

☐ 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

<p>1. Name and Address of Reporting Person*</p> <p><u>MENDELSON ERIC A</u></p> <hr/> <p>(Last) (First) (Middle)</p> <p>825 BRICKELL BAY DRIVE, SUITE 1644</p> <hr/> <p>(Street)</p> <p>MIAMI FL 33131</p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p><u>HEICO CORP</u> [ <u>HEI</u>, <u>HEI.A</u> ]</p> <hr/> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p>12/29/2020</p> <hr/> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director 10% Owner</p> <p><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)</p> <p>Co-President</p> <hr/> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
---	---	---

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/29/2020		G	V	137,730	D	\$0	1,061,209	D	
Common Stock	12/30/2020		G	V	1,320	D	\$0	1,059,889	D	
Class A Common Stock								183,735	D	
Common Stock								15,227	I	By Keogh Account
Class A Common Stock								10,078	I	By Keogh Account
Common Stock	12/29/2020		G	V	137,730	A	\$0	423,528	I	By Trusts <sup>(1)</sup>
Common Stock	12/30/2020		G	V	660	A	\$0	424,188	I	By Trusts <sup>(1)</sup>
Common Stock	12/31/2020		G	V	660	A	\$0	424,848	I	By Trusts <sup>(1)</sup>
Class A Common Stock	12/30/2020		G	V	2,000	D	\$0	210,683	I	Owned by Corporation <sup>(2)</sup>
Class A Common Stock	01/12/2021		G	V	200	D	\$0	210,483	I	Owned by Corporation <sup>(2)</sup>
Common Stock								392,718	I	Owned by Partnership <sup>(3)</sup>
Common Stock								4,522	I	As custodian for minor children
Class A Common Stock								5,204	I	As custodian for minor children
Common Stock								111,628	I	By 401(k) <sup>(4)</sup>
Class A Common Stock								106,254	I	By 401(k) <sup>(4)</sup>
Class A Common Stock								9,366	I	By 409A Plan <sup>(5)</sup>
Common Stock								3,239	I	By 409A Plan <sup>(5)</sup>

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

[illegible]

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative (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 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
1. Represents shares gifted by the Reporting Person to trusts for the benefit of the Reporting Person's immediate family members. Trustee is the Reporting Person.											
2. Represents shares owned by Mendelson International Corporation whose stock is owned solely by the Reporting Person and Victoria Mendelson, the brother of the Reporting Person.											
3. Represents shares owned by EAM Management Limited Partners, a partnership whose general partner is a corporation controlled by the Reporting Person.											
4. Represents shares held for the benefit of the Reporting Person by the HEICO Corporation (Instr. 3, 4), based on a plan statement dated January 21, 2021.											
5. Represents shares held for the Reporting Person by the HEICO Leadership Compensation Plan (409A Plan).											
Remarks:											
							/s/ Eric A. Mendelson		01/22/2021		
							** Signature of Reporting Person		Date		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.						Expiration Date	Title	Number of Shares			
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).						Code (Instr. 4(b)(v))	(A)	(D)			