ZIOPHARM ONCOLOGY INC
Form 3
April 02, 2008

FORM 3

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â SCHWARTZ BRIAN

(Last) (First) (Middle)

NAVY YARD PLAZA,Â 1 FIRST AVENUE PARISH, BUILDING #3

(Street)

BOSTON,Â MAÂ 02129

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
03/26/2008

3. Issuer Name **and** Ticker or Trading Symbol
ZIOPHARM ONCOLOGY INC [ZIOP]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer _____ Other
(give title below) (specify below)
V.P. Chief Medical Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ 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 Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	25,000 (1)	D	Â

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

SEC 1473 (7-02)

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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	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (2)	Â (3)	05/10/2016	Common Stock	100,000	$ 5.35	D	Â
Stock Options (2)	Â (4)	12/13/2016	Common Stock	15,000	$ 6.49	D	Â
Stock Options (2)	Â (5)	06/18/2015	Common Stock	35,000	$ 4.85	D	Â
Stock Options (2)	Â (6)	12/12/2017	Common Stock	50,000	$ 2.73	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer		Other
SCHWARTZ BRIAN NAVY YARD PLAZA 1 FIRST AVENUE PARISH, BUILDING #3 BOSTON,Â MAÂ 02129	Â	Â	Â	V.P. Chief Medical Officer	Â

Signatures

/s/ Brian Schwartz	04/02/2008
**Signature of Reporting Person	Date

Explanation of Responses:

***** 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).

(1) Restricted stock grant. Restrictions lapse on 12/1/2008.

(2) Right to buy.

(3) 33,334 shares are currently vested. 33,333 shares vest on each of 5/10/08 and 5/10/09.

(4) 5,000 shares are currently vested. 5,000 shares vest on each of 12/13/08 and 12/13/09.

(5) 11,667 shares vest on each of 6/18/08 and 6/18/09; 11,666 shares vest on 6/18/10.

(6) 16,667 shares vest on each of 12/12/08 and 12/12/09; 16,666 shares vest on 12/12/10.

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