

HESKA CORP
Form 4
November 16, 2016

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 *
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 [HKA]

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
 Officer (give title below) Other (specify below)
COO, Chief Strategist and Sec.

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| 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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SEC 1474 (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) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|
| 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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