

CTI BIOPHARMA CORP.

Special Meeting of Shareholders

May 16, 2017

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 Tuesday, May 16, 2017, 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 Tuesday, May 16, 2017, at 10:00 a.m. Pacific Daylight Time (PDT), pursuant to notice duly given;
3. at the close of business on March 15, 2017, the record date for the determination of shareholders entitled to vote at the Meeting (the “**Record Date**”), there were issued and outstanding 28,225,792 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 14,562,318 shares of the Company's Common Stock, representing 51.59% 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 elect eight directors to the Board, each to serve one-year terms (collectively, “**Proposal 1**”), were as follows with respect to each director:

	No. of Shares Voted For	% of Voted Shares Voted For	No. of Shares Voted Against	% of Voted Shares Voted Against	No. of Broker Non-Votes
Adam R. Craig, M.D., Ph.D.	5,092,972	96.59%	179,351	3.40%	9,289,995
Richard L. Love	5,093,473	96.60%	178,850	3.39%	9,289,995

Michael A. Metzger	5,161,269	97.89%	111,054	2.10%	9,289,995
Phillip M. Nudelman, Ph.D.	4,543,872	86.18%	728,451	13.81%	9,289,995
Matthew D. Perry	4,498,223	85.31%	774,100	14.68%	9,289,995
Jack W. Singer, M.D.	5,092,562	96.59%	179,761	3.40%	9,289,995
Frederick W. Telling, Ph.D.	4,486,030	85.08%	786,293	14.91%	9,289,995
Reed V. Tuckson, M.D., F.A.C.P.	5,020,361	95.22%	251,962	4.77%	9,289,995

Each of the director nominees was elected to the Board.

7. 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 41,533,333 to 81,533,333 and to increase the total number of authorized shares of common stock from 41,500,000 to 81,500,000 (collectively, "**Proposal 2**"), 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>
13,232,462	90.86%	1,231,986	8.46%	97,870	0

8. at the Meeting, the votes cast for, against or abstaining from and broker non-votes with respect to the proposal to approve the 2017 Equity Incentive Plan ("**Proposal 3**"), 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>
4,525,037	85.82%	721,170	13.67%	26,116	9,289,995

9. at the Meeting, the votes cast for, against or abstaining from and broker non-votes with respect to the proposal to ratify the selection of Marcum LLP as the Company's independent auditors for the year ending December 31, 2017. ("**Proposal 4**"), 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>
14,040,377	96.41%	440,538	3.02%	81,403	0

10. at the Meeting, the votes cast for, against or abstaining from and broker non-votes with respect to a non-binding advisory vote to approve the compensation paid to the Company's named executive officers as disclosed in the Company's Definitive Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on March 28, 2017, ("**Proposal 5**"), 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
4,316,172	81.86%	935,342	17.74%	20,809	9,289,995

11. at the Meeting, the votes cast for, against or abstaining from and broker non-votes with respect to a non-binding advisory vote to approve holding advisory votes on executive compensation every one, two or three years (“**Proposal 6**”), were as follows:

No. of Shares Voted For “Every One Year”	% of Voted Shares Voted For “Every One Year”	No. of Shares Voted For “Every Two Years”	% of Voted For “Every Two Years”	No. of Shares Voted For “Every Three Years”	% of Voted For “Every Three Years”	No. of Broker Non-Votes
5,127,163	97.24%	29,197	0.55%	81,073	1.53%	9,289,995

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IN WITNESS WHEREOF, I, the undersigned, have made this Final Report and have hereunto set my hand effective May 16, 2017.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Eric Sibbitt", written over a horizontal line.

Eric Sibbitt, Esq.
of O'Melveny & Myers LLP