

HESKA CORP
Form SC 13G/A
February 17, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G
Under the Securities Exchange Act of 1934*
(Amendment No. 3)
Heska Corporation**

(Name of Issuer)
Common Stock, par value \$0.001 per share

(Title of Class of Securities)
42805E-10-8

(CUSIP Number)
December 31, 2008

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 42805E-10-8

NAMES OF REPORTING PERSONS.

1
Charter Ventures L.P., a California limited partnership

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

3
SEC USE ONLY

4
CITIZENSHIP OR PLACE OF ORGANIZATION
California

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

5
SOLE VOTING POWER:
0

6
SHARED VOTING POWER:
0

EACH
REPORTING
PERSONS

7
SOLE DISPOSITIVE POWER:
0

WITH

8
SHARED DISPOSITIVE POWER:
0

9
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:
0

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

0.0%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

PN

CUSIP No. 42805E-10-8

NAMES OF REPORTING PERSONS.

1
Charter Ventures II, L.P., a California limited partnership

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

3
SEC USE ONLY

4
CITIZENSHIP OR PLACE OF ORGANIZATION
California

NUMBER OF **5** SOLE VOTING POWER:
0

SHARES **6** SHARED VOTING POWER:
BENEFICIALLY OWNED BY 0

EACH **7** SOLE DISPOSITIVE POWER:
REPORTING PERSONS 0

WITH **8** SHARED DISPOSITIVE POWER:
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:
0

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

0.0%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

PN

CUSIP No. 42805E-10-8

NAMES OF REPORTING PERSONS.

1
Chavencap Limited, a Hong Kong corporation

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2
(a)
(b)

3
SEC USE ONLY

4
CITIZENSHIP OR PLACE OF ORGANIZATION
Hong Kong

NUMBER OF **5** SOLE VOTING POWER:
0

SHARES **6** SHARED VOTING POWER:
BENEFICIALLY OWNED BY 0

EACH **7** SOLE DISPOSITIVE POWER:
REPORTING PERSONS 0

WITH **8** SHARED DISPOSITIVE POWER:
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:
0

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

0.0%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

CO

CUSIP No. 42805E-10-8

NAMES OF REPORTING PERSONS.

1

A. Barr Dolan

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

United States

SOLE VOTING POWER:

5

NUMBER OF 18,743

SHARED VOTING POWER:

6

SHARES BENEFICIALLY OWNED BY 0

SOLE DISPOSITIVE POWER:

7

EACH REPORTING PERSONS 18,743

SHARED DISPOSITIVE POWER:

8

WITH 0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

9

0

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

o

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

Less than 0.1%

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

IN

Item 1.

(a) **Name of Issuer:**

Heska Corporation

(b) **Address of Issuer's Principal Executive Offices:**

3760 Rocky Mountain Avenue, Loveland, Colorado 80538

Item 2. (a) Name of Person Filing:

This Schedule is filed by Charter Ventures, L.P. (CV I), Charter Ventures II, L.P. (CV II), Chavencap Limited (CL)

and A. Barr Dolan. CL and Mr. Dolan are general partners of CV I and CV II.

The entities and individual named in this Item 2(a) are individually referred to herein as a Reporting Person and collectively as the Reporting Persons.

(b) **Address of Principal Business Office, or, if none, Residence:**

Address for CV I, CV II and Mr. Dolan:
c/o Charter Venture Capital
525 University Avenue, Suite 1400
Palo Alto, California 94301

Address for CL:
Chavencap Limited
c/o L. Chan, Cha Enterprises Ltd.
Room 3703, Jardine House
1 Connaught Place
Central, Hong Kong

(c) **Citizenship:**

CV I and CV II are California limited partnerships
CL is a Hong Kong corporation
Mr. Dolan is a United States citizen.

(d) **Title of Class of Securities:**

Common Stock

(e) **CUSIP Number:**

42805E-10-8

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

N/A

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- (a) o Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) o Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) o Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) o Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) o An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) o An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

- (g) o A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) o A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) o A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) o A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) o Group, in accordance with §240.13d-1(b)(1)(ii)(K);

If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution:_____.

Item 4. Ownership

See rows 5 through 11 of the cover pages for the Reporting Persons.

The percent of class reported on Row 11 of the cover pages for the Reporting Persons is based on an aggregate of 51,818,663 shares of Common Stock of the Issuer outstanding on November 7, 2008 pursuant to the Form 10-Q of the Issuer filed with the Securities and Exchange Commission on November 10, 2008.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

Not Applicable.

Item 8. Identification and Classification of Members of the Group:

Not Applicable.

Item 9. Notice of Dissolution of Group:

Not Applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 17, 2009

CHARTER VENTURES L.P.

By: /s/ A. Barr Dolan

Name: A. Barr Dolan
Title: General Partner

**CHARTER VENTURES II,
L.P.**

By: /s/ A. Barr Dolan

Name: A. Barr Dolan
Title: General Partner

/s/ A. Barr Dolan

A. Barr Dolan, an individual

CHAVENCAP LIMITED

By: /s/ J.M.D. Cha

Name: J.M.D. Cha

Title: Director, for and on behalf of Chavencap
Limited

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001)

**EXHIBIT I
JOINT FILING AGREEMENT**

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned agree that only one statement containing the information required by the Schedule 13G (Amendment No. 3) need be filed by each of the undersigned with respect to the ownership by each of the undersigned of shares of stock of Heska Corporation. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original.

Date: February 17, 2009

CHARTER VENTURES L.P.

By: /s/ A. Barr Dolan

Name: A. Barr Dolan
Title: General Partner

**CHARTER VENTURES II,
L.P.**

By: /s/ A. Barr Dolan

Name: A. Barr Dolan
Title: General Partner

/s/ A. Barr Dolan

A. Barr Dolan, an individual

CHAVENCAP LIMITED

By: /s/ J.M.D. Cha

Name: J.M.D. Cha

Title: Director, for and on behalf of Chavencap
Limited