

ZIOPHARM ONCOLOGY INC  
Form 8-K  
December 28, 2010

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): December 28, 2010

---

ZIOPHARM Oncology, Inc.  
(Exact Name of Registrant as Specified in Charter)

Delaware (State or Other Jurisdiction of Incorporation)	001-33038 (Commission File Number)	84-1475642 (IRS Employer Identification No.)
---	---------------------------------------	--

1180 Avenue of the Americas 19th Floor New York, NY (Address of Principal Executive Offices)	10036 (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)).

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

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Extension of Employment Agreement with Jonathan Lewis, M.D., Ph.D.

On December 28, 2010, ZIOPHARM Oncology, Inc. (the "Company") extended the term of the its existing employment agreement with Jonathan Lewis, M.D., Ph.D., the Company's Chief Executive Officer, for an additional two year period expiring January 8, 2013. Dr. Lewis' employment agreement, which was previously filed as exhibit 10.6 to the Company's Annual Report on Form 10-KSB filed February 21, 2008, was scheduled to expire by its terms on January 8, 2011. A copy of the Extension to Employment Agreement is attached hereto as Exhibit 10.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

10.1 Extension to Employment Agreement dated December 28, 2010 by and between ZIOPHARM Oncology, Inc. and Jonathan Lewis, M.D., Ph.D.

#### 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.

Date: December 28, 2010

By: /s/ Richard Bagley  
Name: Richard Bagley  
Title: President, Chief Operating Officer and  
Chief Financial Officer