

HESKA CORP
Form 4/A
December 31, 2015

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

OMB APPROVAL

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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)
12/29/2015

4. If Amendment, Date Original Filed(Month/Day/Year)
12/31/2015

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, COO, CFO and Secretary

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Common Stock | 12/29/2015 | | S ⁽¹⁾ | 1,300 D | \$ 40 | 69,300 ⁽²⁾ | D |
| Common Stock | 12/29/2015 | | S ⁽¹⁾ | 200 D | \$ 40.01 | 69,100 ⁽²⁾ | D |
| Common Stock | 12/29/2015 | | S ⁽¹⁾ | 300 D | \$ 40.02 | 68,800 ⁽²⁾ | D |
| Common Stock | 12/29/2015 | | S ⁽¹⁾ | 300 D | \$ 40.03 | 68,500 ⁽²⁾ | D |
| Common Stock | 12/29/2015 | | S ⁽¹⁾ | 400 D | \$ 40.04 | 68,100 ⁽²⁾ | D |

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| | | | | | | | | |
|--------------|------------|------------------|-----|---|-----------|-----------------------|---|--------------------------|
| Common Stock | 12/29/2015 | S ⁽¹⁾ | 700 | D | \$ 40.05 | 67,400 ⁽²⁾ | D | |
| Common Stock | 12/29/2015 | S ⁽¹⁾ | 100 | D | \$ 40.075 | 67,300 ⁽²⁾ | D | |
| Common Stock | 12/29/2015 | S ⁽¹⁾ | 100 | D | \$ 40.11 | 67,200 ⁽²⁾ | D | |
| Common Stock | 12/29/2015 | S ⁽¹⁾ | 100 | D | \$ 40.12 | 67,100 ⁽²⁾ | D | |
| Common Stock | 12/29/2015 | S ⁽¹⁾ | 100 | D | \$ 40.14 | 67,000 ⁽²⁾ | D | |
| Common Stock | 12/29/2015 | S ⁽¹⁾ | 100 | D | \$ 40.15 | 66,900 ⁽²⁾ | D | |
| Common Stock | | | | | | 602 | I | by Spouse ⁽³⁾ |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 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 Security (Instr. 3 and 4) | Am or Num of S | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------|----|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Incentive Stock Option (right to buy) | \$ 39.76 | 12/29/2015 | | A | 1,755 | 12/29/2015 | 12/28/2025 | Common Stock | 1, |
| Non-Qualified Stock Option (right to buy) | \$ 39.76 | 12/29/2015 | | A | 17,245 | 12/29/2015 | 12/28/2025 | Common Stock | 17 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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| | Director | 10% Owner | Officer | Other |
|--|----------|-----------|-----------------------------------|-------|
| NAPOLITANO JASON A 3760 ROCKY MOUNTAIN AVENUE LOVELAND, CO 80538 | | | EVP, COO, CFO and Secretary | |

Signatures

/s/ Jason A.
Napolitano 12/31/2015

 **Signature of Date
Reporting Person

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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan that was adopted by the reporting person on June 4, 2015.
- (2) Includes one share jointly owned with Robert Grieve.
- (3) Mr. Napolitano disclaims beneficial ownership of all securities of the Issuer owned by his wife.

Remarks:

This amendment is being filed solely to note the sales reported were effected pursuant to a Rule 10b5-1 trading plan.

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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