

HESKA CORP
Form 4
March 01, 2012

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 *
CMC Master Fund, L.P.

(Last) (First) (Middle)

C/O C.M. CAPITAL ADVISORS, LLC, 525 UNIVERSITY AVENUE, SUITE 200

(Street)

PALO ALTO, CA 94301

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HESKA CORP [HSKA]

3. Date of Earliest Transaction (Month/Day/Year)
02/15/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4)			
			Code	V	Amount or Price					
Common Stock	02/15/2012		S		43,200	D	\$ 8.1509	735,845 ⁽¹⁾	I	See Footnote ⁽²⁾
Common Stock	02/16/2012		S		156,800	D	\$ 8.1504	579,045	I	See Footnote ⁽²⁾

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

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number.

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6)
				Code	V	(A)	(D)	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CMC Master Fund, L.P. C/O C.M. CAPITAL ADVISORS, LLC 525 UNIVERSITY AVENUE, SUITE 200 PALO ALTO, CA 94301		X		
CMC Master Fund Partners, LLC C/O C.M. CAPITAL ADVISORS, LLC 525 UNIVERSITY AVENUE, SUITE 200 PALO ALTO, CA 94301		X		
C.M. Capital Advisors, LLC 525 UNIVERSITY AVENUE, SUITE 200 PALO ALTO, CA 94301		X		
C.M. Capital Corp 525 UNIVERSITY AVENUE, SUITE 200 PALO ALTO, CA 94301		X		

Signatures

/s/ Elizabeth Hammack, Authorized Officer 03/01/2012

**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).

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- (1) Reflects a 10:1 reverse stock split of the Issuer effective December 30, 2010.

These shares are held directly by CMC Master Fund, L.P., and indirectly by CMC Master Fund Partners, LLC, as the general partner of CMC Master Fund, L.P. C.M. Capital Advisors, LLC, and C.M. Capital Corporation, which were also filing parties on the original Form

- (2) 3, no longer have an indirect beneficial ownership interest in these shares following a reorganization among related parties and accordingly believe they will no longer be subject to Section 16. Each of the reporting persons disclaims beneficial ownership of such securities, except to the extent of its proportionate pecuniary interest therein.

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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