

BAGLEY RICHARD E
Form 4
January 05, 2010

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BAGLEY RICHARD E

(Last) (First) (Middle)

ONE FIRST AVE, BUILDING
34, NAVY YARD PLAZA

(Street)

BOSTON, MA 02129

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ZIOPHARM ONCOLOGY INC
[ZIOP]

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2009

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President, COO & Treasurer

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$.001 par value	12/31/2009		A ⁽¹⁰⁾		50,000	A	\$ 0 209,125
						D	

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

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SEC 1474
(9-02)

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 1.7							<u>(1)</u>	07/01/2014	Common Stock	150,668
Stock Option (right to buy)	\$ 4.31							<u>(2)</u>	06/08/2015	Common Stock	63,197
Stock Option (right to buy)	\$ 4.31							<u>(3)</u>	09/13/2015	Common Stock	27,417
Stock Option (right to buy)	\$ 5.01							04/26/2006	04/26/2016	Common Stock	54,873
Stock Option (right to buy)	\$ 5.01							<u>(4)</u>	04/26/2016	Common Stock	40,000
Stock Option (right to buy)	\$ 6.49							<u>(5)</u>	12/13/2016	Common Stock	20,000
Stock Option (right to buy)	\$ 4.85							<u>(6)</u>	06/18/2017	Common Stock	25,000
Stock Option (right to buy)	\$ 2.73							<u>(7)</u>	12/12/2017	Common Stock	75,000
Stock Option	\$ 2.14							<u>(8)</u>	06/25/2018	Common Stock	60,000

(right to
buy)

Stock

Option
(right to
buy)

\$ 0.7

(9)

05/13/2019

Common
Stock

100,000

Stock

Option
(right to
buy)

\$ 2.85

12/31/2009

A

50,000

(11)

12/31/2019

Common
Stock

50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAGLEY RICHARD E ONE FIRST AVE, BUILDING 34 NAVY YARD PLAZA BOSTON, MA 02129	X		President, COO & Treasurer	

Signatures

/s/ Richard E.
Bagley

01/05/2010

**Signature of
Reporting Person

Date

Explanation of Responses:

* 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) 50,223 shares vest on each of 7/1/05 and 7/1/06; 50,222 shares vest on 7/1/07.

(2) 21,066 shares vest on each of 7/1/05 and 7/1/06; 21,065 shares vest on 7/1/07.

(3) 9,139 shares vest on each of 9/13/05, 7/1/06 and 7/1/07.

(4) 20,000 shares vest immediately; the remainder vest on 12/14/06.

(5) 6,667 shares vest on each of 12/13/07 and 12/13/08; 6,666 shares vest on 12/13/09.

(6) 8,334 shares vest on 6/18/08; 8,333 shares vest on each of 6/18/09 and 6/18/10.

(7) 25,000 shares vest on each of 12/12/08, 12/12/09 and 12/12/10.

(8) 20,000 shares vest on each of 6/25/2009, 6/25/2010 and 6/25/2011.

(9) 25,000 shares vest immediately; 25,000 shares vest on each of 8/13/2009, 11/13/2009 and 2/13/2010.

(10) Grant of restricted stock; restrictions lapse with respect to 16,667 shares on each of 12/31/2011 and 12/31/2012 and as to 16,666 shares on 12/31/2013.

(11) 16,667 shares vest on each of 12/31/2011 and 12/31/2012 and 16,666 shares vest on 12/31/2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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