

**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): **April 5, 2010**

ZIOPHARM Oncology, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

0-32353
(Commission File Number)

84-1475672
(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)).
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).
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Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

On April 5, 2010, upon the recommendation of the Company’s Corporate Governance and Nominating Committee of the Board, the Company increased the size of its Board of Directors from eight members to nine members and filled the resulting Board seat by electing Mr. George B. Abercrombie to serve as a director until the Company’s next annual stockholders’ meeting. Mr. Abercrombie has also been appointed to serve as a member of the Company’s Corporate Governance and Nominating Committee and Compensation Committee.

In conjunction with his election to the Board, and in accordance with the Company’s existing director compensation practices, on April 5, 2010, the Company made new director grants to Mr. Abercrombie comprised of 25,000 restricted shares of the Company’s common stock that are subject to restrictions that will lapse on the one year anniversary of the grant date, and options to purchase 25,000 shares of the Company’s common stock that will vest in three equal annual installments commencing on the one year anniversary of the grant date. The options have an exercise price equal to the closing price of the Company’s common stock on the trading day preceding the grant date.

Mr. Abercrombie, age 55, most recently served as the President and CEO of Hoffmann-La Roche Inc. and Head of North American Pharmaceutical Operations from 2001 through December 2009. Prior to joining Hoffmann-La Roche Inc. in 2001, Mr. Abercrombie held the position of Senior Vice President, Commercial Operations at Glaxo Wellcome Inc. and prior to joining Glaxo, held progressively senior positions at Merck and Company in Merck’s Human Health Division in the United States. Mr. Abercrombie currently serves as a member of the Board of Directors of Inspire Pharmaceuticals, Inc.

Item 7.01 Regulation FD Disclosure

On April 6, 2010, the Company issued a press release announcing the election of Mr. Abercrombie to its Board of Directors and the appointment of Dr. Brennan as Chairman of the Board (see Item 8.01 below). A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information in this Report, including Exhibit 99.1, shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

Item 8.01 Other Events

On March 31, 2010, the Company’s Board of Directors appointed Dr. Murray Brennan, M.D. to serve as non-executive Chairman of the Board. Dr. Brennan has been a member of the Company’s Board of Directors since 2005 and prior to his appointment as Chairman served as Lead Director.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of the Company dated April 6, 2010

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/ Richard Bagley

Name: Richard Bagley

Title: President, Chief Operating Officer and Chief Financial Officer

Date: April 6, 2010

INDEX OF EXHIBITS

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99.1	Press Release of the Company dated April 6, 2010

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**ZIOPHARM Oncology, Inc.****ZIOPHARM Elects George B. Abercrombie, former CEO of
Hoffmann-La Roche, to Board of Directors****-- Dr. Murray Brennan Named Chairman of Board --**

NEW YORK, NY – April 6, 2010 - ZIOPHARM Oncology, Inc. (Nasdaq: ZIOP), announced today the appointment of George B. Abercrombie to its Board of Directors. Mr. Abercrombie will serve as a member of the Board's Compensation Committee as well as the Nominating and Corporate Governance Committee. Additionally, Dr. Murray Brennan was elected Chairman of the Board.

Mr. Abercrombie most recently served as the President and Chief Executive Officer of Hoffmann-La Roche (Roche) North America and has more than 30 years experience in the pharmaceutical industry. He was responsible for Roche's U.S. and Canadian Pharmaceuticals Business. Under Mr. Abercrombie's leadership, the value of Roche's U.S. business increased, achieving leading market share positions for key marketed products. In joining the ZIOPHARM board, George will also have the opportunity to continue his relationship with Dr. Larry Norton, a consultant partner to ZIOPHARM, with whom he worked closely at Roche and while Dr. Norton was the president of ASCO. Prior to joining Hoffmann-La Roche Inc. in 2001, Mr. Abercrombie held the position of Senior Vice President, Commercial Operations at Glaxo Wellcome Inc. and prior to joining Glaxo, held progressively senior positions at Merck and Company in Merck's Human Health Division in the United States.

During his distinguished career he has testified as an expert witness on numerous occasions in front of both Houses of the U.S. Congress. Mr. Abercrombie began his career as a pharmacist after receiving a bachelor's degree in pharmacy from the University of North Carolina and earned his MBA from Harvard University. He has served on many boards and organizations throughout his career, including the PhRMA (Pharmaceutical Research and Manufacturers of America) Board of Directors, the Johns Hopkins School of Hygiene and the Public Health Advisory, Project Hope Board of Directors, and the Duke University Fuqua School of Business Health Sector Advisory Board, among others.

“Given George’s extensive knowledge and understanding of the development and commercialization of pharmaceutical products across a wide range of indications, including those for cancer-related therapies, he will be an invaluable addition to the ZIOPHARM team,” stated Dr. Murray Brennan, Chairman of the Board. “ZIOPHARM will no doubt benefit from George’s wisdom and experience and we are extremely pleased to have him on board at this important transformational stage of the Company’s growth and development.”

“This is really an exciting time for ZIOPHARM and me. I am thrilled to be joining this team of enormously impressive professionals who are developing promising medicines to treat cancer,” commented Mr. Abercrombie. “I look forward to contributing to ZIOPHARM’s success as we build value for patients, shareholders, and the healthcare system.”

About ZIOPHARM Oncology, Inc.:

ZIOPHARM Oncology is a biopharmaceutical company engaged in the development and commercialization of a diverse portfolio of cancer drugs. The Company is currently focused on three clinical programs.

Palifosfamide (Zymafos™ or ZIO-201) references a novel composition (tris formulation) that comprises the functional active metabolite of ifosfamide, a standard of care for treating sarcoma, lymphoma, testicular, and other cancers. Palifosfamide delivers only the cancer fighting component of ifosfamide. It is expected to overcome the resistance seen with ifosfamide and cyclophosphamide, two of the most commonly used DNA-alkylating drugs used to treat cancers. Palifosfamide does not have the toxic metabolites of ifosfamide that cause the debilitating side effects of “fuzzy brain” (encephalopathy) and severe bladder inflammation. It may also have other advantages. Intravenous palifosfamide is currently in a randomized Phase II trial to treat unresectable or metastatic soft tissue sarcoma in the front- and second-line setting with the Company having reported interim positive results in late 2009; a registration trial in the same setting is expected to initiate following U.S. Food and Drug Administration (FDA) review in the first half of this year. An oral form of palifosfamide has been developed preclinically to the investigational new drug application stage.

Darinaparsin (Zinapar™ or ZIO-101) is a novel mitochondrial-targeted agent (organic arsenic) being developed for the treatment of various hematologic and solid cancers. Preclinical and clinical studies to date have demonstrated that darinaparsin is considerably less toxic than inorganic arsenic, particularly with regard to cardiac toxicity. The Company has reported favorable results from a Phase II trial with IV-administered darinaparsin in lymphoma, particularly peripheral T-cell lymphoma (“PTCL”), at the American Society of Clinical Oncology (ASCO) in May of 2009 which would serve as the basis for ongoing clinical study in PTCL following regulatory review and available financial resources Phase I trials with the oral form are ongoing in both hematological malignancies and solid tumors.

Indibulin (Zybulin™ or ZIO-301) is a novel, oral tubulin binding agent that targets both mitosis and cancer cell migration. In addition, indibulin is expected to have several potential benefits, including oral dosing, application in multi-drug resistant tumors, no neuropathy and minimal overall toxicity. In multiple Phase I trials in cancer patients, oral indibulin has been administered both as a single agent and in combination with favorable activity and a promising safety profile that does not include the neurotoxicity seen with all of the other classes of tubulin binding agents. Most recently, results of oral indibulin in combination with oral capecitabine (Xeloda®) were presented at last year’s American Society of Clinical Oncology (ASCO) along with the preclinical findings of a novel dosing schedule conducted under the direction of Dr. Larry Norton; employing this dosage schedule, the Company expects to initiate a Phase I study early this year in breast cancer patients with the breast team at Memorial Sloan Kettering.

ZIOPHARM's operations are located in Boston, MA with an executive office in New York City. Further information about ZIOPHARM may be found at www.ziopharm.com.

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Forward-Looking Safe Harbor Statement:

This press release contains forward-looking statements for ZIOPHARM Oncology, Inc. that involve risks and uncertainties that could cause the Company's actual results to differ materially from the anticipated results and expectations expressed in these forward-looking statements. These statements are based on current expectations, forecasts and assumptions that are subject to risks and uncertainties, which could cause actual outcomes and results to differ materially from these statements. Among other things, there can be no assurance that any of the Company's development efforts relating to its product candidates will be successful, or such product candidates will be successfully commercialized. Other risks that affect forward-looking information contained in this press release include the possibility of being unable to obtain regulatory approval of the Company's product candidates, the risk that the results of clinical trials may not support the Company's claims, the risk that pre-clinical or clinical trials will proceed on schedules that are consistent with the Company's current expectations or at all, risks related to the Company's ability to protect its intellectual property and its reliance on third parties to develop its product candidates, risks related to the sufficiency of existing capital reserves to fund continued operations for a particular amount of time and uncertainties regarding the Company's ability to obtain additional financing to support its operations thereafter. The Company assumes no obligation to update these forward-looking statements, except as required by law.

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