

STICKNEY DWIGHT

Form 3

February 07, 2008

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â STICKNEY DWIGHT

(Last) (First) (Middle)

4435 EASTGATE
MALL,Â SUITE 400

(Street)

SAN DIEGO,Â CAÂ 92121

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
02/01/20083. Issuer Name **and** Ticker or Trading SymbolHOLLIS EDEN PHARMACEUTICALS INC /DE/
[HEPH]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Chief Medical Officer6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

11,673 ⁽¹⁾

D Â

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative
Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Exercisable

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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		Expiration Date		Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (Right to Buy)	06/23/2000 ⁽²⁾	06/22/2010	Common Stock	50,000	\$ 11.81	D	Â
Stock Options (Right to Buy)	05/29/2001 ⁽³⁾	05/28/2011	Common Stock	36,000	\$ 6.9	D	Â
Stock Options (Right to Buy)	01/09/2002 ⁽⁴⁾	01/08/2012	Common Stock	12,500	\$ 9.91	D	Â
Stock Options (Right to Buy)	02/26/2003 ⁽⁵⁾	02/25/2013	Common Stock	12,500	\$ 5.29	D	Â
Stock Options (Right to Buy)	06/25/2003 ⁽⁶⁾	06/23/2013	Common Stock	10,000	\$ 12.25	D	Â
Stock Options (Right to Buy)	06/26/2003 ⁽⁷⁾	06/25/2013	Common Stock	1,000	\$ 12.2	D	Â
Stock Options (Right to Buy)	01/16/2004 ⁽⁸⁾	01/15/2014	Common Stock	28,000	\$ 14.97	D	Â
Stock Options (Right to Buy)	12/03/2004 ⁽⁷⁾	12/02/2009	Common Stock	6,000	\$ 10.69	D	Â
Stock Options (Right to Buy)	02/11/2005 ⁽⁹⁾	02/10/2015	Common Stock	19,500	\$ 10.75	D	Â
Stock Options (Right to Buy)	12/11/2006 ⁽¹⁰⁾	12/11/2016	Common Stock	25,000	\$ 5.43	D	Â
Stock Options (Right to Buy)	02/13/2006 ⁽¹¹⁾	02/12/2016	Common Stock	11,250	\$ 6.2	D	Â
Stock Options (Right to Buy)	08/01/2007 ⁽¹²⁾	07/31/2017	Common Stock	100,000	\$ 1.66	D	Â
Stock Options (Right to Buy)	01/17/2008 ⁽¹³⁾	01/16/2018	Common Stock	25,000	\$ 1.62	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STICKNEY DWIGHT 4435 EASTGATE MALL SUITE 400 SAN DIEGO, CA 92121	Â	Â	Â Chief Medical Officer	Â

Signatures

Robert W. Weber,
Attorney-in-Fact

02/07/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Includes 3,750 shares granted as a restricted stock award under the Issuer's 2005 Equity Incentive Plan, and 6,923 shares acquired to date by the reporting person under the Issuer's 401(k) Plan. The information in this report is based on a plan statement dated as of December 31, 2007.
- (1) One-fourth of the shares subject to such option vest and become exercisable on 05/01/2001, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (2) One-fourth of the shares subject to such option vest and become exercisable on 05/01/2002, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (3) One-fourth of the shares subject to such option vest and become exercisable on 01/09/2003, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (4) One-fourth of the shares subject to such option vest and become exercisable on 02/26/2004, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (5) One-fourth of the shares subject to such option vest and become exercisable on 06/25/2004, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (6) Fully vested and exercisable upon grant.
- (7) One-fourth of the shares subject to such option vest and become exercisable on 01/16/2005, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (8) One-fourth of the shares subject to such option vest and become exercisable on 02/11/2006, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (9) One-fourth of the shares subject to such option vest and become exercisable on 12/11/2007, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (10) One-fourth of the shares subject to such option vest and become exercisable on 02/13/2007, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (11) One-third of the shares subject to such option vest and become exercisable on 08/01/2008, and the remaining shares vest in 24 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (12) One-fourth of the shares subject to such option vest and become exercisable on 01/17/2009, and the remaining shares vest in 36 equal monthly installments thereafter based on continued employment and/or service with the Company.
- (13)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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