

**HEICO CORP**  
Reported by  
**MACAU CARLOS L**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 03/20/18 for the Period Ending 03/16/18

Address	3000 TAFT ST HOLLYWOOD, FL, 33021
Telephone	954-987-4000
CIK	0000046619
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SIC Code	3724 - Aircraft Engines and Engine Parts
Industry	Aerospace & Defense
Sector	Industrials
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# FORM 4

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

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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 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)		
<b>Macau Carlos L</b>			<b>HEICO CORP [ HEI, HEIA ]</b>			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP-CFO &amp; Treasurer</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>3000 TAFT STREET</b>			<b>3/16/2018</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>HOLLYWOOD, FL 33021</b>						<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			

### 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 Class A Common Stock)	\$16.0051							(1)	6/1/2022	Class A Common Stock	97656.0		97656	D	
Option (Right to purchase Class A Common Stock)	\$16.0154							(2)	6/18/2022	Class A Common Stock	24414.0		24414	D	
Option (Right to purchase Class A Common Stock)	\$19.3126							(3)	6/10/2023	Class A Common Stock	48829.0		48829	D	
Option (Right to purchase Class A Common Stock)	\$31.136							(4)	6/8/2025	Class A Common Stock	39063.0		39063	D	
Option (Right to purchase Class A Common Stock)	\$27.7504							(5)	12/14/2025	Class A Common Stock	39063.0		39063	D	
Option (Right to purchase Class A Common Stock)	\$47.968							(6)	3/17/2027	Class A Common Stock	78125.0		78125	D	
Option (Right to purchase Class A Common Stock)	\$70.3	3/16/2018		A		50000		(7)	3/16/2028	Class A Common Stock	50000.0	\$0	50000	D	

### Explanation of Responses:

- The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate of 97,656 shares of Class A Common Stock at an exercise price of \$16.0051 per share, as adjusted for stock splits and stock dividends. These Options become exercisable on various dates and expire on June 1, 2022.
- The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate of 24,414 shares of Class A Common Stock at an exercise price of \$16.0154 per share, as adjusted for stock splits and stock dividends. These Options become exercisable on various dates and expire on June 18, 2022.
- The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate of 48,829 shares of Class A Common Stock at an exercise price of \$19.3126 per share, as adjusted for stock splits and stock dividends. These Options become exercisable on various dates and expire on June 10, 2023.
- The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate of 39,063 shares of Class A Common Stock at an exercise price of \$31.136 per share, as adjusted for stock splits and stock dividends. These Options become exercisable on various dates and expire on June 8, 2025.

8, 2025.

- (5) The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate of 39,063 shares of Class A Common Stock at an exercise price of \$27.7504 per share, as adjusted for stock splits and stock dividends. These Options become exercisable on various dates and expire on December 14, 2025.
- (6) The Reporting Person owns directly Options entitling the Reporting Person to purchase an aggregate of 78,125 shares of Class A Common Stock at an exercise price of \$47.968 per share, as adjusted for stock splits and stock dividends. These Options become exercisable on various dates and expire on March 17, 2027.
- (7) These Options become exercisable 20% per year over five years from the date of grant.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Macau Carlos L 3000 TAFT STREET HOLLYWOOD, FL 33021</b>			<b>EVP-CFO &amp; Treasurer</b>	

**Signatures**

/s/ Carlos L. Macau

3/20/2018

—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.

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