

HEICO CORP
Reported by
SCHRIESHEIM ALAN

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 01/30/17 for the Period Ending 01/26/17

Address	3000 TAFT ST HOLLYWOOD, FL 33021
Telephone	954-987-4000
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FORM 4

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

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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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
SCHRIESHEIM ALAN			HEICO CORP [HEI, HEIA]			<input checked="" type="checkbox"/> Director _____ 10% Owner <input type="checkbox"/> Officer (give title below) _____ Other (specify below)		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
3000 TAFT STREET			1/26/2017					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
HOLLYWOOD, FL 33021						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	1/26/2017		M		1731	A	\$0.6309	1731	D	
Class A Common Stock	1/26/2017		M		1305	A	\$0.4754	1305	D	
Common Stock								4575	I	By 409A Plan (1)
Class A Common Stock								2083	I	By 409A Plan (1)
Class A Common Stock								5370	I	By Estate (2)

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (Right to purchase Common Stock)	\$0.6309	1/26/2017		M		1731		(3)	(3)	Common Stock	1731.0	\$0	59159	D	
Option (Right to purchase Common Stock)	\$1.1158							(4)	(4)	Common Stock	98841.0		98841	D	
Option (Right to purchase Class A Common Stock)	\$0.4754	1/26/2017		M		1305		(5)	(5)	Class A Common Stock	1305.0	\$0	18916	D	
Option (Right to purchase Class A Common Stock)	\$0.6309							(6)	(6)	Class A Common Stock	81839.0		81839	D	
Option (Right to purchase Class A Common Stock)	\$1.1158							(7)	(7)	Class A Common Stock	61876.0		61876	D	

Explanation of Responses:

- (1) Represents shares held for the Reporting Person by the HEICO Corporation Leadership Compensation Plan (409A Plan).
- (2) Represents shares held by the estate of deceased spouse.
- (3) The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate 59,159 shares of Common Stock at an exercise price of \$0.6309 per share, as adjusted for stock splits and stock dividends. These options became exercisable on various dates and expire 180 days followed the date the Reporting Person ceases to serve as a Director of the Registrant.
- (4) The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate 98,841 shares of Common Stock at an exercise price of

- 4) \$1.1158 per share, as adjusted for stock splits and stock dividends. These options became exercisable on various dates and expire 180 days followed the date the Reporting Person ceases to serve as a Director of the Registrant.
- (The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate 18,916 shares of Class A Common Stock at an exercise
- 5) price of \$.4754 per share, as adjusted for stock splits and stock dividends. These options became exercisable on various dates and expire 180 days followed the date the Reporting Person ceases to serve as a Director of the Registrant.
- (The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate 81,839 shares of Class A Common Stock at an exercise
- 6) price of \$.6309 per share, as adjusted for stock splits and stock dividends. These options became exercisable on various dates and expire 180 days following the date the Reporting Person ceases to serve as a Director of the Registrant.
- (The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate 61,876 shares of Class A Common Stock at an exercise
- 7) price of \$1.1158 per share, as adjusted for stock splits and stock dividends. These options became exercisable on various dates and expire 180 days following the date the Reporting Person ceases to serve as a Director of the Registrant.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHRIESHEIM ALAN 3000 TAFT STREET HOLLYWOOD, FL 33021	X			

Signatures

/s/ Alan Schriesheim

1/30/2017

—Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.