

MENDELSON ERIC A  
Form 5  
December 12, 2018

**FORM 5**

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
MENDELSON ERIC A

(Last) (First) (Middle)

825 BRICKELL BAY DRIVE,  
SUITE 1644

(Street)

MIAMI, FL 33131

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
10/31/2018

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)  
Co-President

6. Individual or Joint/Group Reporting

(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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	Â	Â	Â	Â	Â	Â	831,662	D	Â
Class A Common Stock	Â	Â	Â	Â	Â	Â	342,008	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	15,227	I	By Keogh Account
Class A	Â	Â	Â	Â	Â	Â	10,078	I	By Keogh

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Common Stock									Account
Common Stock	Â	Â	Â	Â	Â	Â	285,798	I	By Trusts <sup>(1)</sup>
Class A Common Stock	10/24/2018	Â	G	3,000	D	\$ 0	240,285	I	Owned by Corporation <sup>(2)</sup>
Common Stock	Â	Â	Â	Â	Â	Â	392,718	I	Owned by Partnership <sup>(3)</sup>
Common Stock	Â	Â	Â	Â	Â	Â	4,522	I	As custodian for minor children
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,204	I	As custodian for minor children
Common Stock	Â	Â	Â	Â	Â	Â	111,067	I	By 401(k) <sup>(4)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	105,627	I	By 401(k) <sup>(4)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	9,366	I	By 409A Plan <sup>(5)</sup>
Common Stock	Â	Â	Â	Â	Â	Â	1,312	I	By 409A Plan <sup>(5)</sup>

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 Securities (Instr. 3 and 4)	8. Title	9. Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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Option (Right to purchase Common Stock)	\$ 10.9786	Â	Â	Â	Â	Â	Â	(6)	09/13/2020	Common Stock	381,470
Option (Right to purchase Common Stock)	\$ 15.9351	Â	Â	Â	Â	Â	Â	(6)	09/12/2021	Common Stock	305,176
Option (Right to purchase Common Stock)	\$ 21.4098	Â	Â	Â	Â	Â	Â	(6)	06/10/2023	Common Stock	122,070
Option (Right to purchase Common Stock)	\$ 29.6704	Â	Â	Â	Â	Â	Â	(6)	06/08/2025	Common Stock	97,656
Option (Right to purchase Common Stock)	\$ 24.9498	Â	Â	Â	Â	Â	Â	(6)	12/14/2025	Common Stock	97,656
Option (Right to purchase Common Stock)	\$ 44.9638	Â	Â	Â	Â	Â	Â	(6)	03/17/2027	Common Stock	195,313
Option (Right to purchase Common Stock)	\$ 70.656	Â	Â	Â	Â	Â	Â	(6)	03/16/2028	Common Stock	125,000
Option (Right to purchase Class A Common Stock)	\$ 15.4501	Â	Â	Â	Â	Â	Â	(6)	06/10/2023	Class A Common Stock	122,070

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

