## Edgar Filing: ZIOPHARM ONCOLOGY INC - Form 4

ZIOPHARM Form 4	I ONCOLOGY	INC									
January 04, FORN	ЛЛ	D STATES	S SECUP	RITIES A	AND EXC	HAN	GE C	OMMISSION	-	PROVAL	
Washington, D.CCheck this boxif no longersubject toSection 16.Form 4 orForm 5obligationsmay continue.See Instruction1(b).					BENEFIC RITIES le Securitie ding Comp	D.C. 20549 ENEFICIAL OWNERSHIP OF TIES Securities Exchange Act of 1934, ng Company Act of 1935 or Section				3235-0287 January 31, 2005 verage rs per 0.5	
(Print or Type	Responses)										
Cooper Laurence James Neil Symbo				HARM ONCOLOGY INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) HARM ONCOL FIRST AVEN LDG. 34		3. Date of (Month/E 12/30/2	-	ransaction			Director X Officer (give below) Chief H		Owner er (specify er	
	(Street) 4. If Amen Filed(Mont				ate Original r)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
BOSTON,	MA 02129							Person	fore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	ecuriti	es Acqu	iired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	med n Date, if Day/Year)	Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4	(A) or	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/30/2016			Code V A	Amount 212,250 (1)	(D) A	Price \$ 0	1,226,583	D		
Common Stock	12/31/2016			F	17,292 (2)	D	\$ 5.35	1,209,291	D		

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
<b>r</b> g	Director	10% Owner	Officer	Other				
Cooper Laurence James Neil C/O ZIOPHARM ONCOLOGY, INC. ONE FIRST AVENUE, PARRIS BLDG. 3 BOSTON, MA 02129	4		Chief Executive Officer					
Signatures								
/s/ Caesar J. Belbel, Attorney-In-Fact	01/04/2017							
**Signature of Reporting Person	Date							
Explanation of Respons	es:							

## \* If the form is filed by more than one reporting person, *see* Instruction 4(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) 70,750 shares vest on each of 12/30/2017, 12/30/2018 and 12/30/2019.

(2) Represents shares withheld to satisfy withholding tax obligations upon the vesting of restricted stock grants.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.