

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): May 7, 2008

NEKTAR THERAPEUTICS
(Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	0-24006 (Commission File Number)	94-3134940 (IRS Employer Identification No.)
---	--	--

201 Industrial Road
San Carlos, California 94070
(Address of principal executive offices and Zip Code)

Registrant's telephone number, including area code: (650) 631-3100

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))

Item 2.02 Results of Operations and Financial Position

On May 7, 2008, Nektar Therapeutics issued a press release (the "Press Release") announcing its financial results for the quarter ended March 31, 2008. A copy of the Press Release is furnished herewith as Exhibit 99.1.

The information in this report, including the exhibit hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information contained herein and in the accompanying exhibit shall not be incorporated by reference into any filing with the Securities and Exchange Commission made by Nektar Therapeutics, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

On April 30, 2008, the company announced that it would hold a conference call on May 7, 2008 to review financial results for the quarter ended March 31, 2008. On this conference call, management expects to make certain forward-looking statements regarding the market potential and revenue potential to the company for partnered product programs, the clinical development status and certain pre-clinical and clinical results from its proprietary product development programs, and management's financial guidance for 2008 and the amount of certain payments and expenses related to particular areas of the company's business. These forward-looking statements involve substantial risks and uncertainties including but not limited to: (i) the market sizes and revenue potential of partnered product programs are management's estimates only and actual results may differ materially; (ii) the overall market size for the partnered product programs and revenue and profit contribution potential to the company will depend upon successful sales and marketing efforts by our partners, competition from competing therapies (if any), government and private insurance reimbursement, changing standards of care, commercial product profile and final product pricing; (iii) the timing or success of the commencement or end of clinical trials and commercial launch of partnered products may be delayed or

unsuccessful due to slower than anticipated patient enrollment, drug manufacturing challenges, changing standards of care, clinical trial design, clinical outcomes, or delay or failure in obtaining regulatory approval in one or more important markets; (iv) clinical trials are long, expensive and uncertain processes and the risk of failure of any product that is in clinical development and prior to regulatory approval remains high and can occur at any stage due to efficacy, safety or other factors; (v) management's financial projections for the company's 2008 cash used in operations and 2008 end of year cash position are subject to the significant risk of unplanned revenue short-falls or unplanned expenses which could adversely affect the company's financial results and cash position; (vi) the company's patent applications for its proprietary or partner product candidates may not issue, patents that have issued may not be enforceable, or intellectual property licenses from third parties may be required in the future; (vii) the outcome of any existing or future intellectual property or other litigation related to the company's proprietary product candidates; and (viii) certain other risks and uncertainties set forth in the company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 29, 2008 and the company's most recent Quarterly Report on Form 10-Q to be filed on or prior to May 12, 2008.

Item 9.01 Financial Statements and Exhibits

Exhibit No. Description

99.1 Press release titled "Nektar Therapeutics Announces First Quarter 2008 Financial Results" issued on May 7, 2008.

SIGNATURES

Pursuant to the requirement of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

By: /s/ Gil M. Labrucherie

Gil M. Labrucherie
General Counsel and Secretary

Date: May 7, 2008

Nektar Therapeutics Announces First Quarter 2008 Results

SAN CARLOS, Calif., May 7, 2008 -- Nektar Therapeutics (Nasdaq: NKTR) announced today the company's financial results for the first quarter ended March 31, 2008.

Cash, cash equivalents, and short-term investments were \$412.6 million at March 31, 2008 compared to \$482.4 million at December 31, 2007.

Nektar reported a net loss of \$40.7 million or \$0.44 per share in the first quarter of 2008, compared to a net loss of \$25.7 million or \$0.28 per share in the first quarter of 2007. The increase in net loss is primarily the result of \$4.1 million of expense for maintaining third-party Exubera manufacturing capacity, \$5.3 million of expense for our workforce reduction, loss of gross margin associated with Pfizer's termination of the Exubera relationship, as well as significant incremental investment in clinical development programs. Offsetting these expenses are substantial operating efficiencies Nektar has achieved over the last twelve months.

Revenue totaled \$20.0 million in the first quarter of 2008 compared to \$85.0 million in the first quarter of 2007. This decrease is the result of the termination of Exubera by Pfizer.

"The first quarter was significant for Nektar as it represents the first time that the company has made substantial investment into the clinical development of innovative proprietary drug candidates," said Howard W. Robin, President and Chief Executive Officer. "Today we have moved past inhaled insulin, and our proprietary small molecule PEGylation drug development platform is generating a great deal of industry and scientific interest. We intend to build and advance our impressive pipeline while continuing to exercise financial responsibility."

Mr. Robin will host a conference call today for analysts and investors beginning at 2:00 p.m. Pacific time to discuss the company's performance. This conference call will be available via webcast and can be accessed through a link that is posted on the Investor Relations section of the Nektar website, www.nektar.com. The web broadcast of the conference call will be available for replay through March 12, 2008.

To access the conference call, follow these instructions:

Dial: (866) 713-8562 (U.S.); (617) 597-5310 (international)
Passcode: 50572577 (Howard Robin is the host)

Audio replay dial-in and passcode:

Dial: (888) 286-8010 (U.S.) ;(617) 801-6888 (international)

Passcode: 73371402

About Nektar

Nektar Therapeutics is a biopharmaceutical company that develops and enables differentiated therapeutics with its industry-leading PEGylation and pulmonary drug development platforms. Nektar's technology and drug development expertise have enabled nine approved products for partners, which include leading biopharmaceutical companies. Nektar is also developing a robust pipeline of its own high-value therapeutics that addresses unmet medical needs by leveraging and expanding its technology platforms to improve known molecules.

This press release contains forward-looking statements that reflect the company's current views regarding the potential, progress, and clinical plans for the company's proprietary and partnered product pipeline, and the value and potential of the company's technology platforms. These forward-looking statements involve risks and uncertainties, including but not limited to: (i) the company's proprietary product candidates and those of its partners are in various stages of clinical development and the risk of failure is high and can occur at any stage prior to regulatory approval; (ii) the timing or success of the commencement or end of clinical trials and commercial launch of partnered products may be delayed or unsuccessful due to slower than anticipated patient enrollment, drug manufacturing challenges, changing standards of care, clinical trial design, clinical outcomes, or delay or failure in obtaining regulatory approval in one or more important markets; (iii) clinical trials are long, expensive and uncertain processes and the risk of failure of any product that is in clinical development and prior to regulatory approval remains high and can

occur at any stage due to efficacy, safety or other factors; (iv) the company's patent applications for its proprietary or partner product candidates may not issue, patents that have issued may not be enforceable, or intellectual property licenses from third parties may be required in the future; and (v) the outcome of any existing or future intellectual property or other litigation related to the company's proprietary product candidates. Other important risks and uncertainties are detailed in the company's reports and other filings with the Securities and Exchange Commission, including its most recent Annual Report on Form 10-K. Actual results could differ materially from the forward-looking statements contained in this press release. The company undertakes no obligation to update forward-looking statements, whether as a result of new information, future events or otherwise.

Tim Warner, 650-283-4915
twarner@nektar.com

Stephan Herrera, 415-488-7699
sherrera@nektar.com

Jennifer Ruddock, 650-631-4954
jruddock@nektar.com

#

NEKTAR THERAPEUTICS
CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share information)
(unaudited)

	Three-Months 2008	Ended March 31, 2007
	-----	-----
Revenue:		
Product sales and royalties	\$ 10,371	\$ 73,019
Contract research	9,621	11,997
	-----	-----
Total revenue	19,992	85,016
Operating costs and expenses:		
Cost of goods sold	7,227	56,522
Cost of idle Exubera manufacturing capacity	5,334	--
Research and development	37,373	37,492
General and administrative	11,711	16,735
Amortization of other intangible assets	236	236
	-----	-----
Total operating costs and expenses	61,881	110,985
	-----	-----
Income (Loss) from operations	(41,889)	(25,969)
Non-Operating income (expense):		
Interest income	5,013	5,473
Interest expense	(3,918)	(4,933)
Other Income	302	6
	-----	-----
Total non-operating income	1,397	546
Income (Loss) before provision for income taxes	(40,492)	(25,423)
Provision for income taxes	213	250
	-----	-----
Net income (loss)	\$ (40,705)	\$ (25,673)
	=====	=====
Basic and diluted net earnings (loss) per share	\$ (0.44)	\$ (0.28)
Shares used in computing basic and diluted net earnings (loss) per share (3)	92,330	91,454

NEKTAR THERAPEUTICS
CONSOLIDATED BALANCE SHEETS
(In thousands)
(unaudited)

ASSETS	March 31, 2008	December 31, 2007(1)
	-----	-----
Current assets:		
Cash and cash equivalents	\$ 36,676	\$ 76,293
Short-term investments	375,954	406,060
Accounts receivable, net of allowance	14,040	21,637
Inventory	11,027	12,187
Other current assets	5,826	7,106
	-----	-----
Total current assets	443,523	523,283
Property and equipment, net	114,381	114,420
Goodwill	78,431	78,431
Other intangible assets, net	2,444	2,680
Other assets	5,057	6,289
	-----	-----
Total assets	\$ 643,836	\$ 725,103
	=====	=====
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 1,556	\$ 3,589
Accrued compensation	10,884	14,680
Accrued expenses to contract manufacturers	8,450	40,444
Accrued expenses	12,409	12,446
Interest payable	85	2,638
Capital lease obligations, current portion	2,259	2,335
Deferred revenue, current portion	19,657	19,620
Other current liabilities	2,345	2,340
	-----	-----
Total current liabilities	57,645	98,092
Convertible subordinated notes	315,000	315,000
Capital lease obligations	21,330	21,632
Deferred revenue	60,112	61,349
Other long-term liabilities	13,990	14,591
	-----	-----
Total liabilities	468,077	510,664
Commitments and contingencies		
Stockholders' equity:		
Preferred stock	--	--
Common stock	9	9
Capital in excess of par value	1,303,996	1,302,541
Accumulated other comprehensive income	2,213	1,643
Accumulated deficit	(1,130,459)	(1,089,754)
	-----	-----
Total stockholders' equity	175,759	214,439
	-----	-----
Total liabilities and stockholders' equity	\$ 643,836	\$ 725,103
	=====	=====

(1) The consolidated balance sheet at December 31, 2007 has been derived from the audited financial statements at that date but does not include all of the information and notes required by generally accepted accounting principles in the United States for complete financial statements.

NEKTAR THERAPEUTICS
CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands, except per share information)
(unaudited)

	Three-Months Ended March 31,	
	2008	2007
Cash flows provided by (used in) operating activities:		
Net loss	\$ (40,705)	\$ (25,673)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	5,917	7,571
Stock-based compensation	1,084	6,861
Amortization of gain related to sale of building	(219)	(219)
Loss on sale or disposal of assets	107	304
Changes in assets and liabilities:		
Decrease (increase) in trade accounts receivable	7,597	(17,599)
Decrease (increase) in inventories	1,160	(2,114)
Decrease (increase) in other assets	2,044	3,227
Increase (decrease) in accounts payable	(2,033)	(3,547)
Increase (decrease) in accrued compensation	(3,932)	(1,635)
Increase (decrease) in accrued expenses to contract manufacturers	(31,994)	--
Increase (decrease) in accrued expenses	(37)	(2,604)
Increase (decrease) in interest payable	(2,553)	(2,684)
Increase (decrease) in deferred revenue	(1,200)	8,801
Increase (decrease) in other liabilities	(208)	314
Net cash used in operating activities	(64,972)	(28,997)
Cash flows from investing activities:		
Purchases of property and equipment	(5,281)	(5,556)
Purchases of investments	(156,092)	(79,411)
Maturities of investments	186,758	167,696
Net cash provided by investing activities	25,385	82,729
Cash flows used in financing activities:		
Issuance of common stock	371	2,134
Payments of loan and capital lease obligations	(411)	(400)
Repayments of convertible subordinated notes	--	(36,026)
Net cash provided by (used in) financing activities	(34,292)	(40)
Effect of exchange rates on cash and cash equivalents	10	(60)
Net increase (decrease) in cash and cash equivalents	\$ (39,617)	\$ 19,380
Cash and cash equivalents at beginning of period	\$ 76,293	\$ 63,760
Cash and cash equivalents at end of period	\$ 36,676	\$ 83,140