

HENRY SCHEIN, INC.

1,059,011 SHARES OF COMMON STOCK

(\$0.01 Par Value)

This Prospectus Supplement supplements the Prospectus dated December 17, 1998 (the "Prospectus") relating to the proposed sales of up to 1,059,011 shares of the common stock, \$0.01 par value (the "Common Stock"), of Henry Schein, Inc. (the "Company"). Capitalized terms used herein and not otherwise defined have the meanings assigned in the Prospectus. Of the 1,059,011 Offered Shares originally Offered pursuant to the Prospectus, none have been sold.

The Selling Stockholder table is being amended so as to read, in its entirety as follows:

SELLING STOCKHOLDERS

The following table lists the names and business addresses of each Selling Stockholder, the number of shares of Common Stock beneficially owned by each Selling Stockholder as of December 30, 1998, and the number of Offered Shares being offered by each Stockholder. Except as noted below, each Selling Stockholder in the table has sole voting and investment power as to the Offered Shares shown as being owned by such person.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE
COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR PASSED
UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS.
ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The date of this Supplement is December 30, 1998

Name and Address -----	Number of Shares Beneficially Owned Prior to Offering -----		Number of Shares Offered -----	Number of Shares to be Beneficially Owned After Offering -----	
	Number -----	Percent -----		Number -----	Percent -----
Edward M. Meer (1) 1878 Pineridge Court Bloomfield Hills, MI 48302	961,481	2.5%	281,667	679,814	1.7%
Brian D. Meer (1) 3020 Middlebelt Road West Bloomfield, MI 48323	569,972	1.5%	200,000	369,972	*
Robert D. Meer (1) 15060 Burton Oak Park, MI 48237	359,831	*	130,000	229,831	*
Jeffrey A. Meer (1) 5453 Claridge West Bloomfield, MI 48322	7,901	*	7,901	0	0
Norma Handelsman (1) 1343 Forest Bay Drive Waterford, MI 48328	137,193	*	35,000	102,193	*
Herbert Handelsman (1) 1343 Forest Bay Drive Waterford, MI 48328	79,853	*	25,000	54,853	*
Tedd Handelsman (1) 24954 Arcadia Novi, MI 48374	170,951	*	115,000	55,951	*
Amy Molnar 3367 Fox Woods Court West Bloomfield, MI 48324	198,951	*	100,000	98,951	*
John Eric Handelsman 1343 Forest Bay Drive Waterford, MI 48328	14,859	*	14,859	0	0
Walter Weems (2) 6770 Oakhall Ln Suite 121 Columbia, Maryland 21045	121,000	*	108,901	12,099	*
Kerry B. Wolfe 20 North Wacker, Suite 3550 Chicago, Illinois 60606	7,350	*	7,350	0	0
Meer Family Foundation(3) 15060 Burton Oak Park, MI 48237	6,667	*	6,667	0	0
United Jewish Foundation 6735 Telegraph Road P.O. Box 2030 Bloomfield Hills, MI 48303-2030	21,666	*	21,666	0	0
Fidelity Investments Charitable Gift Fund 82 Devonshire Street, F1A Boston, MA 02109	5,000	*	5,000	0	0

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* Denotes less than 1%.

- (1) Represents shares which such shareholder holds in trust for his or her family members and/or charities for which such stockholder is trustee.
- (2) Represents shares which such shareholder holds through Columbia Medical, Inc.
- (3) Represents shares which such shareholder received as a gift from Robert D. Meer, Trustee of the Robert D. Meer Revocable Living Trust dated August 20, 1991, a selling stockholder.
- (4) Represents shares which such shareholder received as gifts of 3,333 shares and 18,333 shares from Robert D. Meer, Trustee of the Robert D. Meer Revocable Living Trust dated August 20, 1991 and Edward M. Meer, Trustee of the Edward M. Meer Revocable Living Trust dated November 17, 1972 (the "Trustee"), respectively. Both of the Trustees of the Trusts are selling Stockholders.
- (5) Represents shares which such shareholder received as a gift from Herbert B. Handelsman, Trustee of the Herbert B. Handelsman Revocable Living Trust dated December 18, 1993, a selling stockholder.

The Selling Shareholders intend to offer and sell the Offered Shares as described in the Prospectus under the caption "PLAN OF DISTRIBUTION".