

Edgar Filing: HEICO CORP - Form 8-K

HEICO CORP  
Form 8-K  
September 21, 2004

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

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): September 20, 2004

HEICO CORPORATION  
(Exact name of registrant as specified in its charter)

|  |                                    |   |
|--|------------------------------------|---|
| FLORIDA<br>(State or other jurisdiction<br>of incorporation) | 1-4604<br>(Commission file number) | 65-0341002<br>(I.R.S. Employer<br>Identification No.) |
|--|------------------------------------|---|

|  |                     |
|--|---------------------|
| 3000 TAFT STREET, HOLLYWOOD, FLORIDA<br>(Address of principal executive offices) | 33021<br>(Zip Code) |
|--|---------------------|

(954) 987-4000  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS;  
APPOINTMENT OF PRINCIPAL OFFICERS

The registrant has elected Joseph W. Pallot to its Board of Directors effective September 20, 2004. There was no arrangement or understanding pursuant to which Mr. Pallot was elected as a director, and there are no related party transactions between the Company and Mr. Pallot.

Mr. Pallot is "independent" as defined under the rules promulgated by the New York Stock Exchange and under the Guidelines established by the Company's Nominating and Corporate Governance Committee.

Mr. Pallot will serve on the Company's Finance/Audit Committee.

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The press release announcing Mr. Pallot's election is attached hereto as Exhibit 99.1 and incorporated by reference herein.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

| EXHIBIT NO.<br>----- | DESCRIPTION<br>-----  |
|----------------------|---|
| 99.1                 | Press release, dated September 20, 2004, titled "HEICO Corporation names Joseph W. Pallot to Board of Directors." |

2

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HEICO CORPORATION  
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(Registrant)

Date: September 21, 2004

By: /s/ Thomas S. Irwin  
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Thomas S. Irwin  
Executive Vice President  
and Chief Financial Officer  
(Principal Financial and  
Accounting Officer)

3

EXHIBIT INDEX

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4