

HESKA CORP

Form 4

November 16, 2016

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
NAPOLITANO JASON A

(Last) (First) (Middle)

3760 ROCKY MOUNTAIN
AVENUE

(Street)

LOVELAND, CO 80538

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

HESKA CORP [HSCA]

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

11/15/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

COO, Chief Strategist and Sec.

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Ownership (Instr. 4)
Common Stock	11/15/2016		M	2,668 A	\$ 17.17 41,212 ⁽¹⁾	D	
Common Stock	11/15/2016		M	6,331 A	\$ 17.17 47,543 ⁽¹⁾	D	
Common Stock	11/15/2016		M	1 A	\$ 17.17 47,544 ⁽¹⁾	D	
Common Stock	11/15/2016		F	2,345 ⁽³⁾ D	\$ 65.88 45,199 ⁽¹⁾	D	
Common Stock	11/15/2016		F	1,497 ⁽³⁾ D	\$ 65.88 43,702 ⁽¹⁾	D	

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Common Stock 602 I by Spouse (2)

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

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(9-02)

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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 17.17	11/15/2016		M	2,668	11/17/2006 11/17/2026	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.17	11/15/2016		M	6,331	11/17/2006 11/17/2026	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.17	11/15/2016		M	1	11/17/2006 ⁽⁴⁾ 11/17/2026 ⁽⁴⁾	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
NAPOLITANO JASON A 3760 ROCKY MOUNTAIN AVENUE LOVELAND, CO 80538	COO, Chief Strategist and Sec.

Signatures

/s/ Jason A. Napolitano 11/15/2016
 **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) Includes one share jointly owned with Robert Grieve.

(2) Mr. Napolitano disclaims beneficial ownership of all securities of the Issuer owned by his wife.

(3) Mr. Napolitano offered to deliver 3,842 previously owned shares and \$39.78 in cash to fulfill all exercise price and minimum statutory tax withholding obligations for stock option exercises referenced herein.

Represents a combination of stock option exercises involving fractional shares: 0.7 shares at a price of \$17.17 per share from a stock option granted on 11/17/06 exercisable on 11/17/2010 with an expiration date of 11/17/2016 and 0.3 shares at a price of \$17.17 per share from a stock option granted on 11/17/06 exercisable on 11/17/2010 with an expiration date of 11/17/2016.

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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