

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

GARY ZAGAMI, Individually and on Behalf of all Others Similarly Situated,)	
)	
)	
Plaintiff,)	Case No. 1:15-cv-7194 (KPF)
)	
v.)	ORAL ARGUMENT REQUESTED
)	
CELLCEUTIX CORPORATION, LEO EHRlich, AND KRISHNA MENON,)	
)	
Defendants.)	

**DECLARATION OF MICHAEL J. SULLIVAN IN SUPPORT OF
DEFENDANTS’ MOTION TO DISMISS AND REQUEST FOR JUDICIAL NOTICE**

I, Michael J. Sullivan, declare as follows:

1. I am an attorney admitted to practice before this Court and am associated with the Ashcroft Law Firm, LLC, counsel to Defendants CELLCEUTIX CORPORATION, LEO EHRlich, and KRISHNA MENON in the above-captioned case. I have personal knowledge of the facts contained in this declaration, and am competent to testify as to those facts.

2. Attached hereto as Exhibits are true and correct copies of the documents on the following chart, including, where applicable, the paragraph in which the Second Amended Complaint (“SAC”) references the document, and the basis for taking judicial notice:

Ex.	Document Description	Basis for Judicial Notice
1	Article, “Cellceutix: Empty Office, Unviable ‘Science’, Misleading Disclosures, 96% Downside,” by Mako Research (anonymous author), posted on http://seekingalpha.com Aug. 6, 2015	Referenced in SAC at ¶¶39-41

Ex.	Document Description	Basis for Judicial Notice
2	Cellceutix Press Release, "Cellceutix Provides Insights to its Four Clinical Trials for the treatment of ABSSSI (Completed Phase 2), Anti-Cancer (Phase 1), Psoriasis (Phase 2), and Oral Mucositis in Head and Neck Cancer Patients (Phase 2), Aug. 7, 2015	Referenced and relied upon repeatedly in SAC at ¶¶ 5, 26, 28, 36, 45-47
3	Cellceutix Corporation, Form 10-K, United States Securities and Exchange Commission, For the Period Ending June 30, 2009, dated October 8, 2009 (Excerpt) Full text available at: http://www.sec.gov/Archives/edgar/data/1355250/000135525009000018/form10k.htm	Public disclosure document filed with the SEC
4	Cellceutix Corporation, Form 10-K, United States Securities and Exchange Commission, For the Period Ending June 30, 2010, dated Oct. 12, 2010 (Excerpt) Full text available at: http://www.sec.gov/Archives/edgar/data/1355250/000135525010000023/form10k.htm	Public disclosure document filed with the SEC
5	Cellceutix Corporation, Form 10-K, United States Securities and Exchange Commission, For the Period Ending June 30, 2011, dated Oct. 13, 2011 (Excerpt) Full text available at: http://www.sec.gov/Archives/edgar/data/1355250/000114420411057659/v237150_10k.htm	Public disclosure document filed with the SEC
6	Cellceutix Corporation, Form 10-K, United States Securities and Exchange Commission, For the Period Ending June 30, 2012, dated Oct. 12, 2012 (Excerpt) Full text available at: http://www.sec.gov/Archives/edgar/data/1355250/000154823312000017/annual2012_10k.htm	Public disclosure document filed with the SEC
7	Cellceutix Corporation, Form 10-K, United States Securities and Exchange Commission, For the Period Ending June 30, 2013, dated Sept. 30, 2013 (Excerpt) Full text available at: http://www.sec.gov/Archives/edgar/data/1355250/0001171520130000616/annual2013_10k.htm	Public disclosure document filed with the SEC

Ex.	Document Description	Basis for Judicial Notice
8	<p>Cellceutix Corporation, Form 10-K, United States Securities and Exchange Commission, For the Period Ending June 30, 2014, dated Sept. 15, 2014 (Excerpt)</p> <p>Full text available at: http://www.sec.gov/Archives/edgar/data/1355250/000147793214005027/ctix_10k.htm</p>	Public disclosure document filed with the SEC
9	<p>Cellceutix Corporation, Form 10-K, United States Securities and Exchange Commission, For the Period Ending June 30, 2015, dated Sept. 11, 2015 (Excerpt)</p> <p>Full text available at: http://www.sec.gov/Archives/edgar/data/1355250/000147793215005843/ctix_10k.htm</p>	Public disclosure document filed with the SEC
10	Article, “ <i>The man who dares to take on cancer,</i> ” by Prashob K P, in <u>Future Woman</u> , dated March 10, 2013	Relied upon in SAC at ¶22 as a false or misleading statement
11	Article, “ <i>An Interview with Leo Ehrlich, Cellceutix CEO,</i> ” by KarinCA, posted on website http://seekingalpha.com , May 14, 2013	Referenced in SAC at ¶29
12	<p>Cellceutix Corporation, Form 8-K, United States Securities and Exchange Commission, Date of Report: Sept. 24, 2014, and Exhibit, Press Release dated Sept. 24, 2014, titled “CELLCEUTIX PROVIDES UPDATE TO SHAREHOLDERS”</p> <p>Text available at: http://www.sec.gov/Archives/edgar/data/1355250/000147793214005136/ctix_8k.htm (Form 8-K) http://www.sec.gov/Archives/edgar/data/1355250/000147793214005136/ctix_ex991.htm (Exhibit)</p>	Relied upon in SAC at ¶33 as a false or misleading statement
13	Cellceutix Press Release, “Reports Spleen Lesion ‘Disappears’ in Patient with Metastatic Stage 4 Ovarian Cancer in Clinical Trial of AntiCancer Drug Kevetrin,” Jan. 20, 2015	Relied upon in SAC at ¶35 as a false or misleading statement
14	Cellceutix Press Release, “Cellceutix Acquires PolyMedix Assets From Bankruptcy Court, Gains Ownership of Two Clinical Stage Drugs, Multiple Compounds, and Equipment Assets,” Sept. 9, 2013	Relied upon in SAC at ¶37 for claim of failure to disclose
15	Chart Presentation, “ <i>Brilacidin, Host Defence Peptide mimetic, one of a new class of immunomodulatory agents that can target multiple disease indications,</i> ” 2015 European Congress of Clinical Microbiology and Infectious Diseases (“ECCMID”), Copenhagen, Denmark	Incomplete chart presentation relied upon in SAC at ¶25 as false or misleading statement

Ex.	Document Description	Basis for Judicial Notice
16	Cellceutix Press Release, "FDA Grants Fast Track Designation to Cellceutix's Brilacidin-OM for Oral Mucositis," dated Nov. 25, 2015	Fed. R. Evid. 201; FDA determination
17	Chart of Celleceutix Stock Price, Jan. 1, 2010 to Feb. 9, 2016 Full information available: http://finance.yahoo.com/q/hp?s=CTIX+Historical+Prices	Fed. R. Evid. 201
18	Notice, " <i>EQUITY ALERT: The Rosen Law Firm Announces Investigation of Securities Claims Against Cellceutix Corporation – CTIX</i> ", dated Aug. 6, 2015	Fed. R. Evid. 201
19	Notice, " <i>EQUITY ALERT: Rosen Law Firm Files Securities Class Action Against Cellceutix Corporation – CTIX</i> ", dated Sep.11, 2015	Dkt. 11-1, 15-1 (included for Court's convenience)
20	Cellceutix Transfer Agent Report (listing original shareholders of Cellceutix) Transfer Agent Website found at: http://www.pacificstocktransfer.com/ SEC Fast Answers found at: https://www.sec.gov/answers/transferagent.htm	Fed. R. Evid. 201

Dated: February 10, 2016

Respectfully Submitted,

THE ASHCROFT LAW FIRM, LLC

/s/ Michael J. Sullivan
200 State Street, 7th Floor
Boston, MA 02109
(P) 617-573-9400
MSullivan@Ashcroftlawfirm.com

Counsel for Defendants