

SCHRIESHEIM ALAN
Form 4
July 13, 2018

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed 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 *
SCHRIESHEIM ALAN

2. Issuer Name and Ticker or Trading Symbol
HEICO CORP [HEI, HEI.A]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3000 TAFT STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/11/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

HOLLYWOOD, FL 33021

(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. 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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	07/11/2018		M	V Amount (A) or (D) Price	16,041	D	
Class A Common Stock	07/11/2018		M	V Amount (A) or (D) Price	35,347	D	
Class A Common Stock	07/11/2018		S	V Amount (A) or (D) Price	30,000	D	
Common Stock					8,933 ⁽¹⁾	I	By 409A Plan ⁽²⁾

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Class A Common Stock	6,416 ⁽¹⁾	I	By 409A Plan ⁽²⁾
Class A Common Stock	10,488 ⁽¹⁾	I	By Estate ⁽³⁾

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to purchase Common Stock)	\$ 0.323					<u>(4)</u>	<u>(4)</u>	Common Stock	113,044
Option (Right to purchase Common Stock)	\$ 0.5713					<u>(4)</u>	<u>(4)</u>	Common Stock	193,049
Option (Right to purchase Class A Common Stock)	\$ 0.2434					<u>(4)</u>	<u>(4)</u>	Class A Common Stock	36,945
Option (Right to purchase Class A Common Stock)	\$ 0.323	07/11/2018		M	16,041	<u>(4)</u>	<u>(4)</u>	Class A Common Stock	16,041

Option (Right to purchase Class A Common Stock)	\$ 0.5713	07/11/2018		M	19,306	<u>(4)</u>	<u>(4)</u>	Class A Common Stock	19,306
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHRIESHEIM ALAN 3000 TAFT STREET HOLLYWOOD, FL 33021		X		

Signatures

/s/ Alan
Schriesheim 07/13/2018

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) All shares reflect the impact of a 5-for-4 stock split that was effected on June 28, 2018.
- (2) Represents shares held for the Reporting Person by the HEICO Corporation Leadership Compensation Plan (409A Plan).
- (3) Represents shares held by the estate of deceased spouse.
- (4) These options became exercisable on various dates and expire 180 days following the date the Reporting Person ceases to serve as a Director of the Registrant.
- (5) All shares reflect the impact of 5-for-4 stock splits that were effected on January 18, 2018 and June 28, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.