

Edgar Filing: MENDELSON VICTOR H - Form 4

MENDELSON VICTOR H  
Form 4  
February 28, 2003

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations  
may continue. See Instruction 1(b).

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1. Name and Address of Reporting Person\*

Mendelson Victor H.

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(Last) (First) (Middle)

825 Brickell Bay Drive, 16th Floor

-----  
(Street)

Miami Florida 33131

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(City) (State) (Zip)

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2. Issuer Name and Ticker or Trading Symbol

Heico Corporation "HEI" and "HEI.A"

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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

097-44-2051

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4. Statement for Month/Year

02/26/2003

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5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person to Issuer  
(Check all applicable)

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Director  10% Owner  
 Officer (give title below)  Other (specify below)

Executive Vice President

7. 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.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(mm/dd/yy) | 3.<br>Transaction<br>Code<br>(Instr. 8) |   | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |           |           |
|---------------------------------------|---|---|---|--|-----------|-----------|
|                                       |   | Code                                    | V | Amount   | or<br>(D) | Price     |
| Common Stock                          | 02/26/03(1)                             | T                                       |   | 105(3)   | A         | \$9.51(1) |
| Class A Common Stock                  |   |   |   |  |           |           |
| Class A Common Stock                  |   |   |   |  |           |           |
| Common Stock                          |   |   |   |  |           |           |
| Common Stock                          |   |   |   |  |           |           |
| Class A Common Stock                  |   |   |   |  |           |           |
| Class A Common Stock                  |   |   |   |  |           |           |
| Common Stock                          |   |   |   |  |           |           |
| Common Stock                          |   |   |   |  |           |           |

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response) (Over)

FORM 4 (continued)

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

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| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares |
|--|---|--|--|--|---|--|
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Explanation of Responses:

- (1) These shares were acquired pursuant to the Reporting Person's participation in the HEICO Corporation 401(k) Plan.
- (2) Amount of Securities beneficially owned represents shares held by the Reporting Person as custodian for minor children.

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/s/ Victor H. Mendelson 02/28/03  
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\*\*Signature of Reporting Person Date

\*\* 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 provided is insufficient, see Instruction 6 for procedure.

