

HENRY SCHEIN INC  
Form 4  
December 16, 2013

**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 \*  
**BERGMAN STANLEY M**

(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)  
**12/12/2013**

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)  
**Chairman, CEO**

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 | 12/12/2013                           |  | S                              |   | 48,400  | D  | \$ 111.95<br>(1)                                      | 113,590 | I | By Limited Liability Company (2) |
| Common Stock, par value \$0.01 per share | 12/12/2013                           |  | S                              |   | 200   | D  | \$ 112.52   | 113,390 | I | By Limited Liability Company (2) |
| Common Stock, par                        | 12/13/2013                           |  | S                              |   | 10,700  | D  | \$ 111.55   | 102,690 | I | By Limited                       |

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|                         |            |   |          |   |                 |         |   |                              |
|-------------------------|------------|---|----------|---|-----------------|---------|---|------------------------------|
| value                   |            |   |          |   | <u>(3)</u>      |         |   | Liability                    |
| \$0.01 per share        |            |   |          |   |                 |         |   | Company                      |
| Common Stock, par value | 12/13/2013 | S | 18,700   | D | \$ 111.98       | 83,990  | I | <u>(2)</u>                   |
| \$0.01 per share        |            |   |          |   | <u>(4)</u>      |         |   | By Limited Liability Company |
| Common Stock, par value | 03/13/2013 | G | V 630    | D | \$ 0 <u>(5)</u> | 631,186 | I | <u>(6)</u>                   |
| \$0.01 per share        |            |   |          |   |                 |         |   | By Spouse                    |
| Common Stock, par value | 03/22/2013 | G | V 1,945  | D | \$ 0 <u>(5)</u> | 642,227 | I | <u>(7)</u>                   |
| \$0.01 per share        |            |   |          |   |                 |         |   | By Spouse                    |
| Common Stock, par value | 03/22/2013 | G | V 12,986 | D | \$ 0 <u>(5)</u> | 163,770 | D |                              |
| \$0.01 per share        |            |   |          |   |                 |         |   |                              |
| Common Stock, par value | 03/25/2013 | G | V 1,110  | D | \$ 0 <u>(5)</u> | 641,117 | I | <u>(8)</u>                   |
| \$0.01 per share        |            |   |          |   |                 |         |   | By Spouse                    |
| Common Stock, par value | 04/05/2013 | G | V 600    | D | \$ 0 <u>(5)</u> | 640,517 | I | <u>(9)</u>                   |
| \$0.01 per share        |            |   |          |   |                 |         |   | By Spouse                    |
| Common Stock, par value | 05/23/2013 | G | V 8,365  | D | \$ 0 <u>(5)</u> | 632,152 | I | <u>(10)</u>                  |
| \$0.01 per share        |            |   |          |   |                 |         |   | By Spouse                    |
| Common Stock, par value | 05/24/2013 | G | V 2,090  | D | \$ 0 <u>(5)</u> | 630,062 | I | <u>(11)</u>                  |
| \$0.01 per share        |            |   |          |   |                 |         |   | By Spouse                    |
| Common Stock, par value | 05/28/2013 | G | V 385    | D | \$ 0 <u>(5)</u> | 629,677 | I | <u>(12)</u>                  |
|                         |            |   |          |   |                 |         |   | By Spouse                    |

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|  |            |   |       |   |                     |         |   |                       |  |
|--|------------|---|-------|---|---------------------|---------|---|-----------------------|--|
| \$0.01 per share                         |            |   |       |   |                     |         |   |                       |  |
| Common Stock, par value \$0.01 per share | 06/07/2013 | G | V 260 | D | \$ 0 <sup>(5)</sup> | 629,417 | I | By Spouse <u>(13)</u> |  |
| Common Stock, par value \$0.01 per share | 08/07/2013 | G | V 300 | D | \$ 0 <sup>(5)</sup> | 629,117 | I | By Spouse <u>(14)</u> |  |
| Common Stock, par value \$0.01 per share | 08/09/2013 | G | V 265 | D | \$ 0 <sup>(5)</sup> | 628,852 | I | By Spouse <u>(15)</u> |  |
| Common Stock, par value \$0.01 per share | 08/13/2013 | G | V 100 | D | \$ 0 <sup>(5)</sup> | 628,752 | I | By Spouse <u>(16)</u> |  |
| Common Stock, par value \$0.01 per share | 08/15/2013 | G | V 265 | D | \$ 0 <sup>(5)</sup> | 628,487 | I | By Spouse <u>(17)</u> |  |
| Common Stock, par value \$0.01 per share | 08/19/2013 | G | V 600 | D | \$ 0 <sup>(5)</sup> | 627,887 | I | By Spouse <u>(18)</u> |  |
| Common Stock, par value \$0.01 per share | 08/29/2013 | G | V 500 | D | \$ 0 <sup>(5)</sup> | 627,387 | I | By Spouse <u>(19)</u> |  |
| Common Stock, par value \$0.01 per share | 09/04/2013 | G | V 200 | D | \$ 0 <sup>(5)</sup> | 627,187 | I | By Spouse <u>(20)</u> |  |
| Common Stock, par value \$0.01 per       | 09/11/2013 | G | V 270 | D | \$ 0 <sup>(5)</sup> | 626,917 | I | By Spouse <u>(21)</u> |  |

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|  |            |   |         |   |                     |         |   |                       |
|--|------------|---|---------|---|---------------------|---------|---|-----------------------|
| share                                    |            |   |         |   |                     |         |   |                       |
| Common Stock, par value \$0.01 per share | 09/13/2013 | G | V 30    | D | \$ 0 <sup>(5)</sup> | 626,887 | I | By Spouse <u>(22)</u> |
| Common Stock, par value \$0.01 per share | 09/23/2013 | G | V 237   | D | \$ 0 <sup>(5)</sup> | 626,650 | I | By Spouse <u>(23)</u> |
| Common Stock, par value \$0.01 per share | 10/10/2013 | G | V 95    | D | \$ 0 <sup>(5)</sup> | 626,555 | I | By Spouse <u>(24)</u> |
| Common Stock, par value \$0.01 per share | 10/16/2013 | G | V 607   | D | \$ 0 <sup>(5)</sup> | 625,948 | I | By Spouse <u>(25)</u> |
| Common Stock, par value \$0.01 per share | 11/12/2013 | G | V 1,045 | D | \$ 0 <sup>(5)</sup> | 624,903 | I | By Spouse <u>(26)</u> |
| Common Stock, par value \$0.01 per share | 11/13/2013 | G | V 90    | D | \$ 0 <sup>(5)</sup> | 624,813 | I | By Spouse <u>(27)</u> |
| Common Stock, par value \$0.01 per share | 11/18/2013 | G | V 185   | D | \$ 0 <sup>(5)</sup> | 624,628 | I | By Spouse <u>(28)</u> |
| Common Stock, par value \$0.01 per share | 11/20/2013 | G | V 67    | D | \$ 0 <sup>(5)</sup> | 624,561 | I | By Spouse <u>(29)</u> |
| Common Stock, par value \$0.01 per share |            |   |         |   |                     | 4,403   | I | By 401(k) Plan        |

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | 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 |
| BERGMAN STANLEY M<br>C/O HENRY SCHEIN, INC.<br>135 DURYEA ROAD<br>MELVILLE, NY 11747 | X             |           | Chairman, CEO |       |

## Signatures

/s/ Stanley M. Bergman  
12/16/2013

\*\*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) The price reflects a weighted average of sales made at prices ranging from \$111.52 to \$112.44 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.
  - (2) Represents shares held by a limited liability company. Stanley M. Bergman and Marion Bergman, Mr. Bergman's wife, each have voting and dispositive power with respect to the shares held by the limited liability company.
  - (3) The price reflects a weighted average of sales made at prices ranging from \$111.32 to \$111.69 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, will provide full information

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regarding the number of shares sold at each separate price for this transaction.

The price reflects a weighted average of sales made at prices ranging from \$111.70 to \$112.69 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

- (5) Gift, not applicable.
- (6) Represents (i) 630,462 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 724 shares held by Mrs. Bergman.  
Represents (i) 626,162 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 16,065 shares held by Mrs. Bergman. On March 22, 2013, (i) the Bergman Family 2010 Trust 2 transferred 4,300 shares to Mrs. Bergman and (ii) Mr. Bergman transferred 12,986 shares to Mrs. Bergman (reported in line 7 of this Form 4), each of which is reflected in the preceding sentence.
- (7)
- (8) Represents (i) 626,162 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 14,955 shares held by Mrs. Bergman.  
Represents (i) 639,148 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 1,369 shares held by Mrs. Bergman. On March 26, 2013, Mrs. Bergman transferred 12,986 shares to the Bergman Family 2010 Trust 2 which is reflected in the numbers in the preceding sentence.
- (9)
- (10) Represents (i) 627,642 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 4,510 shares held by Mrs. Bergman. Additionally, on May 23, 2013, the Bergman Family 2010 Trust 2 transferred 11,506 shares to Mrs. Bergman which is reflected in the numbers in the preceding sentence.
- (11) Represents (i) 627,642 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 2,420 shares held by Mrs. Bergman.
- (12) Represents (i) 627,642 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 2,035 shares held by Mrs. Bergman.
- (13) Represents (i) 627,642 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 1,775 shares held by Mrs. Bergman.
- (14) Represents (i) 627,642 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 1,475 shares held by Mrs. Bergman.
- (15) Represents (i) 627,642 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 1,210 shares held by Mrs. Bergman.
- (16) Represents (i) 627,642 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 1,110 shares held by Mrs. Bergman.
- (17) Represents (i) 627,642 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 845 shares held by Mrs. Bergman.
- (18) Represents (i) 627,642 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 245 shares held by Mrs. Bergman.  
Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 3,245 shares held by Mrs. Bergman. On May 29, 2013, the Bergman Family 2010 Trust 2 transferred 3,500 shares to Mrs. Bergman which is reflected in the numbers in the preceding sentence.
- (19)
- (20) Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 3,045 shares held by Mrs. Bergman.
- (21) Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 2,775 shares held by Mrs. Bergman.
- (22) Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 2,745 shares held by Mrs. Bergman.
- (23) Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 2,508 shares held by Mrs. Bergman.
- (24) Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 2,413 shares held by Mrs. Bergman.
- (25)

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- Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 1,806 shares held by Mrs. Bergman.
- (26) Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 761 shares held by Mrs. Bergman.
- (27) Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 671 shares held by Mrs. Bergman.
- (28) Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 486 shares held by Mrs. Bergman.
- (29) Represents (i) 624,142 shares held by the Bergman Family 2010 Trust 2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary and (ii) 419 shares held by Mrs. Bergman.

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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