

NAPOLITANO JASON A
Form 4
March 28, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
NAPOLITANO JASON A

(Last) (First) (Middle)

3760 ROCKY MOUNTAIN AVENUE

(Street)

LOVELAND, CO 80538

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/26/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec. VP, CFO & Secretary

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)
			Code	V	Amount (A) or (D) Price		
Common Stock	03/26/2012		M		5,000 A \$ 7	67,092	D
Common Stock	03/26/2012		M		1 ⁽¹⁾ A \$ 5.06 ₍₂₎	67,093 ⁽¹⁾	D
Common Stock	03/26/2012		F		2,971 ₍₃₎ D \$ 11.78	64,122 ⁽¹⁾	D
Common Stock						602	I by Spouse ₍₄₎

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 Security (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option	\$ 7	03/26/2012		M	5,000	05/31/2002 05/31/2012	Common Stock	5,000
Incentive Stock Option	\$ 5.06	03/26/2012		M	1	01/31/2007 ⁽²⁾ 04/30/2012 ⁽²⁾	Common Stock	1

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAPOLITANO JASON A 3760 ROCKY MOUNTAIN AVENUE LOVELAND, CO 80538			Exec. VP, CFO & Secretary	

Signatures

/s/ Jason A.
Napolitano 03/28/2012

**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) Includes one share jointly owned with Robert Grieve.
- (2) Represents a combination of stock option exercises involving fractional shares: 0.6 shares at a price of \$3.40 per share from a stock option granted to Robert Grieve on 1/6/03 exercisable on 1/6/04 with expiration date 01/06/13, 0.2 shares at a price of \$8.10 per share

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from a stock option granted to Mr. Napolitano on 4/30/02 exercisable on 4/30/02 with expiration date 4/30/12, 0.1 shares at a price of \$7.00 per share from a stock option granted on 5/31/02 exercisable on 5/31/06 with expiration date 5/31/12 and 0.1 shares at a price of \$7.00 per share from a stock option granted on 1/31/03 exercisable on 1/31/07 with expiration date 1/31/13. Robert Grieve offered to deliver shares valued at \$2.04 and Mr. Napolitano offered to deliver \$3.02 in cash for these stock option exercises.

- (3) Mr. Napolitano offered to deliver 2,971 previously owned shares to fulfill all exercise price obligations for his stock option exercises referenced herein.
- (4) Mr. Napolitano disclaims beneficial ownership of all securities of the Issuer owned by his wife.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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