SEC Form 4

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FORM 4

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

OMB APPROVAL

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| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b) |
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| Instruction 1(b). |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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|---|--------------------------|-----------|--|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | | |
| | Estimated average burden | | | | | | | | | |
| | hours per response: | 0.5 | | | | | | | | |

| 1. Name and Addres | ss of Reporting Person | 1 | 2. Issuer Name and Ticker or Trading Symbol <u>EASYWEB INC</u> [ESWB] | | ionship of Reporting Persor all applicable) Director | n(s) to Issuer 10% Owner | |
|---|---------------------------|--------------------|---|-------------------------|--|-----------------------------|--|
| (Last) 787 SEVENTH | (First) AVENUE, 48TH I | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 09/13/2005 | | Officer (give title below) | Other (specify below) | |
| (Street) NEW YORK NY 10019 (City) (State) (Zip) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi Line) X | | | |
| | Ta | ble I - Non-Deriva | ative Securities Acquired, Disposed of, or Benefi | cially C |)wned | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr 8) | | | | | 5. Amount of Securities Beneficially Owned Following Reported | Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|---------------------------------------|---|--------|---------------|-------|---|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (mou: 4) |
| Common Stock, \$.001 par value | 09/13/2005 | | J ⁽¹⁾ | | 83,445 | Α | (1) | 83,445 | D | |

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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | n of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|--------|-----|--|--------------------|---|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Warrants to Purchase Common Stock | \$4.75 | 09/13/2005 | | J ⁽²⁾ | | 35,566 | | 09/13/2005 | 05/31/2012 | Common Stock, \$.001 par value | 35,566 | (2) | 35,566 | D | |
| Director Stock Option | \$ 4.31 | 09/13/2005 | | J (3) | | 15,029 | | (4) | 07/20/2015 | Common Stock, \$.001 par value | 15,029 | (3) | 15,029 | D | |

Explanation of Responses:

1. Received in exchange for shares of ZIOPHARM, Inc. in connection with a merger transaction involving ZIOPHARM, Inc. with ZIOPHARM Oncology, Inc. (f/k/a EasyWeb, Inc.) (the "Merger").

2. Received pursuant to the Merger in exchange for Warrants to purchase shares of Series A Preferred Stock of ZIOPHARM, Inc.

3. Received pursuant to the Merger in exchange for options to acquire shares of Common Stock of ZIOPHARM, Inc.

4. 7,515 shares vest on 7/20/06 and 7,514 shares vest on 7/20/07.

/s/ Michael Weiser

09/15/2005 Date

** Signature of Reporting 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 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).

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.