FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

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 APPROVAL									
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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					HE	2. Issuer Name <b>and</b> Ticker or Trading Symbol HENRY SCHEIN INC [ HSIC ]									ck all app Direc Office	etor er (give title		10% O	wner (specify
(Last) (First) (Middle) C/O HENRY SCHEIN, INC. 135 DURYEA ROAD				03/0	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2023									below) below)  EVP, Chief Strategic Officer					
(Street) MELVILLE NY 11747				4. 17 /	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)      Y Form filed by One Reporting Person     Form filed by More than One Reporting Person					
(City)	(Sta		Zip)																
4 == 11 . 6			I - No					Acc	_	, Dis	posed of							[	
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 Acc Disposed Of (D) 5)				5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) c (D)	Pri	се	Transac (Instr. 3	tion(s)			(Instr. 4)
Common	Stock, par	value \$0.01 per	share	03/01/2	023				A		24,051(1)	A	\$	0.00	105	,231(2)		D	
Common Stock, par value \$0.01 per share													8	70	I		As Trustee of trusts for the benefit of family members.		
Common Stock, par value \$0.01 per share													4,091		I		By 401(k) plan <sup>(3)</sup>		
		Tal	ble II ·								osed of, c				Owne	t			
1. Title of Derivative Security (Instr. 3)	of Conversion or Exercise Price of Derivative Security  3. Transaction Date Execution Date, if any (Month/Day/Year)  Security  3. Transaction Date Execution Date, if any (Month/Day/Year)			4. Transa Code ( 8)	(Instr.	of	ired r osed ) r. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)  Date Expiration Exercisable Expiration Date			7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		De Se (In	Price of privative curity str. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	i ly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	

## **Explanation of Responses:**

- 1. Grant of restricted stock units (RSU) pursuant to the Issuer's 2020 Stock Incentive Plan. Subject to certain exceptions, 50% will vest subject to (x) Issuer's achievement of a specified performance goal and (y) reporting person's continued perf. of services for the Issuer. 50% will vest subject to (x) passage of a specified period of time and (y) reporting person's continued perf. of services for the Issuer. With respect to the performance-based RSU, if the continued service requirement is satisfied and achievement of the perf. 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 (shortfall).
- 2. Includes shares of Issuer's common stock held in joint tenancy with reporting person's spouse.
- 3. 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 March 1, 2023.

## Remarks:

/s/ Jennifer Ferrero (as Attorney-in-Fact for Mark E. 03/03/2023 Mlotek)

\*\* 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.