

Eyl Steven M.  
Form 4  
March 09, 2018

**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 \*  
Eyl Steven M.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3760 ROCKY MOUNTAIN AVENUE

3. Date of Earliest Transaction (Month/Day/Year)  
03/07/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, Global Sales & Marketing

(Street)  
LOVELAND, CO 80538

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Code V Amount (D) Price   |  |                                   |

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

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SEC 1474 (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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3)                                      | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Num<br>of Sh |
|---|------------------------------------|------------------|------------|--|------|---|-----|-----|---------------------|--------------------|-----------------|------------------------------|
| Incentive<br>Stock Option<br>(right to buy)     | \$ 69.77                           | 03/07/2018       | A          | 1,433  |      |   |     |     | (1)                 | 03/06/2028         | Common<br>Stock | 1,433                        |
| Non-Qualified<br>Stock Option<br>(right to buy) | \$ 69.77                           | 03/07/2018       | A          | 18,567   |      |   |     |     | (1)                 | 03/06/2028         | Common<br>Stock | 18,567                       |
| Performance<br>Shares                           | (2)                                | 03/07/2018       | A          | 4,688  |      |   |     |     | (2)                 | 03/31/2025         | Common<br>Stock | 4,688                        |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                                     |       |
|---|---------------|-----------|-------------------------------------|-------|
|   | Director      | 10% Owner | Officer                             | Other |
| Eyl Steven M.<br>3760 ROCKY MOUNTAIN AVENUE<br>LOVELAND, CO 80538 |               |           | EVP, Global<br>Sales &<br>Marketing |       |

## Signatures

By: Jason A. Napolitano For: Steven M. Eyl 03/09/2018

\_\_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).

(1) The aggregate of these two option awards vests in three approximately equal annual installments beginning on March 7, 2019 and ending on March 7, 2021.

The vesting of each of three approximately equal performance share tranches is contingent on the achievement of certain market-vesting thresholds based on the price per share of Heska's common stock average over a 20-day trailing trading period. The first tranche is to vest at the later of the achievement of \$87.21 per share or the second anniversary of grant date. The second tranche is to vest at the later of the achievement of \$101.17 per share or the third anniversary of grant date. The third tranche is to vest at the later of the achievement of \$122.10 per share or the fourth anniversary of grant date. Any performance shares that do not vest by March 31, 2025 are to be forfeited.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.