

CTI BIOPHARMA CORP.

Special Meeting of Shareholders

February 27, 2015

Final Report of The Inspector of Election

I, the undersigned, the duly appointed Inspector of Election at the Special Meeting of Shareholders (the “**Meeting**”) of CTI BioPharma Corp., a Washington corporation (the “**Company**”), held on Friday, February 27, 2015, hereby certify that:

1. before entering upon the discharge of my duties as Inspector of Election at the Meeting, I took and signed an Oath of Inspector of Election;
2. the Meeting was held at the 3101 Western Avenue, Suite, 600, Seattle, Washington 98121, U.S.A., on Friday, February 27, 2015, at 10:00 a.m. Pacific Daylight Time (PDT), pursuant to notice duly given;
3. at the close of business on January 8, 2015, the record date for the determination of shareholders entitled to vote at the Meeting (the “**Record Date**”), there were issued and outstanding 179,790,457 shares of the Company's common stock, no par value per share (the “**Common Stock**”), each share of Common Stock being entitled to one vote and constituting all of the outstanding voting securities of the Company as of the Record Date;
4. at the Meeting, the holders of 103,898,981 shares of the Company's Common Stock, representing 57.78% of the issued and outstanding, were present in person or represented by proxy, and a quorum was present at the Meeting for all matters voted on during the Meeting;
5. the undersigned canvassed the votes of the shareholders cast by ballot or proxy on the matters presented at the Meeting;
6. at the Meeting, the votes cast for, against or abstaining from and broker non-votes with respect to the proposal to approve an amendment to the Company's amended and restated articles of incorporation, as amended, to increase the total number of authorized shares from 215,333,333 to 315,333,333 and to increase the total number of authorized shares of common stock from 215,000,000 to 315,000,000 (collectively, “**Proposal 1**”), were as follows:

<u>No. of Shares Voted For</u>	<u>% of Voted Shares Voted For</u>	<u>No. of Shares Voted Against</u>	<u>% of Voted Shares Voted Against</u>	<u>No. of Abstentions</u>	<u>No. of Broker Non-Votes</u>
96,919,140	93.28%	6,453,549	6.21%	526,292	0

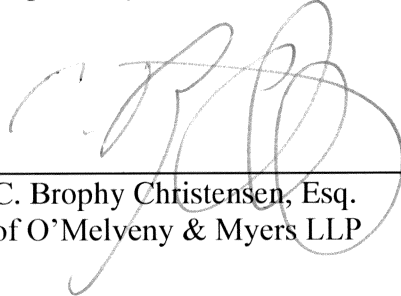
7. at the Meeting, the votes cast for, against or abstaining from, and the broker non-votes with respect to the proposal to approve the adjournment of the Meeting, if necessary or appropriate, to solicit additional proxies if there are insufficient votes at the time of the Meeting to adopt Proposal 1, were as follows:

No. of Shares Voted For	% of Voted Shares Voted For	No. of Shares Voted Against	% of Voted Shares Voted Against	No. of Abstentions	No. of Broker Non-Votes
91,148,219	87.72%	11,940,228	11.49%	810,534	0

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IN WITNESS WHEREOF, I, the undersigned, have made this Final Report and have hereunto set my hand effective February 27, 2015.

Respectfully submitted,



A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal stroke extending to the right, crossing the printed name below.

C. Brophy Christensen, Esq.
of O'Melveny & Myers LLP