

ZIOPHARM ONCOLOGY INC
Form 10-Q
October 30, 2008

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

FORM 10-Q

- QUARTERLY REPORT UNDER SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended September 30, 2008

OR

- TRANSITION REPORT UNDER SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____

Commission File Number 0-32353

ZIOPHARM Oncology, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation or
Organization)

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)

(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerate filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company
 (Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act.)
Yes No

As of October 30, 2008, there were 21,373,964 shares of the issuer's common stock, \$.001 par value per share, outstanding.

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PART I - FINANCIAL INFORMATION**Item 1. UNAUDITED FINANCIAL STATEMENTS*****ZIOPHARM Oncology, Inc.******(A Development Stage Enterprise)***

Balance Sheets

| | September 30, 2008 (Unaudited) | December 31, 2007 |
|--|---|------------------------------|
| ASSETS | | |
| Current assets: | | |
| Cash and cash equivalents | \$ 15,191,789 | \$ 35,028,798 |
| Prepaid expenses and other current assets | 577,165 | 498,864 |
| Total current assets | 15,768,954 | 35,527,662 |
| Property and equipment, net | 589,138 | 746,421 |
| Deposits | 95,497 | 95,497 |
| Other non-current assets | 360,922 | 356,881 |
| Total assets | \$ 16,814,511 | \$ 36,726,461 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| Current liabilities: | | |
| Accounts payable | \$ 2,227,537 | \$ 2,909,170 |
| Accrued expenses | 3,473,027 | 3,396,480 |
| Total current liabilities | 5,700,564 | 6,305,650 |
| Deferred rent | 60,932 | 50,988 |
| Total liabilities | 5,761,496 | 6,356,638 |
| Commitments and contingencies | | |
| Stockholders' equity: | | |
| Common stock, \$.001 par value; 280,000,000 shares authorized; 21,373,964 and 21,298,964 shares issued and outstanding at September 30, 2008 and December 31, 2007, respectively | 21,374 | 21,299 |
| Preferred stock, \$0.01 par value; 30,000,000 shares authorized and no shares issued and outstanding | - | - |
| Additional paid-in capital | 71,025,617 | 69,674,151 |
| Warrants issued | 20,503,894 | 20,503,894 |
| Deficit accumulated during the development stage | (80,497,870) | (59,829,521) |
| Total stockholders' equity | 11,053,015 | 30,369,823 |
| Total liabilities and stockholders' equity | \$ 16,814,511 | \$ 36,726,461 |

ZIOPHARM Oncology, Inc.

(A Development Stage Enterprise)

Statements of Operations

For the three and nine months ended September 30, 2008 and 2007 (unaudited) and for the period from inception (September 9, 2003) through September 30, 2008 (unaudited)

| | For the three months ended September 30, 2008 | For the three months ended September 30, 2007 | For the nine months ended September 30, 2008 |
|--|--|--|---|
|--|--|--|---|