



DIVISION OF
CORPORATION FINANCE

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

August 21, 2017

David B. Kaysen
President and Chief Executive Officer
Sun BioPharma, Inc.
712 Vista Blvd #305
Waconia, MN 55387

Re: Sun BioPharma, Inc.
Preliminary Proxy Statement on Schedule 14A
Filed August 4, 2017
File No. 000-55242

Dear Mr. Kaysen:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence by the staff.

Division of Corporation Finance
Office of Healthcare & Insurance

cc: Joshua L. Colburn, Esq.