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The reader should not assume that the information is accurate and complete.

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

Notice of Exempt Offering of Securities

OMB APPROVAL

OMB Number: 3235-0076

Estimated average burden

hours per response: 4.00

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names	None	Entity Type
<a href="#">0001422142</a>	ZETA ACQUISITION CORP II		<input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Limited Liability Company <input type="checkbox"/> General Partnership <input type="checkbox"/> Business Trust <input type="checkbox"/> Other (Specify)
<b>Name of Issuer</b>	Aerpio Pharmaceuticals, Inc.		
<b>Jurisdiction of Incorporation/Organization</b>	DELAWARE		
<b>Year of Incorporation/Organization</b>	<input checked="" type="checkbox"/> Over Five Years Ago <input type="checkbox"/> Within Last Five Years (Specify Year) <input type="checkbox"/> Yet to Be Formed		

2. Principal Place of Business and Contact Information

Name of Issuer			
Aerpio Pharmaceuticals, Inc.			
Street Address 1		Street Address 2	
9987 CARVER ROAD			
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
CINCINNATI	OHIO	45242	(513) 985-1920

3. Related Persons

Last Name	First Name	Middle Name
Gardner	Joseph	
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242
<b>Relationship:</b> <input checked="" type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Satter	Muneer	
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242
<b>Relationship:</b> <input type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Weiss	Paul	M.
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Castelein	Caley	
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Dalal	Anupam	
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Prelack	Steven	
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Khuong	Chau	
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242
<b>Relationship:</b>	Executive Officer X Director	Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Dugel	Pravin	
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242

**Relationship:** Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Murphy	James	
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242

**Relationship:** X Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Peters	Kevin	G.
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242

**Relationship:** X Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Pakola	Stephen	
Street Address 1	Street Address 2	
9987 Carver Road	Suite 420	
City	State/Province/Country	ZIP/PostalCode
Cincinnati	OHIO	45242

**Relationship:** X Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

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#### 4. Industry Group

Agriculture	Health Care	Retailing
Banking & Financial Services	X Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance	Hospitals & Physicians	Computers
Investing	Pharmaceuticals	Telecommunications
Investment Banking	Other Health Care	Other Technology
Pooled Investment Fund	Manufacturing	Travel
Is the issuer registered as an investment company under the Investment Company Act of 1940?	Real Estate	Airlines & Airports
Yes <input type="checkbox"/> No <input type="checkbox"/>	Commercial	Lodging & Conventions
Other Banking & Financial Services	Construction	Tourism & Travel Services
Business Services	REITS & Finance	Other Travel
Energy	Residential	Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		

Oil & Gas  
Other Energy

5. Issuer Size

<b>Revenue Range</b>	<b>OR</b>	<b>Aggregate Net Asset Value Range</b>
No Revenues		No Aggregate Net Asset Value
\$1 - \$1,000,000		\$1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
Over \$100,000,000		Over \$100,000,000
X Decline to Disclose		Decline to Disclose
Not Applicable		Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

	Investment Company Act Section 3(c)	
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1)	Section 3(c)(9)
Rule 504 (b)(1)(i)	Section 3(c)(2)	Section 3(c)(10)
Rule 504 (b)(1)(ii)	Section 3(c)(3)	Section 3(c)(11)
Rule 504 (b)(1)(iii)	Section 3(c)(4)	Section 3(c)(12)
Rule 505	Section 3(c)(5)	Section 3(c)(13)
X Rule 506(b)	Section 3(c)(6)	Section 3(c)(14)
Rule 506(c)	Section 3(c)(7)	
Securities Act Section 4(a)(5)		

7. Type of Filing

X New Notice Date of First Sale 2017-03-15 First Sale Yet to Occur  
Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes X No

9. Type(s) of Securities Offered (select all that apply)

X Equity	Pooled Investment Fund Interests
Debt	Tenant-in-Common Securities
X Option, Warrant or Other Right to Acquire Another Security	Mineral Property Securities
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

12. Sales Compensation

Recipient  
Raymond James & Associates, Inc.  
(Associated) Broker or Dealer X None  
None

Recipient CRD Number None  
705  
(Associated) Broker or Dealer CRD Number X None  
None

**Street Address 1**

**Street Address 2**

880 CARILLON PARKWAY

City  
ST. PETERSBURG

State/Province/Country  
FLORIDA

ZIP/Postal Code  
33716

State(s) of Solicitation (select all that apply)  
Check "All States" or check individual States

All States Foreign/non-US

ALABAMA
ALASKA
ARIZONA
ARKANSAS
CALIFORNIA
COLORADO
CONNECTICUT
DELAWARE
DISTRICT OF COLUMBIA
FLORIDA
GEORGIA
HAWAII
IDAHO
ILLINOIS
INDIANA
IOWA
KANSAS
KENTUCKY
LOUISIANA
MAINE
MARYLAND
MASSACHUSETTS
MICHIGAN
MINNESOTA
MISSISSIPPI
MISSOURI
MONTANA
NEBRASKA
NEVADA
NEW HAMPSHIRE
NEW JERSEY
NEW MEXICO
NEW YORK
NORTH CAROLINA
NORTH DAKOTA
OHIO
OKLAHOMA
OREGON
PENNSYLVANIA
PUERTO RICO
RHODE ISLAND

SOUTH CAROLINA
SOUTH DAKOTA
TENNESSEE
TEXAS
UTAH
VERMONT
VIRGINIA
WASHINGTON
WEST VIRGINIA
WISCONSIN
WYOMING

Recipient National Securities Corporation  
 (Associated) Broker or Dealer X None  
 None

Recipient CRD Number None  
 7569  
 (Associated) Broker or Dealer CRD Number X None  
 None

**Street Address 1**

**Street Address 2**

ONE UNION SQUARE 600 UNIVERSITY STREET  
 City  
 SEATTLE

SUITE 2900  
 State/Province/Country  
 WASHINGTON

ZIP/Postal Code  
 98101

State(s) of Solicitation (select all that apply)  
 Check "All States" or check individual States  All States  Foreign/non-US

ALABAMA
ALASKA
ARIZONA
ARKANSAS
CALIFORNIA
COLORADO
CONNECTICUT
DELAWARE
DISTRICT OF COLUMBIA
FLORIDA
GEORGIA
HAWAII
IDAHO
ILLINOIS
INDIANA
IOWA
KANSAS
KENTUCKY
LOUISIANA
MAINE
MARYLAND
MASSACHUSETTS
MICHIGAN
MINNESOTA
MISSISSIPPI
MISSOURI
MONTANA
NEBRASKA
NEVADA

NEW HAMPSHIRE
NEW JERSEY
NEW MEXICO
NEW YORK
NORTH CAROLINA
NORTH DAKOTA
OHIO
OKLAHOMA
OREGON
PENNSYLVANIA
PUERTO RICO
RHODE ISLAND
SOUTH CAROLINA
SOUTH DAKOTA
TENNESSEE
TEXAS
UTAH
VERMONT
VIRGINIA
WASHINGTON
WEST VIRGINIA
WISCONSIN
WYOMING

Recipient	Recipient CRD Number	None
Katalyst Securities LLC	112494	
(Associated) Broker or Dealer <input checked="" type="checkbox"/> None	(Associated) Broker or Dealer CRD Number <input checked="" type="checkbox"/> None	
None	None	
<b>Street Address 1</b>	<b>Street Address 2</b>	
23-50 38TH ST	2ND FLOOR	
City	State/Province/Country	ZIP/Postal Code
ASTORIA	NEW YORK	11105
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	<input checked="" type="checkbox"/> All States	<input type="checkbox"/> Foreign/non-US

ALABAMA
ALASKA
ARIZONA
CALIFORNIA
COLORADO
CONNECTICUT
DELAWARE
DISTRICT OF COLUMBIA
FLORIDA
GEORGIA
IDAHO
ILLINOIS
INDIANA
IOWA
KANSAS
KENTUCKY
LOUISIANA

MAINE
MARYLAND
MASSACHUSETTS
MICHIGAN
MINNESOTA
MISSISSIPPI
MISSOURI
NEVADA
NEW HAMPSHIRE
NEW JERSEY
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PENNSYLVANIA
RHODE ISLAND
SOUTH CAROLINA
TEXAS
UTAH
VERMONT
VIRGINIA
WASHINGTON
WEST VIRGINIA
WISCONSIN

13. Offering and Sales Amounts

Total Offering Amount      \$41,835,597 USD or Indefinite  
Total Amount Sold            \$41,835,597 USD  
Total Remaining to be Sold      \$0 USD or Indefinite

Clarification of Response (if Necessary):

A portion of the overall offering amount was comprised of warrants to purchase common stock of Aerpio Pharmaceuticals, Inc.

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

264

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions            \$4,229,507 USD    Estimate  
Finders' Fees                    \$0 USD            Estimate

Clarification of Response (if Necessary):

A portion of the sales commissions paid included warrants to purchase common stock.



## 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Aerpio Pharmaceuticals, Inc.	/s/Joseph H. Gardner	Joseph H. Gardner	President & CEO	2017-03-30

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.