

ZIOPHARM ONCOLOGY INC  
Form 8-K  
February 14, 2012

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): **February 13, 2012**

**ZIOPHARM Oncology, Inc.**

(Exact Name of Registrant as Specified in Charter)

|                              |                          |                     |
|------------------------------|--------------------------|---------------------|
| Delaware                     | 001-33038                | 84-1475672          |
| (State or Other Jurisdiction | (Commission File Number) | (IRS Employer       |
| of Incorporation)            |                          | Identification No.) |

|  |            |
|--|------------|
| <b>1180 Avenue of the Americas</b>       |            |
| <b>20<sup>th</sup> Floor</b>             | 10036      |
| <b>New York, NY</b>                      |            |
| (Address of Principal Executive Offices) | (Zip Code) |

**(646) 214-0700**

(Registrant's telephone number, including area code)

**Not applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425).

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12).

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)).

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).

Item 8.01 Other Events

ZIOPHARM Oncology, Inc. (the “Company”) announced today positive preliminary overall survival data from the Company’s randomized, controlled Phase 2 trial of palifosfamide plus doxorubicin vs. doxorubicin alone (PICASSO) in patients with unresectable or metastatic soft tissue sarcoma.

A copy of the above referenced press release is filed as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit No. Description

99.1 Press release of the Company dated February 13, 2012

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ZIOPHARM Oncology, Inc.

By: /s/ Caesar Belbel

Date: February 13, 2012

Name: Caesar Belbel

Title: Executive Vice President, Chief Legal Officer and Secretary

**INDEX OF EXHIBITS**

Exhibit No. Description

99.1 Press release of the Company dated February 13, 2012