Common Stock

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Class A Common Stock

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

> Foundation⁽⁵⁾ Owned by

Charitable Foundation⁽⁵⁾

Check this box if no longer subject to

obligations may continue. See Instruction 1(b).		Filed	pursuant to Section 16 or Section 30(h) of the					f 1934	<u> </u>	hours per respon	11	
1. Name and Address of Reportin MENDELSON LAUR	0		2. Issuer Name and HEICO CORP	Ticker or	Tradi	ng Symbol	01 10-10		5. Relationship of Re (Check all applicable X Director	e)	s) to Issuer 10% Owner	
(Last) (First) (Middl 3000 TAFT STREET)	3. Date of Earliest Transaction (Month/Day/Year) 12/21/2015						X Officer (give title Other (specify below) COB and CEO			
(Street) HOLLYWOOD FL 33021 (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Table I - I	Non-Deriva	tive Securities A	cquir	ed, [Disposed o	of, or E	Benefic	ially Owned			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Ye	Execution Date,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar 5)			Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
				Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock									474,184	D		
Class A Common Stock									197,603	D		
Common Stock		12/21/201	5	G	V	16,000	D	\$0	916,381	I	Owned by Partnership ⁽¹⁾	
Common Stock									681,290	I	Owned by Partnership ⁽²⁾	
Class A Common Stock									571	I	Owned by Partnership ⁽²⁾	
Class A Common Stock									156,515	I	Owned by Corporation ⁽³⁾	
Common Stock									689	I	By 401(k) ⁽⁴⁾	
Class A Common Stock									885	I	By 401(k) ⁽⁴⁾	
Common Stock		12/21/201	5	G	V	16,000	A	\$0	78,545	I	Owned by Charitable Foundation ⁽⁵⁾	
Common Stock		02/29/201	6	G	v	2,700	D	\$0	75,845	I	Owned by Charitable	

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

G

G

G

G

1,725

22,000

11,000

180

D

D

D

D

\$0

\$<mark>0</mark>

\$<mark>0</mark>

\$<mark>0</mark>

74,120

52,120

41,120

40,940

31,797

Ι

Ι

Ι

Ι

Ι

03/01/2016

03/30/2016

03/31/2016

04/01/2016

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Ta Date (Month/Day/Year)	Bie Premeriva Execution Date, if any (e.g., p (Month/Day/Year)	uts _{de} qayıs	rities Medical Variation (A) or Disposed of (D) (Instr. 3, 4 and 5)	ifediskiskervi, Expiration bate Quitable bate Quitables/reagvertib	OF Beneficiall Amount of Ide Sagustitles) Underlying Derivative Security (Instr. 3 and 4)	y8 Øving efd Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
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) Code V	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration Exercisable	7. Title and Amount of Securities Underlying Derivative Security (instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
Explanatior	of Respons	es:			Disposed of (D)		and 4)		Reported Transaction(s)			
	1. Represents shares owned by LAM Limited Partners, a partnership whose sole general (Institus), id a corporation controlled by Arlene Mendelson, the wife of the Ref(Institus) error.											
2. Represents shares owned by LAM Alpha Limited Partners, a partnership whose sole general partner is a corporation controlled by the Reporting Person.												
3. Represents shares owned by Mendelson International Corporation, a corporation of which the Reporting Person is the Chairman of the Bambunte Reporting Person disclaims beneficial ownership of securities held by Mendelson International Corporation.												
4. Represents shares held for the benefit of the Reporting Person by the HEICO Corporation 401(k), based on a plan statement atted April (b) 2016.												
5. Represents	5. Represents shares owned by the Laurans A. and Arlene H. Mendelson Cotteria ble Fou(A) ation(D) nc. (Exercisable on Paraon-profit Title rital Shares poration. The Reporting Person disclaims beneficial ownership of securities held by the Foundation.											

Remarks:

/s/ Laurans A. Mendelson 04/18/2016

** 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 Number.