



DIVISION OF
CORPORATION FINANCE

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

February 10, 2021

Robert Hadfield
Chief Legal Officer
ZIOPHARM Oncology, Inc.
One First Avenue
Parris Building 34
Navy Yard Plaza
Boston, Massachusetts 02129

Re: ZIOPHARM Oncology, Inc.
Form 10-Q for the quarterly period ended September 30, 2020
Exhibit No. 10.2
Filed November 5, 2020
File No. 001-33038

Dear Mr. Hadfield:

We have concluded our assessment of your redacted exhibit for compliance with applicable form requirements and will process your supplemental response and related materials in accordance with your request.

Sincerely,

Division of Corporation Finance