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

OMB APP	ROVAL
OMB Number:	3235-0287
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  MLOTEK MARK E					2. Issuer Name and Ticker or Trading Symbol HENRY SCHEIN INC [ HSIC ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
WILCI		<u>K E</u>													10% C	wner				
	(Fii NRY SCHE	IN, INC.	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/09/2011								X	belov	,	р. Ви	Other (specify below)  D. Bus. Devel.		
	TEA ROA				4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Che								ın (Check A	nnlicable						
(Street)  MELVIL	LE N	<i>Y</i> :	11747		7. "	4. II Amendinent, Date of Original Flied (Month/Ddy/18dl)								ine)	Form filed by One Reporting Person					
(City)	(St	ate) (	(Zip)													Forn Pers	n filed by Mor on	re tha	ın One Rep	orting
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)				Exec ay/Year) if any		A. Deemed Execution Date, f any Month/Day/Year)		ction Instr.	4. Securiti Disposed				Securi Benefi Owne	cially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
									Code	v	Amount		(A) or (D)	Pric			e	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, par value \$0.01 per share 03.			03/09/	/2011				A		12,239(1)		A	\$6	69.45		51,960		D		
Common	Stock, par v	alue \$0.01 per s	share										800 I				By children			
Common Stock, par value \$0.01 per share																1,952		I	By 401(k) plan	
	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)  3. Transaction Date (Month/Day/Year)  4. Month/Day/Year)  5. Month/Day/Year			n Date,	4. Transaction Code (Instr. 8)		ı of		6. Date E Expiratio (Month/D	n Dat		7. Title and Amount of Securities Underlying Derivative Security (Instrand 4)		nstr. 3	Deri Sec	Price of erivative ecurity estr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Ownership Form:	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa		Expiration Date	Title	Nu of	mber ares						

## **Explanation of Responses:**

1. Grant of restricted stock units (RSUs) pursuant to the Issuer's 1994 Stock Incentive Plan, as amended. 65% will vest subject to (x) Issuer's achievement of a specified performance goal and (y) reporting person's continued performance of services for the Issuer. 35% will vest subject to (x) passage of a specified period of time and (y) reporting person's continued performance of services for the Issuer. With respect to the performance-based RSUs, if the continued service requirement is satisfied and achievement of the performance goal (x) exceeds 100% of target, the Issuer may issue additional vested shares of common stock in an amount that corresponds to the incremental percentage of the performance goal achieved in excess of 100% of target or (y) is less than 100% of target, the reporting person will surrender to the Issuer shares of common stock in an amount that corresponds to the incremental percentage of the performance goal achieved that is below 100% of target (i.e., shortfall).

## Remarks:

/s/ Mark E. Mlotek

03/10/2011

\*\* Signature of Reporting Person

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.