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CELL THERAPEUTICS INC  
Form POS AM  
June 17, 2002

As filed with the Securities and Exchange Commission on June 17, 2002  
Registration No. 333-93835

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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Post Effective Amendment No. 1 to  
FORM S-3  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

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CELL THERAPEUTICS, INC.  
(Exact name of Registrant as specified in its charter)

|   |   |   |
|---|---|---|
| Washington  | 501 Elliott Avenue West #400                | 91-1533912                              |
| (State or other jurisdiction of<br>incorporation or organization) | Seattle, Washington 98119<br>(206) 282-7100 | (IRS Employer<br>Identification Number) |

(Address, including zip code, and telephone number,  
including area code, of Registrant's principal executive offices)

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James A. Bianco, M.D.  
President, Chief Executive Officer  
Cell Therapeutic, Inc.  
501 Elliott Avenue West #400  
Seattle, Washington 98119  
(206) 282-7100  
(Name, address, including zip code, and telephone number,  
including area code, of agent for service)

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Copies to:  
Michael J. Kennedy, Esq.  
Karen A. Dempsey, Esq.  
Wilson Sonsini Goodrich & Rosati  
Professional Corporation  
One Market, Spear Street Tower, Suite 3300  
San Francisco, California 94105  
(415) 947-2000

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Approximate date of commencement of proposed sale to the public: As soon as  
practicable after the effective date of this Registration Statement.  
If the only securities being registered on this Form are being offered pursuant  
to dividend or interest reinvestment plans, please check the following box.

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If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box.

On December 30, 1999, Cell Therapeutics, Inc. (the "Company") filed its Registration Statement on Form S-3 (File No. 333-93835), covering 6,198,087 shares of the Company's common stock to be sold by certain shareholders of the Company. On May 19, 2000, the Securities and Exchange Commission (the "Commission") declared the Registration Statement effective.

The Registration Statement was filed to register shares of the Company's common stock issued to certain parties as part of a private placement on November 24, 1999. As of June 7, 2002, the selling shareholders had resold 621,762 shares registered under the Registration Statement.

Pursuant to Rule 477 promulgated under the Securities Act of 1933, as amended (the "Securities Act") the Company respectfully requests that the Commission withdraw the Company's Registration Statement on Form S-3. The Company is requesting the withdrawal of the Registration Statement because, pursuant to the terms of the Registration Rights Agreement between the Company and the selling shareholders, the Company's obligation to maintain the effectiveness of the Registration Statement under the Registration Rights Agreement expired on May 19, 2002.

Accordingly, the Company hereby de-registers the 5,576,325 shares of its common stock registered pursuant to the Registration Statement remaining unsold thereunder.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant has duly caused this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Seattle, State of Washington, on this 17th day of June 2002.

CELL THERAPEUTICS, INC.

By: /s/ James A. Bianco, M.D.

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James A. Bianco, M.D.  
President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 has been signed by the following persons in the capacities and on the dates

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indicated:

| Signature<br>-----  | Title<br>-----  |
|---|---|
| /s/ James A. Bianco, M.D.<br>-----<br>James A. Bianco, M.D.<br>*<br>-----<br>Louis A. Bianco<br>*<br>-----<br>Max E. Link, Ph.D.<br>*<br>-----<br>Jack W. Singer, M.D.<br>*<br>-----<br>Jack L. Bowman<br>*<br>-----<br>Wilfred E. Jaeger, M.D.<br>*<br>-----<br>Mary O'Neil Munding, DrPH<br>*<br>-----<br>Phillip M. Nudelman, Ph.D.<br>*<br>-----<br>Vartan Gregorian, Ph.D. | President, Chief Executive Officer and<br>Director (Principal Executive Officer)<br>Executive Vice President, Finance and<br>Administration (Principal Financial and<br>Accounting Officer)<br>Chairman of the Board and Director<br><br>Director<br><br>Director<br><br>Director<br><br>Director<br><br>Director<br><br>Director |

\*By: /s/ James A. Bianco, M.D.  
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James A. Bianco, M.D.  
Attorney-in-Fact