| SEC Form 4 | |
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Instruction 1(b).

FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

to Section 16. Form 4 or Form 5 obligations may continue. See

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

| 1. Name and Address of Reporting Person [*] MLOTEK MARK E | | | 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. | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | X | Officer (give title below) | Other (specify below) | | |
| | | 、 , | 03/04/2020 | | EVP, Chief Strateg | gic Officer | | |
| 135 DURYEA | ROAD | | | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | vidual or Joint/Group Filin | g (Check Applicable | | |
| (Street) | | | | Line) | | | | |
| MELVILLE | NY | 11747 | | X | Form filed by One Rep | orting Person | | |
| , | | | | | Form filed by More that Person | n One 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) | Transaction Code (Instr. | | | | | 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) | | (1130. 4) |
| Common Stock, par value \$0.01 per share | 03/04/2020 | | F | | 2,842 ⁽¹⁾ | D | \$61.63 | 126,539 | D | |
| Common Stock, par value \$0.01 per share | | | | | | | | 4,092 | Ι | by 401(k) plan ⁽²⁾ |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, 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) | | | Expiration Date (Month/Day/Year) rised . 3, 4 | | Expiration Date Ar (Month/Day/Year) Se Un Dr Se | | | Expiration Date (Month/Day/Year) | | | Expiration Date Amo (Month/Day/Year) Secu Unde Deriv | | rlying ative rity (Instr. | 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) |
|---|---|--|---|---|---|--|--|---------------------|---|-------|--|-------------------------------------|--|--|---|--|---------------------------------|---|--|--|--|
| | | | | Code | v | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | | | | | | | |

Explanation of Responses:

1. Represents the surrender of shares to the Issuer to satisfy the reporting person's tax withholding obligation upon the vesting of the reporting person's March 4, 2016 grant of time-based restricted stock/units.

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 March 4, 2020.

Remarks:

/s/ Jennifer Ferrero (as

03/06/2020 Attorney-in-Fact for Mark E.

Mlotek)

** 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.