

REPORT AND CERTIFICATE OF INSPECTOR OF ELECTION

The undersigned, having been appointed to act as Inspector of Election at the Annual Meeting of Stockholders (the "Annual Meeting") of CTI BioPharma Corp., a Washington corporation (the "Company"), does hereby certify as follows:

1. The Annual Meeting was held at the Company's principal executive offices located at 3101 Western Avenue, Suite 600, Seattle, Washington 989121 on April 29, 2016 at 10:00 a.m., Pacific Time.
2. Before entering upon the discharge of duties, I was sworn to execute faithfully the duties of Inspector of Election at the Annual Meeting in strict impartiality, according to the best of my ability, and the oath so taken by me was subscribed by me.
3. As of February 26, 2016, the record date for the Annual Meeting, there were 280,543,833 shares issued and outstanding and entitled to vote at the Annual Meeting. There were 132,555,033 shares represented, in person or by proxy, at the Annual Meeting, which constitutes approximately 47.24% of the shares entitled to vote at the Annual Meeting.
4. The votes cast on each of the proposals presented to stockholders at the Annual Meeting were as follows:

PROPOSAL ONE: Election of directors. The results of the votes taken were as follows:

| | <u>FOR</u> | <u>VOTES WITHHELD</u> | <u>BROKER NON-VOTES</u> |
|---------------------------------|------------|---------------------------|-----------------------------|
| James A. Bianco, M.D. | 67,315,403 | 37,514,533 | 27,725,097 |
| Richard L. Love | 58,224,836 | 46,605,100 | 27,725,097 |
| Phillip M. Nudelman, Ph.D. | 71,757,822 | 33,072,114 | 27,725,097 |
| Matthew D. Perry | 87,765,596 | 17,064,340 | 27,725,097 |
| Jack W. Singer, M.D. | 67,567,397 | 37,262,539 | 27,725,097 |
| Frederick W. Telling, Ph.D. | 58,155,361 | 46,674,575 | 27,725,097 |
| Reed V. Tuckson, M.D., F.A.C.P. | 63,998,612 | 40,831,324 | 27,725,097 |

PROPOSAL TWO: Approval of an amendment to the Company’s amended and restated articles of incorporation to increase the total number of authorized shares from 315,333,333 to 415,333,333 and to increase the total number of authorized shares of common stock from 315,000,000 to 415,000,000. The results of the vote taken were as follows:

| <u>FOR</u> | <u>AGAINST</u> | <u>ABSTAIN</u> | <u>BROKER NON-VOTES</u> |
|------------|----------------|----------------|-----------------------------|
| 79,947,290 | 24,820,459 | 62,187 | 27,725,097 |

PROPOSAL THREE: Approval of an amendment and restatement of the Company’s 2015 Equity Incentive Plan. The results of the vote taken were as follows:

| <u>FOR</u> | <u>AGAINST</u> | <u>ABSTAIN</u> | <u>BROKER NON-VOTES</u> |
|------------|----------------|----------------|-----------------------------|
| 72,539,758 | 32,149,216 | 140,962 | 27,725,097 |

PROPOSAL FOUR: Ratification of selection of Marcum LLP as the Company’s independent auditor for the year ending December 31, 2016. The results of the vote taken were as follows:

| <u>FOR</u> | <u>AGAINST</u> | <u>ABSTAIN</u> |
|-------------|----------------|----------------|
| 129,165,900 | 2,926,865 | 462,268 |

PROPOSAL FIVE: Approval, by non-binding advisory vote, of the compensation of the Company’s named executive officers. The results of the vote taken were as follows:

| <u>FOR</u> | <u>AGAINST</u> | <u>ABSTAIN</u> | <u>BROKER NON-VOTES</u> |
|------------|----------------|----------------|-----------------------------|
| 55,063,751 | 49,641,608 | 124,577 | 27,725,097 |

PROPOSAL SIX: Approval of the adjournment of the Annual Meeting, if necessary or appropriate, to solicit additional proxies if there are insufficient votes at the time of the Annual Meeting to adopt any of Proposals 1 through 5. The results of the vote taken were as follows:

| <u>FOR</u> | <u>AGAINST</u> | <u>ABSTAIN</u> |
|------------|----------------|----------------|
| 93,046,361 | 38,265,194 | 1,243,478 |

May **IN WITNESS WHEREOF**, the undersigned has executed this report on this 12th day of _____, 2016.



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