

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* MAYFIELD IX <hr/> (Last) (First) (Middle) 2800 SAND HILL ROAD, SUITE 250 <hr/> (Street) MENLO PARK CA 94025 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/26/2005	3. Issuer Name and Ticker or Trading Symbol SUNESIS PHARMACEUTICALS INC [SNSS]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned			
1. Title of Security (Instr. 4)	2. Amount of Securities Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares ^M			
Series A Convertible Preferred Stock	(3)	(3)	Common Stock	2,945,000	\$ 0	D ⁽¹⁾ (2)	
Series B Convertible Preferred Stock	(3)	(3)	Common Stock	1,096,153	\$ 0	D ⁽¹⁾ (2)	
Series C Convertible Preferred Stock	(3)	(3)	Common Stock	593,750	\$ 0	D ⁽¹⁾ (2)	
Series A Convertible Preferred Stock	(3)	(3)	Common Stock	155,000	\$ 0	I ⁽¹⁾ (2)	by MF AIII
Series B Convertible Preferred Stock	(3)	(3)	Common Stock	57,693	\$ 0	I ⁽¹⁾ (2)	by MF AIII
Series C Convertible Preferred Stock	(3)	(3)	Common Stock	31,250	\$ 0	I ⁽¹⁾ (2)	by MF AIII

Explanation of Responses:

1. The individual Reporting Persons are Managing Directors of Mayfield IX Management, LLC, the sole General Partner of Mayfield IX (MF IX), and they are also Managing Directors of Mayfield VIII Management, LLC, the sole General Partner of Mayfield Associates Fund III (MF AIII). The individual Reporting Persons may be deemed to have shared voting and dispositive power over the shares which are or may be deemed to be beneficially owned by MF IX and MF AIII, but disclaim such beneficial ownership, except to the extent of their pecuniary interest therein.

2. The filing of this statement shall not be deemed an admission that, for the purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of all such equity securities covered by this statement. Each of the Reporting Persons included in this filing hereby designates Mayfield IX as its designated filer of Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder.

3. Upon completion of the initial public offering, all Preferred Stock held by MF IX will be converted to a cumulative total of 1,166,695 shares of Common Stock, and all Preferred Stock held by MF AIII will be converted to a cumulative total of 61,405 shares of Common Stock.

James T. Beck, Attorney-In-
Fact for each of the 09/26/2005
Reporting Persons

** Signature of Reporting Date
Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby authorizes James T. Beck, Harvey Schloss and David L. Bandy to execute for and on behalf of the undersigned, in the undersigned's individual capacity and in the undersigned's capacity as a member of any limited liability company and partner of any general or limited partnership, (i) any and all filings pursuant to Section 16 of the Securities Exchange Act of 1934 (the Exchange Act), including any and all Forms 3, 4 and 5, and Section 13 of the Exchange Act, including Schedules 13D and 13G, and any amendments thereto and joint filing agreements and other documents in connection therewith, and (ii) any applications for EDGAR access codes, including the Form ID, in each case as may be required to be filed from time to time with the U. S. Securities and Exchange Commission with respect to any investments of Mayfield Fund and its affiliates (collectively, Mayfield), and cause any and all of such forms, schedules, agreements and documents to be filed with the U. S. Securities and Exchange Commission pursuant to Section 13 and Section 16 of the Exchange Act, relating to the undersigned's direct or indirect beneficial ownership of securities (in the undersigned's individual capacity, or in the undersigned's capacity as a member of any limited liability company or partner in any general or limited partnership). The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-facts substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is Mayfield assuming, any of the undersigned's responsibilities to comply with Section 16 or Section 13 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer an employee, member or partner of Mayfield, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 16th day of September, 2002.

Frank G. Myers, Jr.

POWER OF ATTORNEY

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Kevin A. Fong

POWER OF ATTORNEY

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William D. Unger

POWER OF ATTORNEY

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Wendell G. Van Auken, III

POWER OF ATTORNEY

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Yogen K. Dalal

POWER OF ATTORNEY

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A. Grant Heidrich, III