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

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Form 3 Holdings Reported.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 30(h) of th

Form 4	Transactions	Reported.	Filed	or Section 3								1934					
1. Name and Address of Reporting Person* BERGMAN STANLEY M				2. Issuer Name and Ticker or Trading Symbol HENRY SCHEIN INC [HSIC]						(Ch	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
(Last) C/O HEI 135 DUF	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/25/2021						_	X Director 10% Owner X Officer (give title Other (specify below) below) Chairman, CEO									
(Street) MELVILLE NY 11747				4. If Amendment, Date of Original Filed (Month/Day/Year)						Line	 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 						
(City)	(St	ate) ((Zip)														
		Table	e I - Non-Deriva	ative Secu	rities	s Acc	quire	ed, Dis	posed	of, o	r Be	eneficia	ally Own	ed			
1. Title of Security (Instr. 3)		Date	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)				Disposed	Securities Beneficial		6. Owne Form: (D) or	rship Direct	7. Nature of Indirect Beneficial Ownership	
				(Monthibay) re		»)		Amoun	t	(A) or (D)	Pric	ce	Issuer's Fiscal Indirect (I) (Inst			Instr. 4)	
Common per share	Common Stock, par value \$0.01 12/1 per share		12/16/2021		G			12,	279	9 D \$0.0		\$0.00 ⁽¹⁾) 574,963		I		By Spouse ⁽²⁾
Common per share	Stock, par	value \$0.01											284,080]	D	
Common per share	Common Stock, par value \$0.01 per share												9,3	396			oy 401(k) olan ⁽³⁾
		Та	ble II - Derivat. (e.g., pi	ive Securit uts, calls, v										d			
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 Deriv Secu Acqu (A) o Disp of (D	or osed) r. 3, 4	Expi	ate Exercisable and ration Date nth/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security (I 3 and 4)		t of ies ving ive y (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownersh Form: Direct (D or Indirec (I) (Instr.	Beneficial Ownership (Instr. 4)		
					(A)	(D)	Date Exer	cisable	Expiration of		Number						

Explanation of Responses:

1. Gift, not applicable.

2. Represents (i) 234,976 shares held by the Bergman Family 2010 Trust #2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary; (ii) 101 shares held by Mrs. Bergman and (iii) 339,886 shares held by the 2010 Bergman Family #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager. The amounts in the previous sentence reflect a transfer by the Bergman Family 2010 Trust #2 of 12,279 shares of common stock to Mrs. Bergman on December 16, 2021 and the subsequent gifting of those shares on December 16, 2021 by Mrs. Bergman. 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 February 2, 2022.

Remarks:

<u>/s/ Jennifer Ferrero (as</u>
Attorney-in-Fact for Stanley
<u>M. Bergman)</u>

02/03/2022

** 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.