

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