

HOLLIS EDEN PHARMACEUTICALS INC /DE/  
Form SC 13G  
February 08, 2002

United States  
Securities and Exchange Commission  
WASHINGTON, D.C. 20549

Schedule 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-11(b) (c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)  
(Amendment No. 1)1

HOLLIS-EDEN PHARMACEUTICALS, INC.

-----  
(Name of Issuer)

Common Stock, par value \$.01

-----  
(Title of Class of Securities)

435902 10 1

-----  
(CUSIP Number)

12/31/01

-----  
(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 13d-1(b)

[ ] Rule 13d-1(c)

[X] Rule 13d-1(d)

-----  
1. 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).

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CUSIP NO. 435902 10 1

13G

PAGE 2 OF 4 PAGES

-----  
NAMES OF REPORTING PERSONS.

1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY).

RICHARD B. HOLLIS

-----  
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

2 (a)   
(b)

-----  
SEC USE ONLY

3

-----  
CITIZENSHIP OR PLACE OF ORGANIZATION

4 UNITED STATES

-----  
SOLE VOTING POWER

5  
NUMBER OF SHARES 3,816,380(1)

-----  
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH SHARED VOTING POWER

6  
0

-----  
SOLE DISPOSITIVE POWER

7  
3,816,380(1)

-----  
SHARED DISPOSITIVE POWER

8  
0

-----  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9  
3,816,380(1)

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

10

-----  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

11  
27.3%

-----  
TYPE OF REPORTING PERSON

12  
IN

-----  
(1) INCLUDES 699,445 SHARES ISSUABLE UPON EXERCISE OF OPTIONS TO PURCHASE COMMON STOCK AND 393,250 SHARES ISSUABLE UPON EXERCISE OF WARRANTS TO PURCHASE 393,250 SHARES OF COMMON STOCK WITHIN 60 DAYS OF DECEMBER 31, 2001 PLUS 344 SHARES HELD UNDER THE HOLLIS EDEN PHARMACEUTICALS 401(M) PLAN.

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- Item 1(a). Name of Issuer:  
Hollis-Eden Pharmaceuticals, Inc.  
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- Item 1(b). Address of Issuer's Principal Executive Offices:  
9333 Genesee Avenue, Suite 200  
-----  
San Diego, CA 92121  
-----
- Item 2(a). Name of Person Filing:  
Richard B. Hollis  
-----
- Item 2(b). Address of Principal Business Office or, if none, Residence:  
9333 Genesee Avenue, Suite 200  
-----  
San Diego, CA 92121  
-----
- Item 2(c). Citizenship:  
United States  
-----
- Item 2(d). Title of Class of Securities:  
Common Stock, par value \$.01  
-----
- Item 2(e). CUSIP Number:  
435902 10 1  
-----
- Item 3. Not applicable.
- Item 4. Ownership.
- (a) Amount Beneficially Owned:  
3,816,380 shares, including 699,445 shares issuable upon exercise  
-----  
of options and 393,250 shares issuable upon exercise of warrants  
-----  
outstanding within 60 days of 12/31/01 plus 344 shares held under  
-----  
the Hollis Eden Pharmaceuticals 401(m) Plan.  
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- (b) Percent of Class: 27.3%
- (c) Number of shares as to which such person has:
- (i) sole power to vote or to direct the vote: 3,816,380
- (ii) shared power to vote or to direct the vote: 0
- (iii) sole power to dispose or to direct the disposition of:  
3,816,380
- (iv) shared power to dispose or to direct the disposition of: 0

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Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:[ ]

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Not applicable

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 5, 2002

-----  
Date

/s/ Richard B. Hollis

-----  
Signature

Richard B. Hollis

-----  
Name/Title

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