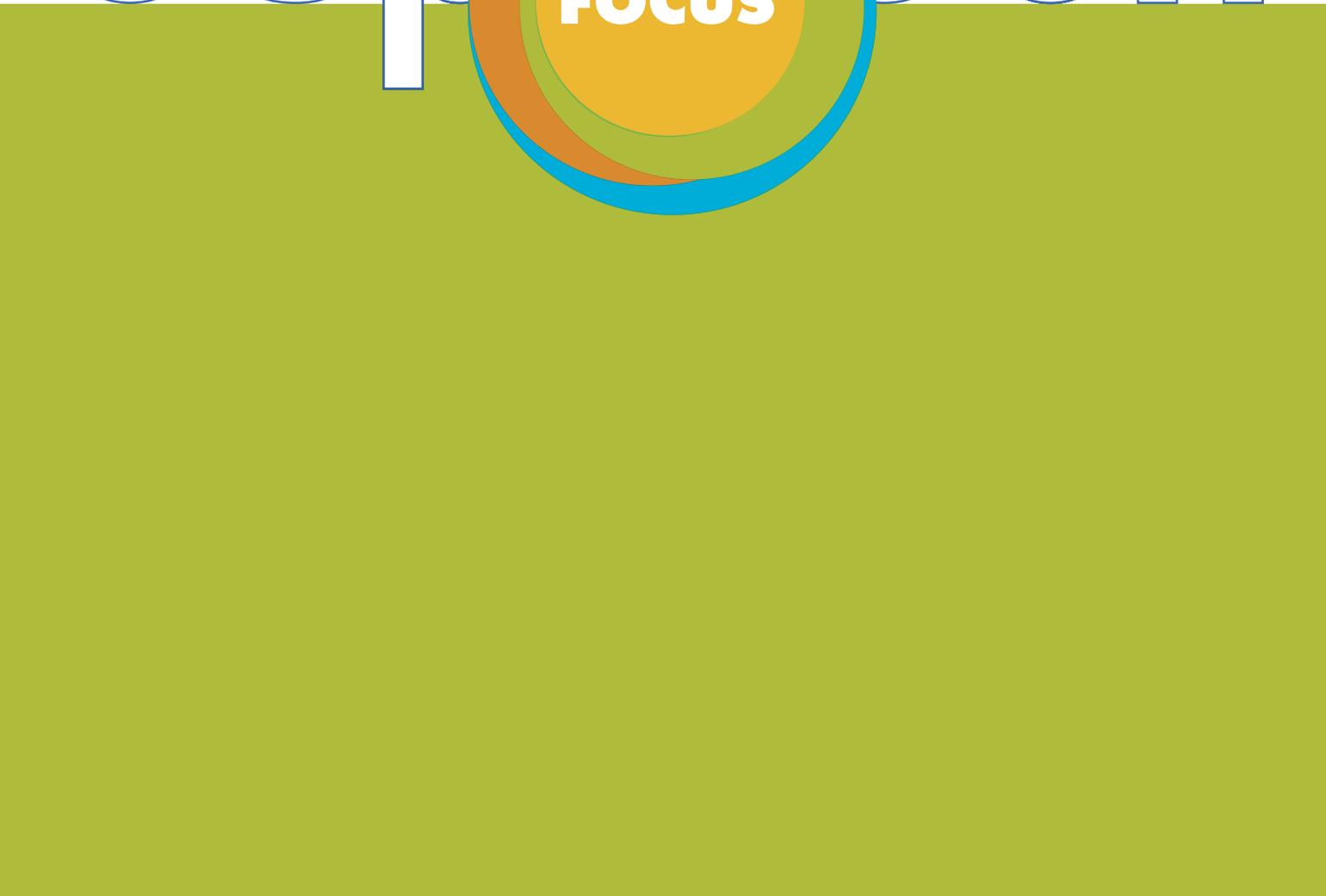
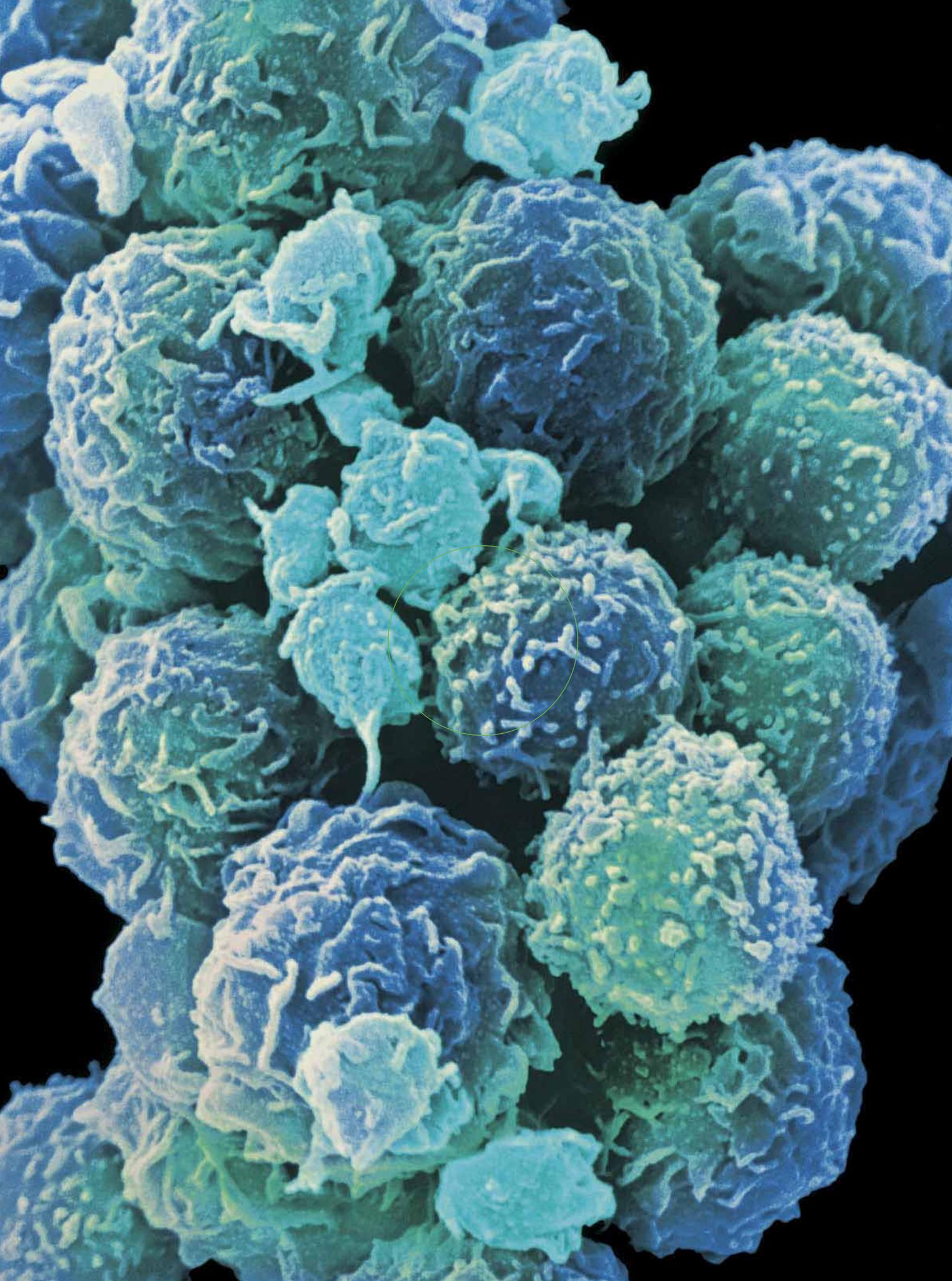
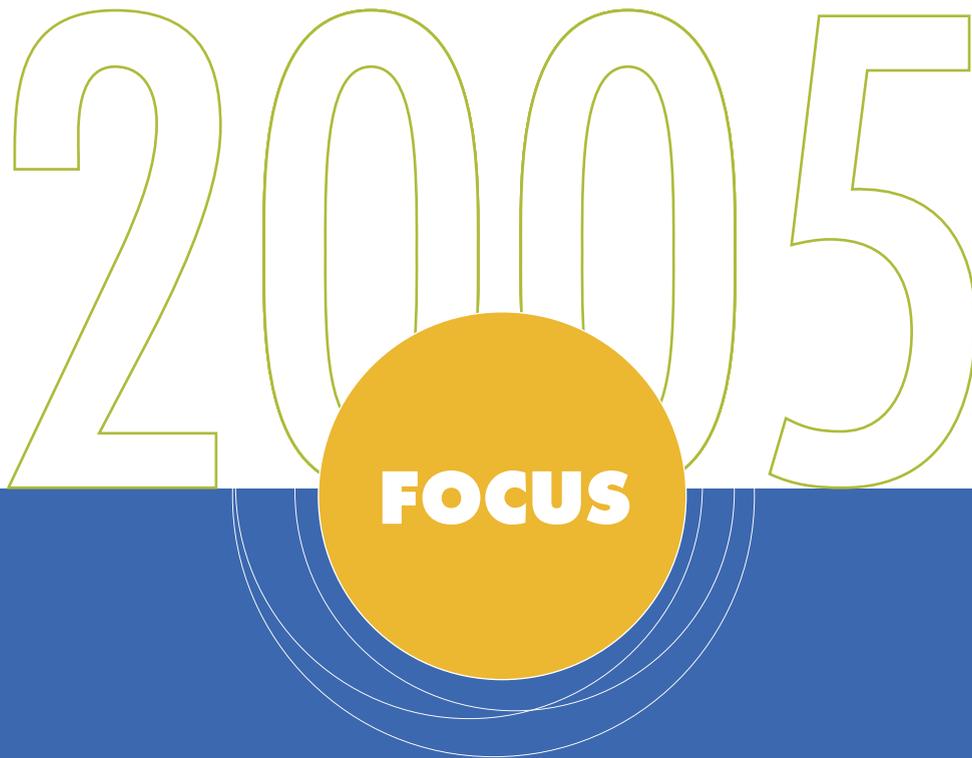


# SuperGen





# 2005



**FOCUS**

SuperGen's mission is to build a global, sustainable business by developing and commercializing new drug candidates for oncologists, hematologists, and their patients. Our Company is comprised of many talented individuals who understand and can address the extraordinary challenges of drug development. Every day, each employee brings a unique perspective to his or her job. Some work alone, others as a team, but in concert, their vision has a common purpose. We are *focused* on the goal of bringing better products to cancer patients in need. SuperGen's accomplishments during 2005 are the result of this unerring focus, which position the Company to achieve long-term growth and enables us to face the future with greater confidence.



## DEAR STOCKHOLDER:

During 2005, SuperGen focused on elements of our business that will allow us to realize our potential and vision for the future. We responded to challenging regulatory developments, managed our finances and operations prudently, and aggressively sought strategic opportunities with the best commercial potential. Our collective energy and common focus made us more competitive, and ready for success in 2006.

**FOCUS ON STRATEGIC EXECUTION** Receiving the Food and Drug Administration's (FDA) Approvable Letter for Dacogen™ (decitabine for injection) on September 1, 2005, was our most noteworthy milestone. We worked diligently with our partner, MGI PHARMA, to submit the confirmatory information the FDA requested. Our response was accepted as complete in December 2005, and we were granted a Prescription Drug User Fee Act (PDUFA) date of May 15, 2006. SuperGen will receive a \$20 million milestone payment from MGI upon the first commercial product shipment in the US, which is anticipated shortly after approval.

Stronger sales of Nipent® (pento-statin for injection) were driven by continued interest from oncologists, amidst growing clinical evidence supporting its use as a chemotherapeutic agent. With respect to our European operations, we anticipate that remaining legal and administrative logistics pertaining to the acquisition of European distribution rights for Nipent from Wyeth will be completed during the first half of 2006. Once this transaction concludes, our subsidiary, EuroGen Pharmaceuticals Ltd., will be ready to relaunch Nipent in up to five major European markets later in 2006.

**FOCUS ON DRUG DEVELOPMENT CAPABILITIES** Clinical, regulatory, and manufacturing responsibilities for Dacogen transferred to MGI as planned. This seamless transition was characteristic of our relationship from the start. We are extremely pleased that Dacogen is being reviewed for potential approval by the FDA during 2006 and is being actively developed for additional cancer indications under MGI's capable stewardship. The future development of Orathecine™ (rubitecan) capsules is pending results of the Phase II combination study of Orathecine and gemcitabine as first-line therapy for chemotherapy-naïve advanced pancreatic cancer patients. These results will become available during the second quarter of 2006. SuperGen has the capacity to undertake clinical-stage development of new products during 2006, and we foresee selecting at least one appropriate candidate during the year.

**FOCUS ON ASSET MANAGEMENT** Expanding our product pipeline has been a top priority. Identifying opportunities that met our rigorous criteria was arduous. Any transaction must strengthen our position in hematology/oncology, complement our core competencies, and provide true commercial opportunities, at minimal investment risk to stockholders. We reviewed over 140 potential transactions encompassing every stage of therapeutic development, including drug discovery platforms, in 2005. We completed extensive due diligence and entered into a definitive agreement to acquire a privately held, oncology-focused drug discovery and development company, which we expect to close in early 2006.

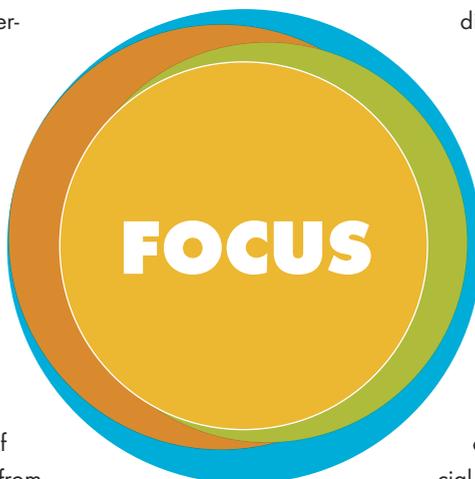
**FOCUS ON FINANCIAL STABILITY** As responsible fiduciaries of our financial assets there was no need to access capital markets for funding during 2005. We delivered on our guidance to Wall Street and surpassed our internal sales forecasts. With our financial condition still secure, our attention turned to future financing needs. During April 2005 we filed a \$100 million shelf registration that will allow SuperGen to raise additional capital as the need or opportunity warrants.

Our accomplishments are the work of an amazing team of people whose talents, dedication, and enthusiasm have brought SuperGen's vision into focus. I am grateful for the support and commitment of our employees, Board of Directors, and stockholders.

Sincerely,

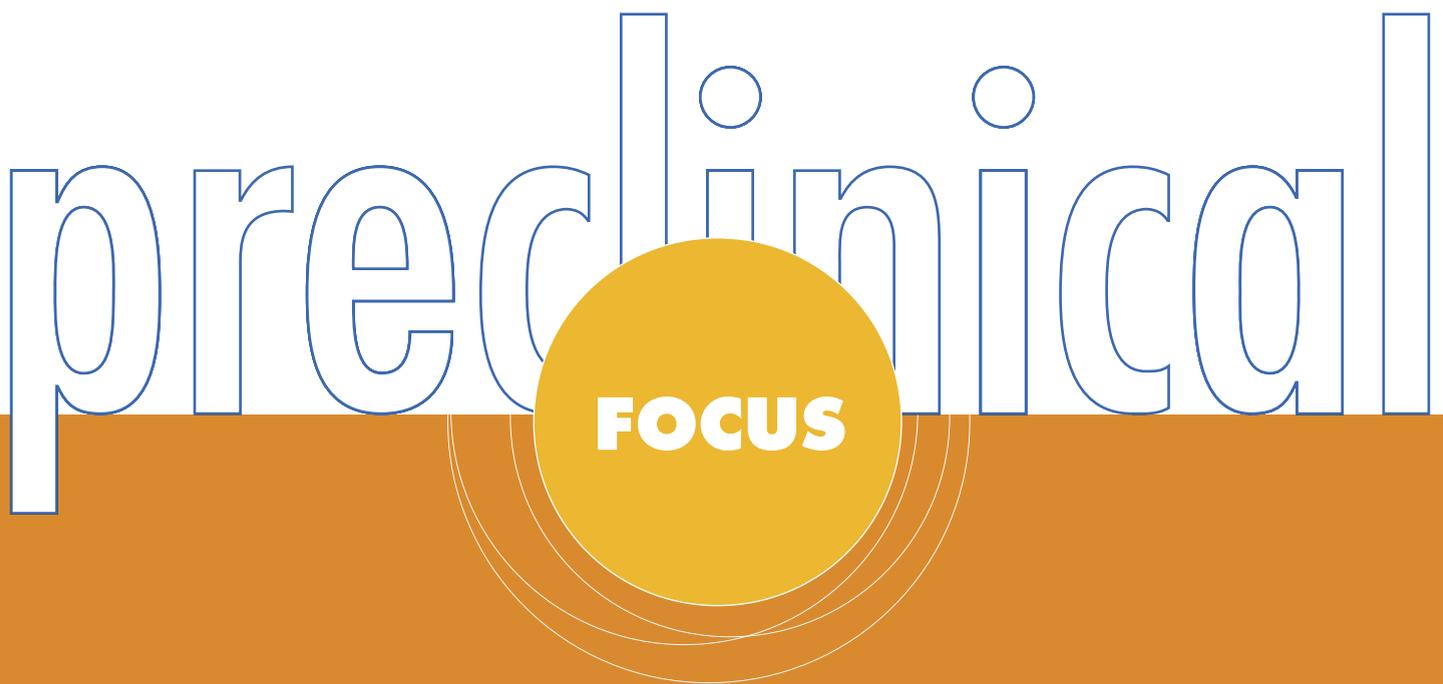


James S. J. Manuso, Ph.D.  
President and Chief Executive Officer





# preclinical



**FOCUS**

As SuperGen further transitions to a viable commercial enterprise, strengthening our discovery, preclinical development, and manufacturing supply operations took on added significance in 2005. We focused on enhancing the Company's ability to generate new product candidates for our pipeline.

In early 2006 we took a major step by announcing the acquisition of an oncology-focused drug discovery company, Montigen Pharmaceuticals, Inc. This acquisition is expected to allow us to generate and advance one or two novel anticancer products into the clinic every 12 to 18 months. Montigen's late-stage preclinical compounds and cutting-edge drug discovery technology are intended to generate future product candidates for our own pipeline or out-licensing to others. Over the last two years we have put in place many practices and procedures that have prepared us for the transition to commercialization. Our manufacturing supply chains are now firmly established, and they have been diligently managed to ensure no product shortages and low levels of product inventories. We secured a new manufacturer for a continued supply of Nipent<sup>®</sup> (pentostatin for injection) for the US and Europe, and successfully demonstrated our ability for commercial-scale production of Dacogen<sup>™</sup> (decitabine for injection).



# clinical



**FOCUS**

SuperGen's clinical activities focused on positioning Dacogen™ (decitabine for injection) and Orathecin™ (rubitecan) capsules for regulatory approval, and replenishing our development pipeline.

Early in 2005, feedback from the FDA prompted withdrawal, without prejudice, of our New Drug Application (NDA) filing for Orathecin. In November 2005, the European Medicines Agency (EMA) regulators informed us that our data package was insufficient for European approval, prompting withdrawal of our Marketing Authorization Application (MAA). Considering the limited treatment options currently available for advanced pancreatic cancer patients, and early clinical activity of Orathecin in combination with gemcitabine, we revised our clinical strategy to focus on combination therapy in first-line patients. During February 2005, we initiated a single arm, open-label Phase II lead-in study of Orathecin in combination with gemcitabine. Results from the analysis of this study should be available during the first half of 2006 and will help determine the further development or disposition of Orathecin. SuperGen's clinical and quality assurance teams played a key role in responding promptly to the FDA Approvable Letter for Dacogen. Working closely with our colleagues at MGI in Regulatory and Quality Assurance, we were able to address the key clinical issues raised by the FDA and provide the required documentation and analysis.



# regulatory



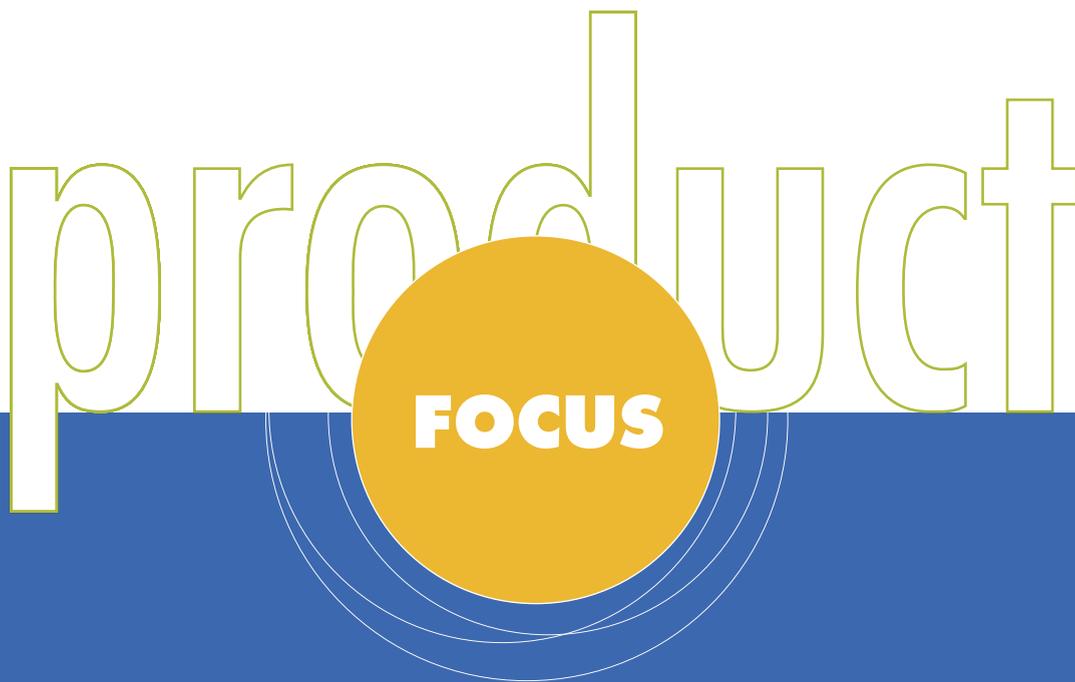
SuperGen's regulatory team focused on achieving approval for Orathecin™ (rubitecan) capsules and Dacogen™ (decitabine for injection) in both the US and EU.

For Dacogen, our efforts were highly collaborative with our licensing partner, MGI. Managing multiple regulatory filings demanded rigorous attention to detail and timely responses to questions from both the FDA in the US and the EMEA regulators in Europe. Our efforts were rewarded in September 2005, when we received an Approvable Letter from the FDA. The letter indicated that Dacogen was approvable, pending FDA review of a requested verification of transfusion data for patients enrolled in the pivotal Phase III trial, some additional non-clinical information, and completion of labeling discussions. SuperGen worked diligently with MGI, submitting a complete response to the FDA in two months. On December 15, 2005, our resubmission was filed, and a PDUFA date was set for May 15, 2006. Simultaneously, the Company and MGI determined that European regulators would require additional clinical data to continue their review of Dacogen. We withdrew, without prejudice, the Dacogen MAA; MGI will work with European regulatory authorities to determine the information required to support resubmission.



1 SINGLE DOSE VIAL (5 ML)  
**SUPERGEN**  
 For intravenous administration  
**NIPENT**<sup>®</sup>  
 (pentostatin for injection)  
**10mg**  
 # 62701-800-01

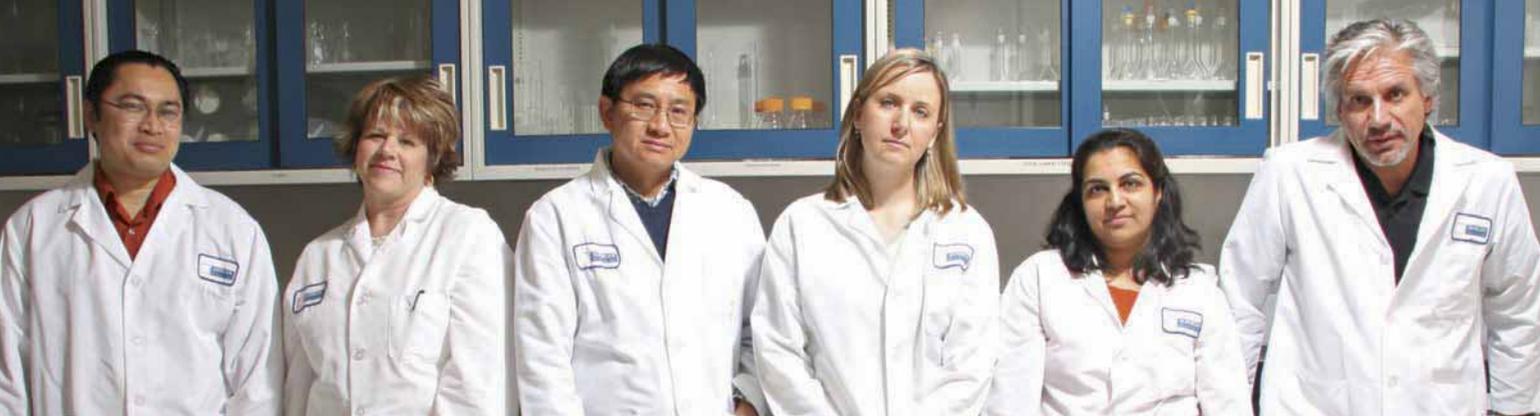
# product



**FOCUS**

Commercializing our products was clearly a focus of our activities during the year.

Nipent<sup>®</sup> (pentostatin for injection) sales continued to demonstrate strength, and we look forward to the relaunch of Nipent in Europe later in 2006. We established a Nipent Transition Team with Wyeth to ensure the smooth transfer of distribution and marketing rights to EuroGen Pharmaceuticals Ltd. Paclitaxel should also prove to be a strong product for EuroGen in the coming years. Our product team successfully reconfirmed market potential for paclitaxel sales in all key European markets and, based on its findings, SuperGen identified and selected a European toll manufacturer for paclitaxel. We continue to examine our entire product portfolio, identifying non-core assets with limited future commercial value that are in the process of being out-licensed or divested.



# SuperGen

The logo features the word "SuperGen" in a large, blue-outlined, sans-serif font. A solid yellow circle is positioned in the center, overlapping the letters "p" and "e". Inside this circle, the word "FOCUS" is written in a bold, white, sans-serif font. Below the circle, there are several thin, concentric white circles that fade out towards the bottom of the page.

This has been a transformational year for SuperGen. By focusing on the critical elements of our business and staying true to our vision, we have evolved to become a stronger, more commercially viable enterprise. We have developed a product through the clinic and managed the regulatory process. We have proven our ability to partner successfully with other pharmaceutical companies and we will continue to forge collaborations that raise our profile in the oncology and hematology markets. We established a business development protocol that facilitates rapid evaluation and identification of strategic opportunities that meet our criteria for clinical and commercial potential with minimal investment risk, ensuring that we maintain a robust, balanced, and expanding pipeline of both early- and later-stage product candidates. SuperGen enters 2006 ready for its next stage of growth, eager to develop new products for our growing pipeline, and to utilize our European marketing infrastructure. We have established a business model and executed a strategy that makes economic sense and provides stockholders with an increasingly commercial enterprise that can make for a successful investment.

Our future is, in a word, focused.

financials

# STOCKHOLDER INFORMATION

## BOARD OF DIRECTORS

James S. J. Manuso, Ph.D.  
Chairman, President and  
Chief Executive Officer  
SuperGen, Inc.

Charles J. Casamento  
President and Chief Executive Officer  
Osteologix, Inc.

Thomas V. Girardi  
Senior Partner  
Girardi & Keese

Allan R. Goldberg, Ph.D.  
Managing Partner  
The Channel Group LLC

Walter J. Lack  
Managing Partner  
Engstrom, Lipscomb & Lack

Michael D. Young, M.D., Ph.D.  
Chairman and Chief Scientific Officer  
Strategic Healthcare Development, LLC

## SENIOR MANAGEMENT TEAM

James S. J. Manuso, Ph.D.  
President and Chief Executive Officer

Edward L. Jacobs  
Chief Operating Officer

Michael Molkenin  
Chief Financial Officer and  
Corporate Secretary

Audrey Jakubowski, Ph.D.  
Chief Regulatory and Quality Officer

Wayne Davis, Ph.D.  
Senior Vice President, Clinical Research

Timothy L. Enns  
Senior Vice President, Corporate  
Communications and Business Development

Larry Johnson  
President and Chief Executive Officer,  
EuroGen Pharmaceuticals Limited  
(United Kingdom)

Robert Marshall  
Vice President, Sales

Michael V. McCullar, Ph.D.  
Vice President, Strategic Planning  
and Development

Joi Ninomoto, Pharm.D.  
Vice President, Medical Affairs

Sanjeev Redkar, Ph.D.  
Vice President, Manufacturing and  
Preclinical Development

## CORPORATE HEADQUARTERS

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925 560-0101 Fax

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Cheltenham, Gloucestershire  
GL51 1TA  
United Kingdom  
+44 (0) 1242703646 Tel

## INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Ernst & Young  
Building 1, Suite 200  
1001 Page Mill Road  
Palo Alto, CA 94304

## LEGAL COUNSEL

Wilson Sonsini Goodrich & Rosati  
650 Page Mill Road  
Palo Alto, CA 94304  
650 493-9300 Tel

## TRANSFER AGENT

Mellon Investor Services, LLC  
Overpeck Center  
85 Challenger Road  
Ridgefield Park, NJ 07660  
800 522-6645 Tel  
www.melloninvestor.com

## ANNUAL MEETING

The annual meeting of stockholders will be held June 9, 2006, at 2 p.m., at SuperGen's corporate headquarters.

## NASDAQ: SUPG

**CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS:** This Annual Report contains predictions, estimates and other forward-looking statements that involve a number of risks and uncertainties about our business, including, but not limited to, our expectation that the FDA will provide a decision on our NDA for Dacogen during the second quarter of 2006; our belief that Dacogen will be approved and commercialized in both the U.S. and the E.U.; our belief that EuroGen will launch its first product, Nipent, in five major E.U. markets during 2006; our expectation that Nipent will contribute substantially to our revenues in 2006; our expectation that paclitaxel will receive approval in the E.U.; and our expectation that we will select one or more new compounds for in-licensing in 2006. In some cases, these forward-looking statements may be identified by the usage of words such as "may," "will," "should," "expects," "plans," "anticipates," "believes," "estimates," "predicts," "potential," or "continue," or the negative of such words and other similar terminology. While this discussion represents our current judgment on the future direction of our business, these statements involve known and unknown risks and uncertainties that may cause our or our industry's results, level of activity, performance or achievements to be materially different from those expressed or implied by the forward-looking statements. Certain unknown or immaterial risks and uncertainties can also affect our forward-looking statements. Forward-looking statements not specifically described above also may be found in other sections of this report. We disclaim any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. For a discussion of the known and material risks that could affect our actual results, please see "Risk Factors" in this Annual Report.

For information about the company, stockholders and other interested parties may contact the Investor Relations Department at the company headquarters, or visit the company website at [www.supergen.com](http://www.supergen.com). Inquiries regarding stock certificates, transfer requirements, address changes, and related matters should be directed to the Transfer Agent at the address given above.