

EXHIBIT D



Phillip Kim, Esq.
pkim@rosenlegal.com

November 11, 2015

BY MAIL AND EMAIL

Michael J. Sullivan
The Ashcroft Law Firm LLC
200 State Street, 7th Floor
Boston, MA 02109
msullivan@ashcroftlawfirm.com

Re: *Zagami v. Cellceutix Corporation, et al.*
No. 1:15-cv-7194 (KPF)

Dear Mr. Sullivan:

I write in response to your email of October 23, 2015 attaching the proposed Rule 11 motion and a demand letter requesting that we dismiss the complaint.¹

Preliminarily, your proposed motion and letter are legally insufficient as they do not appear to have been signed by a member of the Court's bar or someone admitted *pro hac vice*.² If we are mistaken on this point, please let us know. Additionally, your letter sets forth a November 12, 2015 deadline. We assume you selected that date with Rule 11(c)(2) in mind. However, the 21 days are triggered from the date the motion is served—here October 23, 2015—and three days are added per Rule 6(d).

That said, we believe it is premature to address your prospective motion. As we have stated in our prior correspondence, should our client be appointed lead plaintiff we intend on filing an amended complaint. The amended complaint will address the issues raised in your letter and proposed motion. As you know, the filing of an amended complaint by the Court-appointed lead plaintiff is standard procedure in PSLRA cases as that pleading then serves as the operative pleading for the putative class and the lead plaintiff. I understand from our prior communications, that you will get back to me by this Friday, November 13, 2015, on whether your client will agree to a schedule for the filing of the amended complaint and a briefing

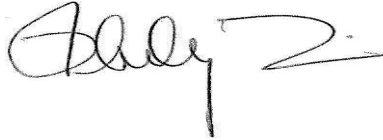
¹ You previously emailed me the demand letter on October 22, 2015. For Rule 11 purposes, timing is triggered from the service of a proposed motion. *See* Fed. R. Civ. P. 11(c)(2).

² We conducted searches on the New York, Connecticut, and Vermont attorney websites and it does not appear you are admitted to practice law in those states. Thus, it does not appear you are admitted to practice in the Southern District of New York. *See* Local Civil Rule 1.3.

schedule, as well as whether your clients are willing to waive service given that we previously served notice of lawsuit and waiver forms.

In short, we will not take any further action on your letter and proposed motion, until we have resolved the above issues.

Very truly yours,

A handwritten signature in black ink, appearing to read "Phillip Kim", with a stylized flourish extending to the right.

Phillip Kim, Esq.