

HENRY SCHEIN INC

Form 4

March 21, 2008

**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  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MLOTEK MARK E

(Last) (First) (Middle)

C/O HENRY SCHEIN, INC., 135  
DURYEA ROAD

(Street)

MELVILLE, NY 11747

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
HENRY SCHEIN INC [HSIC]

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

03/20/2008

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)

EVP of Corp. Bus. Devel.

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)
			Code	V	Amount (A) or (D)	Price	
Common Stock, par value \$0.01 per share	03/20/2008		M		9,680	A \$ 20.41	9,680 D
Common Stock, par value \$0.01 per share	03/20/2008		S		152	D \$ 57.4	9,528 D
Common Stock, par value \$0.01 per share	03/20/2008		S		100	D \$ 57.41	9,428 D

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Common Stock, par value \$0.01 per share	03/20/2008	S	500	D	\$ 57.42	8,928	D
Common Stock, par value \$0.01 per share	03/20/2008	S	200	D	\$ 57.43	8,728	D
Common Stock, par value \$0.01 per share	03/20/2008	S	200	D	\$ 57.44	8,528	D
Common Stock, par value \$0.01 per share	03/20/2008	S	21	D	\$ 57.45	8,507	D
Common Stock, par value \$0.01 per share	03/20/2008	S	600	D	\$ 57.47	7,907	D
Common Stock, par value \$0.01 per share	03/20/2008	S	200	D	\$ 57.48	7,707	D
Common Stock, par value \$0.01 per share	03/20/2008	S	700	D	\$ 57.49	7,007	D
Common Stock, par value \$0.01 per share	03/20/2008	S	4,507	D	\$ 57.5	2,500	D
Common Stock, par value \$0.01 per share	03/20/2008	S	500	D	\$ 57.52	2,000	D
Common Stock, par value \$0.01 per share	03/20/2008	S	1,500	D	\$ 57.55	500	D
Common Stock, par value \$0.01 per share	03/20/2008	S	500	D	\$ 57.56	0	D
						20,148	D

Common  
Stock, par  
value \$0.01  
per share  
(Restricted)  
(1)

Common  
Stock, par  
value \$0.01  
per share

Common  
Stock, par  
value \$0.01  
per share

800

I

By  
children

1,747

I

401(k)

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.**

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)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy) <u>(1)</u>	\$ 20.41	03/20/2008		M	9,680	<u>(2)</u>	03/05/2012	Common Stock, par value \$0.01 per share	9,680

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

X

MLOTEK MARK E  
C/O HENRY SCHEIN, INC.  
135 DURYEA ROAD  
MELVILLE, NY 11747

EVP of  
Corp. Bus.  
Devel.

## Signatures

/s/ Mark E.

03/21/2008

Mlotek

\_\_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) Acquired pursuant to the Issuer's 1994 Stock Incentive Plan.

(2) The option vested in three equal installments on each of March 5, 2003, March 5, 2004 and March 5, 2005.

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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