SEC Form 5

FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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Form 3 Holdings Reported.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

Date [(Month/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disp Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at end of	6. Ownership Form: Direct	7. Nature of Indirect Beneficial Ownership			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
(City)	(State)	(Zip)					Person				
MELVILLE	NY	11747	_			X	Form filed by C Form filed by N				
(Street)			- 4. If Amendmer	nt, Date of Ori	ginal Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
C/O HENRY S 135 DURYEA	SCHEIN, INC. . ROAD						LVI, Chief	official of			
(Last) (First) (Middle)			3. Statement fo 12/31/2022	r Issuer's Fisc	al Year Ended (Month/Day/Year)	X	Officer (give tit below)		her (specify low) ficer		
1. Name and Add <u>MLOTEK N</u>	erson*			Trading Symbol <u>NC</u> [HSIC]		ationship of Report k all applicable) Director	% Owner				
Form 4 Transa	actions Reported.				ment Company Act of 1940	•					

	(Month/Day/Year)	Code (Instr. 8)				Beneficially Owned at end of	Form: Direct (D) or	Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	Indirect (I) (Instr. 4)	
Common Stock, par value \$0.01 per share	12/20/2022	G	990	D	\$0.00 ⁽¹⁾	81,180 ⁽²⁾	D	
Common Stock, par value \$0.01 per share						870 ⁽³⁾	I	As Trustee of trusts for the benefit of family members.
Common Stock, par value \$0.01 per share						4,090 ⁽⁴⁾	I	by 401(k)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., purs, cans, 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)	of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Gift, not applicable.

2. Includes shares of Issuer's common stock held in joint tenancy with reporting person's spouse (the "Joint Account") and reflects the transfer on June 17, 2022 of 870 shares from the Joint Account to trusts for the benefit of family members where Mr. Mlotek is a trustee (the "Trusts").

3. The amount in Column 5 reflects the transfer of 870 shares from the Joint Account to the Trusts on June 17, 2022.

4. Reflects the reporting person's interest in equivalent shares of Henry Schein common stock held by the unitized stock fund in the Henry Schein, Inc. 401(k) Savings Plan (the "Plan"). The unitized stock fund consists of Henry Schein common stock and cash or cash equivalents. The number of shares attributed to the reporting person as a participant in the Plan and expressed as equivalent shares has been calculated based on the closing price of Henry Schein common stock on February 6, 2022.

Remarks:

<u>/s/ Jennifer Ferrero (as</u> <u>Attorney-in-Fact for Mark E.</u> <u>02/07/2023</u> <u>Mlotek)</u>

** 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.