

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 14A  
Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**LION BIOTECHNOLOGIES, INC.**  
(Name of Registrant as Specified In Its Charter)

Payment of Filing Fee (check the appropriate box);

- No fee required.
  - Fee computed on table below per Exchange Act Rules 14a(i)(1) and 0-11.
    - (1) Title of each class of securities to which transaction applies:
    - (2) Aggregate number of securities to which transaction applies:
    - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
    - (4) Proposed maximum aggregate value of transaction:
    - (5) Total fee paid:
  - Fee paid previously with preliminary materials.
  - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
    - (1) Amount Previously Paid:
    - (2) Form, Schedule or Registration Statement No.:
    - (3) Filing Party:
    - (4) Date Filed:
-

**LION BIOTECHNOLOGIES, INC.**  
c/o Continental Proxy Services – 8th Floor  
17 Battery Place, New York NY 10004 –1123

**You May Vote Your Proxy When You View The  
Material On The Internet. You Will Be Asked  
To Follow The Prompts To Vote Your Shares.**

**LION BIOTECHNOLOGIES, INC.**  
999 Skyway Road, Suite 150  
San Carlos, California, 94070

**NOTICE OF ANNUAL MEETING  
OF STOCKHOLDERS**  
to be held on  
Thursday, June 1, 2017

**\*Stockholders are cordially invited to attend the Annual Meeting and vote in person.  
At the meeting, you will need to request a ballot to vote your shares.**

Dear Stockholder,

The 2017 Annual Meeting of Stockholders of Lion Biotechnologies, Inc. will be held at Terrace Loft Meeting Room on the 24th floor of The Bryant Park Hotel, 40 West 40th St., New York, New York 10018, on Thursday, June 1, 2017, at 9:00 AM (local time).

Proposals to be considered at the Annual Meeting:

- (1) To elect seven directors to serve until the 2018 Annual Meeting of Stockholders;
- (2) To approve, by non-binding advisory vote, the compensation of our named executive officers;
- (3) To approve the reincorporation of Lion Biotechnologies, Inc. from the State of Nevada to the State of Delaware, pursuant to a plan of conversion;
- (4) To ratify the appointment of Marcum LLP as our independent registered public accounting firm for our fiscal year ending December 31, 2017; and
- (5) To transact such other business as may properly come before the Annual Meeting or any adjournments or postponements thereof.

The Board of Directors recommends a vote "FOR" all nominees under Proposal 1, and "FOR" Proposals 2, 3 and 4.

Your electronic vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated, and returned the proxy card.



***Vote Your Proxy on the Internet:***

**Go to <http://www.cstproxyvote.com>**  
Have your notice available when you access the above website. Follow the prompts to vote your shares.

**COMPANY ID:**

**PROXY NUMBER:**

**ACCOUNT NUMBER:**

**The Proxy Materials are available for review at:  
<http://www.cstproxy.com/lionbio/2017>**

## LION BIOTECHNOLOGIES, INC.

999 Skyway Road, Suite 150  
San Carlos, California, 94070

### **Important Notice Regarding the Availability Of Proxy Materials For the 2017 Annual Meeting of Stockholders to Be Held On Thursday June 1, 2017**

The following Proxy Materials are available to you to review at: <http://www.cstproxy.com/lionbio/2017>

- Company's Annual Report for the year ended December 31, 2016.
- Company's 2017 Proxy Statement.
- Company's Proxy Card.
- Any amendments to the foregoing materials that are required to be furnished to stockholders.

This is not a ballot. You cannot use this notice to vote your shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you would like to receive a paper or e-mail copy of these documents, *you must request one*. There is no charge for such documents to be mailed to you. Please make your request for a copy as instructed below on or before May 19, 2017 to facilitate a timely delivery. You may also request that you receive paper copies of all future proxy materials from the Company.

#### **ACCESSING YOUR PROXY MATERIALS ONLINE**

**Have this notice available when you request a paper copy of the proxy materials or to vote your proxy electronically. You must reference your company ID, proxy number, and account number.**

#### **REQUESTING A PAPER COPY OF THE PROXY MATERIALS**

**By telephone please call 1-888-221-0690,**

**or**

**By logging on to <http://www.cstproxv.com/lionbio/2017>**

**or**

**By email at: [proxy@continentalstock.com](mailto:proxy@continentalstock.com)**

*Please include the company name and your account number in the subject line.*