

HESKA CORP
Form 4
October 11, 2012

FORM 4

**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).

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 *
CMC Master Fund, L.P.

(Last) (First) (Middle)

C/O C.M. CAPITAL ADVISORS,
LLC, 525 UNIVERSITY AVENUE,
SUITE 200

(Street)

PALO ALTO, CA 94301

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/09/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 10/09/2012 | | S | 2,630 D \$ 9.5 | 538,899 | I | See Footnote (1) |
| Common Stock | 10/10/2012 | | S | 5,324 D \$ 9.5095 (2) | 533,575 | I | See Footnote (1) |
| Common Stock | 10/11/2012 | | S | 3,911 D \$ 9.5008 (3) | 529,664 | I | See Footnote (1) |

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

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 control number.

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| CMC Master Fund, L.P. C/O C.M. CAPITAL ADVISORS, LLC 525 UNIVERSITY AVENUE, SUITE 200 PALO ALTO, CA 94301 | | X | | |
| CMC Master Fund Partners, LLC C/O C.M. CAPITAL ADVISORS, LLC 525 UNIVERSITY AVENUE, SUITE 200 PALO ALTO, CA 94301 | | X | | |

Signatures

| | |
|---|------------|
| CMC Master Fund Partners, LLC, By: /s/ Fernando Sucre, Senior V.P., CFO | 10/11/2012 |
| <i>**Signature of Reporting Person</i> | Date |
| CMC Master Fund, L.P., By: CMC Master Fund Partners, LLC, its General Partner, By: /s/ Fernando Sucre, Senior V.P., CFO | 10/11/2012 |
| <i>**Signature of Reporting Person</i> | 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)

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These shares are held directly by CMC Master Fund, L.P., and indirectly by CMC Master Fund Partners, LLC, as the general partner of CMC Master Fund, L.P. Each of the reporting persons disclaims beneficial ownership of such securities, except to the extent of its proportionate pecuniary interest therein.

The reported price is based on a weighted average of multiple same-day transactions with prices ranging from \$9.50 to \$9.52 per share.

- (2) The reporting persons undertake to provide upon request to the staff of the Securities and Exchange Commission, the Issuer or any security holder of the Issuer full information regarding the number of shares sold at each separate price.

The reported price is based on a weighted average of multiple same-day transactions with prices ranging from \$9.50 to \$9.53 per share.

- (3) The reporting persons undertake to provide upon request to the staff of the Securities and Exchange Commission, the Issuer or any security holder of the Issuer full information regarding the number of shares sold at each separate price.

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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