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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

OMB APPROVAL

OMB APPRO	OVAL								
OMB Number: 3235-0362									
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Form 3 Holdings Reported.

Form 4 Transactions Reported.

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 Addre	2. Issuer Name and Ticker or Trading Symbol HENRY SCHEIN INC [HSIC]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
(Last) (First) (Middle) C/O HENRY SCHEIN, INC. 135 DURYEA ROAD			3. Statement fo 12/26/2020	r Issuer's Fisc	al Year Ended (N	х	Officer (give title below) EVP, Chief	bel	ner (specify ow) ficer		
(Street)			4. If Amendmer	nt, Date of Ori	ginal Filed (Montl	h/Day/Ye	ear)	6. Indiv Line)	vidual or Joint/Gro	oup Filing (Che	ck Applicable
MELVILLE	NY	11747								ne Reporting I	
(City)	(State)	(Zip)	-						Form filed by M Person	lore than One	Reporting
	Tab	le I - Non-Deriv	ative Securiti	es Acquire	ed, Disposed	l of, o	r Benef	icially	/ Owned		
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) Amount (D) Price			osed 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and		6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

				(5)		4)		
Common Stock, par value \$0.01 per share	12/17/2020	G	788	D	\$0.00 ⁽¹⁾	118,981	D	
Common Stock, par value \$0.01 per share						4,095	Ι	by 401(k)

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

(e.g., puts, 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 E		6. Date Exercisable and Expiration Date (Month/Day/Year)		d 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. 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 4, 2021.

Remarks:

/s/ Jennifer Ferrero (as attorney-in-fact for Mark E. Mlotek)

02/05/2021

** 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.