

ANTIN ROBERT L

Form 4

August 28, 2017

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ANTIN ROBERT L

(Last) (First) (Middle)

C/O VCA INC., 12401 WEST
OLYMPIC BOULEVARD

(Street)

LOS ANGELES, CA 90064

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
VCA INC [WOOF]

3. Date of Earliest Transaction
(Month/Day/Year)
08/25/2017

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)

CEO, President & Chairman

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.001 per share	03/15/2017		G	V 130,000 (1)	D \$ 0 2,055,312	I	See footnote (2)
Common Stock, par value \$0.001 per share	08/25/2017		M	232,435 A	\$ 18.94 446,397	D	
Common Stock, par	08/25/2017		F	149,709 (3)	D \$ 92.54 296,688	D	

value
\$0.001 per
share

Common
Stock, par
value
\$0.001 per
share

08/25/2017

G V 82,726⁽⁴⁾ D \$ 0 213,962 D

Common
Stock, par
value
\$0.001 per
share

08/25/2017

G V 82,726 A \$ 0 2,138,038 I

See
footnote
(2)

Common
Stock, par
value
\$0.001 per
share

404,991 I

See
footnote
(5)

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

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SEC 1474
(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 18.94	08/25/2017		M		232,435		<u>(6)</u>	08/26/2017	Common Stock	232,43

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ANTIN ROBERT L
C/O VCA INC.
12401 WEST OLYMPIC BOULEVARD
LOS ANGELES, CA 90064

X

CEO, President & Chairman

Signatures

Robert L. Antin

08/28/2017

**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) This transaction involved a charitable donation of securities by the Reporting Person.

These shares are held for the account of a trust (the "Trust") of which the Reporting Person is trustee. The Reporting Person continues to

(2) report beneficial ownership of the shares held for the account of the Trust but disclaims beneficial ownership except to the extent of his pecuniary interest therein.

(3) Reflects the number of shares of common stock withheld by the issuer to fund the exercise of the employee stock options reported herein.

(4) Represents the transfer of shares to the Trust.

These shares are held for the account of a limited liability company for which the Reporting Person serves as manager and which is

(5) owned by trusts established for the benefit of the Reporting Person's children. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

(6) The option vests in four equal annual installments beginning on August 27, 2013.

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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