



## **Sun BioPharma Announces Effectiveness of its Registration Statement on Form S-1**

### **Company Uplists to OTCQB Venture Market And Secures DTC Eligibility**

**Minneapolis, MN, October 3, 2016-** Sun BioPharma, Inc., (OTCQB: SNBP), a biopharmaceutical company developing disruptive therapeutics for the treatment of patients with diseases of the pancreas, including pancreatic cancer and pancreatitis, today announced that the Securities and Exchange Commission has declared effective its registration statement on Form S-1, registering the sale of up to 3,331,500 shares of common stock issuable to investors in recent private placement transactions. The selling stockholders may, from time to time, sell any or all of their shares of common stock on any stock exchange, market or trading facility on which the shares are traded or quoted or in private transactions. These sales may be at fixed or negotiated prices.

The Company also announced that, as of September 28, 2016, its common stock has begun trading on the OTCQB Venture Marketplace tier of the over-the-counter markets administered by the OTC Markets Group, Inc. The Company's shares will continue trading under the symbol "SNBP." In addition, the company has secured DTC Eligibility, from The Depository Trust Company, for its shares to trade electronically.

"Listing our shares on the OTCQB is a significant achievement for the Company and will help raise the awareness of the Sun BioPharma story and provide better liquidity for our shareholders," commented David B. Kaysen, President and CEO of Sun BioPharma.

"In addition, our shares can now be traded electronically, giving greater access to liquidity and an expansion of the types of investors who can now consider our shares for

investment. Electronic trading is the standard in today's financial markets and becoming DTC Eligible greatly simplifies the process of trading in our common stock. These efforts compliment the improvements we've made in our corporate structure and the continued progress in our phase 1 clinical Study of the Company's initial product candidate, SBP-101 for pancreatic cancer."

The OTCQB is considered by the Securities and Exchange Commission ("SEC") as an "established public market" for the purpose of determining the public market price when registering securities for resale with the SEC. Due to the OTCQB dramatically increasing transparency, reporting standards, management certification and compliance requirements, the majority of broker-dealers trade stocks on the OTCQB. Historically this has resulted in greater liquidity and awareness for companies that reach the OTCQB tier.

Key elements and benefits of uplisting to the OTCQB include:

- Companies must remain current and compliant in their reporting to the SEC;
- Minimum bid price test of \$0.01 removes companies that are most likely to be the subject of dilutive stock fraud schemes and promotion;
- Improved investor confidence through verified information, confirming that the Company Profile displayed on [www.otcmartets.com](http://www.otcmartets.com) is current and complete;
- Annual management certification process to verify officers, directors, controlling shareholders, and shares outstanding;
- Greater information availability for investors through the OTC Disclosure & News Service; and
- Transparent prices for investors through full-depth of book with Real Time Level 2 quotes.

The Depository Trust Company (DTC) is a subsidiary of the Depository Trust & Clearing Corporation (DTCC), and manages the electronic clearing and settlement of publicly traded companies. Securities that are eligible to be electronically cleared and settled through the DTC are considered "DTC Eligible." This electronic method of clearing securities speeds up the receipt of stock and cash, and thus accelerates the settlement process for investors.

## **About Sun BioPharma**

Sun BioPharma Inc. is a clinical-stage biopharmaceutical company developing disruptive therapeutics for urgent unmet medical needs. The Company's development programs target diseases of the pancreas, including pancreatitis and pancreatic cancer; the Company's initial product candidate is SBP-101 for the treatment of patients with pancreatic cancer. SBP-101 was originally invented by Ray Bergeron, Ph.D. Distinguished Professor Emeritus, University of Florida. Sun BioPharma has scientific collaborations with pancreatic disease experts at Cedars Sinai Medical Center in Los Angeles, the University of Miami, the University of Florida, the Mayo Clinic Scottsdale, the Austin Health Cancer Trials Centre and the Box Hill Hospital in Melbourne, Australia and the Ashford Cancer Centre in Adelaide, Australia. Further information can be found at: [www.sunbiopharma.com](http://www.sunbiopharma.com). Sun BioPharma's common stock is currently quoted on the OTCQB tier of the over-the-counter markets administered by the OTC Markets Group, Inc. under the symbol: SNBP.

## **Safe Harbor**

*Statements pertaining to future financial and/or operating results, future growth in research, technology, clinical development, and potential opportunities for Sun BioPharma, along with other statements about the future expectations, beliefs, goals, plans, or prospects expressed by management constitute forward-looking statements. Any statements that are not historical fact (including, but not limited to statements that contain words such as "will," "believes," "plans," "anticipates," "expects," "estimates") should also be considered to be forward-looking statements. Forward-looking statements involve risks and uncertainties, including, without limitation, risks inherent in the development and/or commercialization of potential products, uncertainty in the results of clinical trials or regulatory approvals, need and ability to obtain future capital, maintenance of intellectual property rights and ability to satisfy ongoing requirements for quotation on the OTCQB. Actual results may differ materially from the results anticipated in these forward-looking statements and as such should be evaluated together with the many uncertainties that affect the businesses of Sun BioPharma particularly those mentioned in the cautionary statements found in Sun BioPharma's filings with the Securities and Exchange Commission. Sun BioPharma disclaims any intent or obligation to update these forward-looking statements.*

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