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:	3235-0287				
Estimated average b	ourden				

hours per response:	0.5
Estimated average burden	

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol HENRY SCHEIN INC [HSIC]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
Brons Paul				X	Director	10% Owner		
	C/O HENRY SCHEIN, INC.		3. Date of Earliest Transaction (Month/Day/Year) 03/03/2008		Officer (give title below)	Other (specify below)		
135 DURYEA	ROAD		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ridual or Joint/Group Fili	ng (Check Applicable		
(Street) MELVILLE	NY	11747		X				
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

						omiou				
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	(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 (Restricted) ⁽¹⁾	03/03/2008		A		1,719	Α	\$0.00	5,851	D	
Common Stock, par value \$0.01 per share								500	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 8. Price of 1. Title of 3. Transaction 3A. Deemed 5. Number 7. Title and 9. Number of 10. 11. Nature Transaction Expiration Date (Month/Day/Year) of Indirect Derivative Conversion Date (Month/Day/Year) Execution Date, Amount of Derivative derivative Ownership Derivative Security or Exercise if any Code (Instr. Securities Security Securities Form: Beneficial Price of Derivative Securities Acquired Underlying Derivative Security Beneficially Owned Direct (D) or Indirect Ownership (Instr. 4) (Instr. 3) (Month/Day/Year) 8) (Instr. 5) (A) or Disposed (I) (Instr. 4) Security (Instr. 3 and 4) Following Reported of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount or Number Date Expiration of v Shares Code (A) (D) Exercisable Date Title Commor Stock Stock, Option \$59.89 03/03/2008 A 7,898 (2) 03/03/2018 par value 7,898 \$0.00 7,898 D (Right to \$0.01 per Buy)⁽¹⁾ share

Explanation of Responses:

1. Acquired pursuant to the Issuer's 1996 Non-Employee Director Stock Incentive Plan.

2. The option vests in four equal installments on each of March 3, 2009, March 3, 2010 and March 3, 2011 and March 3, 2012.

Remarks:

/s/ Paul Brons

** Signature of Reporting Person

03/05/2008

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.