

Macau Carlos L  
Form 5  
December 12, 2018

# FORM 5

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
Macau Carlos L

2. Issuer Name and Ticker or Trading Symbol  
HEICO CORP [HEI, HEI.A]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
  
3000 TAFT STREET  
  
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
10/31/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP-CFO & Treasurer

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

6. Individual or Joint/Group Reporting  
  
(check applicable line)

HOLLYWOOD, FL 33021

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	Â	Â	Â	Â	Â	Â	7,322 <sup>(1)</sup>	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	1,580 <sup>(1)</sup>	I	401k Plan <sup>(2)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,600 <sup>(1)</sup>	I	401k Plan <sup>(2)</sup>

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

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(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 (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 Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to purchase Class A Common Stock)	\$ 12.8041	Â	Â	Â	Â Â	Â (3) 06/01/2022	Class A Common Stock 122,070
Option (Right to purchase Class A Common Stock)	\$ 12.8123	Â	Â	Â	Â Â	Â (3) 06/18/2022	Class A Common Stock 30,518
Option (Right to purchase Class A Common Stock)	\$ 15.4501	Â	Â	Â	Â Â	Â (3) 06/10/2023	Class A Common Stock 61,036
Option (Right to purchase Class A Common Stock)	\$ 24.9088	Â	Â	Â	Â Â	Â (3) 06/08/2025	Class A Common Stock 48,829
Option (Right to purchase Class A Common Stock)	\$ 22.2003	Â	Â	Â	Â Â	Â (3) 12/14/2025	Class A Common Stock 48,829

Option (Right to purchase Class A Common Stock)	\$ 38.3744	^	^	^	^	^	^	^ (3)	03/17/2027	Class A Common Stock	97,656
Option (Right to purchase Class A Common Stock)	\$ 56.24	^	^	^	^	^	^	^ (3)	03/16/2028	Class A Common Stock	62,500

## Reporting Owners

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

## Signatures

/s/ Carlos L.  
Macau

12/12/2018

\*\*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) All shares reflect the impact of 5-for-4 stock splits that were effected on June 28, 2018, January 18, 2018 and April 19, 2017, respectively.
  - (2) Represents shares held for the benefit of the Reporting Person by the HEICO Corporation 401k plan based on a plan statement dated October 31, 2018.
  - (3) These options are exercisable at 20% per year over five years from the date of grant.
  - (4) All shares reflect the impact of a 5-for-4 stock split that was effected on June 28, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.