FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL								
l	OMB Number:	3235-0287							
	Estimated average burde	en							
I	hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

l	nd Address of EK MAR (F	- <u>HE</u>	HENRY SCHEIN INC [ HSIC ]  3. Date of Earliest Transaction (Month/Day/Year)									or Reportin cable) or (give title	g Pers	10% Owner Other (specify below)				
' '	NRY SCHE	•	(Middle)			03/08/2012								EVP, Chief Strategic Officer				
135 DUI	RYEA ROA	ND.																
(Street) MELVILLE NY 11747						Amer	ndme	nt, Date o	of Origina	al File	d (Month/Da	Lin	e) X Form f	lual or Joint/Group Filing (Check Appli Form filed by One Reporting Person			n	
(0)					-									Form f Persor		e than	One Repor	rting
(City)	(3		(Zip)	on Deriv	/ative	Soc	· · · · · · ·	ios Ac	auired		enocad o	f or Rei	neficial	ly Owned				
1. Title of Security (Instr. 3)					ction ay/Year)	2A. Exe	2A. Deemed Execution Date, if any		3. Transaction Code (Instr.					5. Amou Securiti Benefici	5. Amount of Securities Beneficially		: Direct   0 Indirect   I	. Nature of Indirect Beneficial
					(Mc	(Month/Da	ay/Year)	8) Code V		Amount	(A) or (D)	Price	Reporte Transac	Owned Following Reported Transaction(s) (Instr. 3 and 4)			Ownership (Instr. 4)	
Common	Stock, par	value \$0.01 per	share	03/08/	/2012	$\dagger$			M		7,235	A	\$39.4	3 74	,239		D	
Common	Stock, par	value \$0.01 per	share	03/08/2012				S		7,235	D	\$73.22	.(1) 67	67,004		D		
Common	Stock, par	value \$0.01 per	share	03/08/2012					M		22,323	A	\$47.3	1 89	89,327		D	
Common Stock, par value \$0.01 per share				03/08/2012					S		22,323	D	\$73.06	67	67,004		D	
Common Stock, par value \$0.01 per share 03/0					/2012				M		6,925	A	\$51.2	3 73	73,929		D	
Common	Stock, par	value \$0.01 per	share	03/08/	/2012				S		6,925	D	\$73.11	(3) 67	,004		D	
		value \$0.01 per		03/09/		_			A		12,911(4	_	\$0.00		,915	_	D	
Common	Stock, par	value \$0.01 per	share	03/09/	/2012	_			F		11,134(5	) D	\$73.9	3 68	,781	_	D	
Common Stock, par value \$0.01 per share														8	00			By children
Common Stock, par value \$0.01 per share						2,056				056		I	By 401(k) plan					
			Table II								oosed of, convertil			Owned				
1. Title of Derivative Security (Instr. 3)	ative Conversion Date Execution  or Exercise (Month/Day/Year) if any		n Date,		ansaction ode (Instr.		n of		Exerci on Da Day/Y	te	7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code		v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amount or Number of Shares						
Stock Option (Right to Buy) <sup>(6)</sup>	\$39.43	03/08/2012			М			7,235	(7)		03/09/2015	Common Stock, par value \$0.01 per share	7,235	\$0.00	0		D	
Stock Option (Right to Buy) <sup>(6)</sup>	\$47.31	03/08/2012			М			22,323	(8)		03/02/2016	Common Stock, par value \$0.01 per share	22,323	\$0.00	0		D	
Stock Option (Right to Buy) <sup>(6)</sup>	\$51.23	03/08/2012			М			6,925	(9)		03/05/2017	Common Stock, par value \$0.01 per share	6,925	\$0.00	18,40	4	D	

## **Explanation of Responses:**

1. The price reflects a weighted average of sales made at prices ranging from \$73.03 to \$73.38 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. The price reflects a weighted average of sales made at prices ranging from \$73.00 to \$73.17 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.

- 3. The price reflects a weighted average of sales made at prices ranging from \$73.10 to \$73.13 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.
- 4. Represents additional shares of the issuer's common stock issued under the Henry Schein, Inc. 1994 Stock Incentive Plan that vested on March 2, 2009 in connection with exceeding the performance target with respect to the reporting person's March 2, 2006 grant of performance-based restricted stock.
- 5. Represents the surrender of shares to the issuer to satisfy the reporting person's tax withholding obligation upon the vesting of the reporting person's March 9, 2009 grant of performance-based restricted stock.
- 6. Acquired pursuant to the Issuer's 1994 Stock Incentive Plan, as amended.
- 7. The option vests in four equal installments on each of March 9, 2006, March 9, 2007, March 9, 2008 and March 9, 2009.
- 8. The option vests in four equal installments on each of March 2, 2007, March 2, 2008, March 2, 2009 and March 2, 2010.
- 9. The option vests in four equal installments on each of March 5, 2008, March 5, 2009, March 5, 2010 and March 5, 2011.

## Remarks:

<u>/s/ Mark E. Mlotek</u> 03/12/2012

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.