SEC Form 4

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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

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

OMB APPROVAL									
OMB Number: 3235-028									
Estimated average burden									
hours per response:	0.5								

1. Name and Address of Reporting Person [*] MLOTEK MARK E			2. Issuer Name and Ticker or Trading Symbol <u>SCHEIN HENRY INC</u> [HSIC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				X	Director	10% Owner			
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Dav/Year)	x	Officer (give title below)	Other (specify below)			
C/O HENRY SCHEIN, INC.			05/11/2005		Senior VP of Corp. Bu	us. Devel.			
135 DURYEA R	OAD								
			4. If Amendment, Date of Original Filed (Month/Day/Year)		idual or Joint/Group Filing (Check Applicable			
(Street)				Line)					
MELVILLE	NY	11747		X	Form filed by One Reporti	ing Person			
					Form filed by More than C Person	Dne Reporting			
(City)	(State)	(Zip)							

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	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock, par value \$0.01 per share	05/11/2005		М		4,364	A	\$12.28	4,364	D	
Common Stock, par value \$0.01 per share	05/11/2005		М		10,396	A	\$14.3125	14,760	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		2,400	D	\$39.9	12,360	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		1,737	D	\$39.91	10,623	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		1,200	D	\$39.92	9,423	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		200	D	\$39.93	9,223	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		63	D	\$39.9328	9,160	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		600	D	\$39.96	8,560	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		400	D	\$39.97	8,160	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		200	D	\$39.98	7,960	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		100	D	\$40	7,860	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		800	D	\$40.04	7,060	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		700	D	\$40.05	6,360	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		1,000	D	\$40.06	5,360	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		400	D	\$40.07	4,960	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		800	D	\$40.1	4,160	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		1,350	D	\$40.12	2,810	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		600	D	\$40.13	2,210	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		200	D	\$40.16	2,010	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		300	D	\$40.17	1,710	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		450	D	\$40.21	1,260	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		400	D	\$40.28	860	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		360	D	\$40.3	500	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		200	D	\$40.31	300	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		200	D	\$40.36	100	D	
Common Stock, par value \$0.01 per share	05/11/2005		S		100	D	\$40.4	0	D	
Common Stock, par value \$0.01 per share								800	I	By children ⁽⁾

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3) 1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Security or Exercise (Month/ (Instr. 3) Price of Derivative Security 1. Title of 2. 3. Trans Derivative Conversion Date Security or Exercise (Month/		3A. Deemed Execution Date, if any (e.g., (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year)	-, PULES (INSELLS) - 8) 		An		6. Date Exercisable and Expiration Date (MADIMDASY GONVERTII 6. Date Exercisable and Expiration Date (Month/Day/Year)		f, or Tibe methorianty of securities Derivative Security (Instr. 3 and 4) 7. Title and Amount of Securities Underlying Derivative Security		Security (Instr. 5) 8. Price of Derivative Security	9. Number of derivative Securities Beneficially Owned Following Relyunder of transtornor, figsuriajes	10. Ownership Form: Direct (D) or Indirect (1) (Instr. 4) 10. Ownership Form:	11. Nature of Indirect Beneficial Ownership (Instr. 4) 11. Nature of Indirect Beneficial
	Derivative Security		(Moninibay) rear)	Code	v	Acq (A) (Disp of (D	uired	Date Exercisable	Expiration Date	(Instr. 3 ar Title		(Instr. 5)	Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
				Code	v	(A)	-(D)	Date -Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy) ⁽²⁾	\$12.28	05/11/2005		М			4,364	(3)	03/13/2007	Common [–] Stock, par value \$0.01 per share	4,364	\$0.00	0	D	
Stock Option (right to buy) ⁽²⁾	\$14.3125	05/11/2005		М			10,396	(4)	03/01/2011	Common Stock, par value \$0.01 per share	10,396	\$0.00	24,604	D	

Explanation of Responses:

1. Represents shares held by Mr. Mlotek's children.

2. Acquired pursuant to the Issuer's 1994 Stock Incentive Plan.

3. The option vested in three equal installments on March 13, 1998, March 13, 1999 and March 13, 2000.

4. The option vested in three equal installments on March 1, 2002, March 1, 2003 and March 1, 2004.

Remarks:

/s/ Mark E. Mlotek

05/12/2005

** 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.

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