

ZIOPHARM ONCOLOGY INC  
Form SC 13G  
March 12, 2007

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**Ziopharm Oncology, Inc.**

---

(Name of Issuer)

**Common Stock, par value \$0.001 per share**

---

(Title of Class of Securities)

**98973P101**

(CUSIP Number)

**Martin P. Sutter**

**Essex Woodlands Health Ventures Fund V, L.P.**

**21 Waterway Avenue, Suite 225**

**The Woodlands, Texas 77380**

**(281) 364-1555**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**February 22, 2007**

---

**(Date of Event Which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13G-1(b)

Rule 13G-1(c)

Rule 13G-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

**SCHEDULE 13G**

CUSIP No. 98973P101

Page 2 of 14 Pages

**1 NAME OF REPORTING PERSON**

**S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

Essex Woodlands Health Ventures Fund VI, L.P.

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a)

(b)

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Delaware

**5 SOLE VOTING POWER**

**NUMBER OF**

**SHARES**

**BENEFICIALLY**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**OWNED BY**

**6 SHARED VOTING POWER**

**EACH**

**REPORTING**

**PERSON**

-0-

**7 SOLE DISPOSITIVE POWER**

**WITH**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)  
8 **SHARED DISPOSITIVE POWER**

-0-

9 **AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)  
10 **CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

11 **PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

10.84%  
12 **TYPE OF REPORTING PERSON**

PN

**1 NAME OF REPORTING PERSON**

**S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

Essex Woodlands Health Ventures VI, L.P.

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a)

(b)

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Delaware

**5 SOLE VOTING POWER**

**NUMBER OF SHARES** 2,296,652 (includes 382,776 shares under immediately exercisable warrants)  
**6 SHARED VOTING POWER**

**BENEFICIALLY**

**OWNED BY**

-0-

**EACH**

**7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON**

**WITH**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**8 SHARED DISPOSITIVE POWER**

-0-

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

10.84%

**12 TYPE OF REPORTING PERSON**

OO

**1 NAME OF REPORTING PERSON**

**S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

Essex Woodlands Health Ventures VI, L.L.C.

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a)

(b)

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Delaware

5

**SOLE VOTING POWER**

**NUMBER OF SHARES** 6 **SHARED VOTING POWER** 2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**BENEFICIALLY**

**OWNED BY**

-0-

**EACH**

7 **SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON**

**WITH**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**8 SHARED DISPOSITIVE POWER**

-0-

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

10.84%

**12 TYPE OF REPORTING PERSON**

OO



**1 NAME OF REPORTING PERSON**

**S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

James L. Currie

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a)

(b)

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United States

**5 SOLE VOTING POWER**

NUMBER OF **6 SHARED VOTING POWER**  
SHARES

-0-

**BENEFICIALLY**

**OWNED BY**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**EACH**

**7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON**

**WITH**

-0-

**8 SHARED DISPOSITIVE POWER**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

10.84%

**12 TYPE OF REPORTING PERSON**

IN

**1 NAME OF REPORTING PERSON**

**S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

Martin P. Sutter

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a)

(b)

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United States

**5 SOLE VOTING POWER**

NUMBER OF **6 SHARED VOTING POWER**  
SHARES

-0-

**BENEFICIALLY**

**OWNED BY**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**EACH**

**7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON**

**WITH**

-0-

**8 SHARED DISPOSITIVE POWER**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

10.84%

**12 TYPE OF REPORTING PERSON**

IN

**1 NAME OF REPORTING PERSON**

**S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

Immanuel Thangaraj

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a)

(b)

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United States

**5 SOLE VOTING POWER**

**NUMBER OF**  **6 SHARED VOTING POWER**  
**SHARES**

-0-

**BENEFICIALLY**

**OWNED BY**   
**EACH**  **7 SOLE DISPOSITIVE POWER**  
2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**REPORTING**

**PERSON**

**WITH**  **8**

-0-

**8 SHARED DISPOSITIVE POWER**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

10.84%

**12 TYPE OF REPORTING PERSON**

IN

**1 NAME OF REPORTING PERSON**

**S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

Mark Pacala

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a)

(b)

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United States

**5 SOLE VOTING POWER**

NUMBER OF **6 SHARED VOTING POWER**  
SHARES

-0-

**BENEFICIALLY**

**OWNED BY**

**EACH**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)  
**7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON**

**WITH**

-0-

**8 SHARED DISPOSITIVE POWER**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

10.84%

**12 TYPE OF REPORTING PERSON**

IN



**1 NAME OF REPORTING PERSON**

**S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

Jeff Himawan

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a)

(b)

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United States

**5 SOLE VOTING POWER**

NUMBER OF **6 SHARED VOTING POWER**  
SHARES

-0-

**BENEFICIALLY**

**OWNED BY**

**EACH**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)  
**7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON**

**WITH**

-0-

**8 SHARED DISPOSITIVE POWER**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

10.84%

**12 TYPE OF REPORTING PERSON**

IN

**1 NAME OF REPORTING PERSON**

**S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON**

Petri Vainio

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**

(a)

(b)

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

United States

**5 SOLE VOTING POWER**

NUMBER OF **6 SHARED VOTING POWER**  
SHARES

-0-

**BENEFICIALLY**

**OWNED BY**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**EACH**

**7 SOLE DISPOSITIVE POWER**

**REPORTING**

**PERSON**

**WITH**

-0-

**8 SHARED DISPOSITIVE POWER**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

2,296,652 (includes 382,776 shares under immediately exercisable warrants)

**10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**

**11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)**

10.84%

**12 TYPE OF REPORTING PERSON**

IN

**ORIGINAL REPORT ON SCHEDULE 13G**

**Item 1.** (a) Name of Issuer:

Ziopharm Oncology, Inc.

(b) Address of Issuer's Principal Executive Offices:

1180 Avenue of the Americas, 19