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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 burde | en | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

| 1 | Nume and Address of Reporting relison | | 2. Issuer Name and Ticker or Trading Symbol HENRY SCHEIN INC [HSIC] | (Check | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|------------------------|---------------------------------------|----------|--|---------------------|--|----------------------|--|--|--|--|
| | | <u> </u> | | | Director | 10% Owner | | | | |
| | | | — x | Officer (give title | Other (specify | | | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | | below) | below) | | | | |
| C/O HENRY SCHEIN, INC. | | | 03/02/2009 | | President, COO | | | | | |
| | Č. | | | | | | | | | |
| 135 DURYEA | A ROAD | | | _ | | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | vidual or Joint/Group Fili | ng (Check Applicable | | | | |
| MELVILLE | NY | 11747 | | X | Form filed by One Re | porting Person | | | | |
| | | | — | | Form filed by More th Person | an One Reporting | | | | |
| (City) | (State) | (Zip) | | | | | | | | |

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

| Table 1 Hon Denvalue decunices Acquired, Disposed of, or Denenotary Owned | | | | | | | | | | |
|---|--|---|------------------------------|--|----------------------|---------------|---|---|---|----------------------|
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | Code V | | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock, par value \$0.01 per share (Restricted) | 03/02/2009 | | A | | 2,677(1) | A | \$0.00(1) | 27,166 | D | |
| Common Stock, par value \$0.01 per share (Restricted) | 03/02/2009 | | F | | 3,873 ⁽²⁾ | D | \$35.07 | 23,293 | D | |
| Common Stock, par value \$0.01 per share | | | | | | | | 100,004 | D | |
| Common Stock, par value \$0.01 per share | | | | | | | | 3,214 | I | By 401(k) Plan |

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. Transa Code (8) | | of Deriv Secu Acqu (A) or Dispo of (D) (Instr | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) 8. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | derivative Securities Beneficially Owned Following Reported Transaction(s) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|--|---|------------------------------|---|--|-----|---------------------|---|-------|--|--|---|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. Represents additional shares of the issuer's common stock issued under the Henry Schein, Inc. 1994 Stock Incentive Plan that vested on March 2, 2009 in connection with exceeding the performance target with respect to the reporting person's March 2, 2006 grant of performance-based restricted stock

2. 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 2, 2006 grant of performance-based restricted stock

Remarks:

/s/ James P. Breslawski

** Signature of Reporting Person

03/03/2009

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.