FORM 8-K

CURRENT REPORT PURSUANT SECURITIES EXCHANGE ACT OF 1934

Date of Report(Date of earliest event reported) March 2, 2004
HENRY SCHEIN, INC.
(Exact Name of Registrant as Specified in Its Charter)

DELAWARE
(State or Other Jurisdiction of Incorporation)

0-27078
(Commission File Number)

11-3136595
(IRS Employer Identification No.)

135 Duryea Road
Melville, New York
(Address of Principal Executive Offices)
11747
(Zip Code)
(631) 843-5500
(Registrant's Telephone Number, Including Area Code)

Item 7. Financial Statements, ProForma Financial Information and Exhibits.
(c) Exhibits
99.1 Press Release issued by Henry Schein, Inc. on March 2, 2004 reporting the financial results for the fourth quarter ended December 27, 2003 and fiscal year ended December 27, 2003.

Item 12. Results of Operations and Financial Condition.
On March 2, 2004, Henry Schein, Inc. issued a press release reporting the financial results for the fourth quarter ended December 27, 2003 and fiscal year ended December 27, 2003. The full text of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information provided in this Form 8-K, including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Henry Schein, Inc.
(Registrant)
By: /s/ Steven Paladino
--------------
Executive Vice President,
Chief Financial Officer and Director
(principal financial officer and accounting officer)

# HENRY SCHEIN REPORTS FOURTH QUARTER DILUTED EPS 

 OF \$0.79, UP $18 \%$ ON A COMPARABLE BASISNet sales increase $27 \%$ to $\$ 946.9$ million; internal sales growth of $18 \%$ in local currencies

MELVILLE, N.Y. - March 2, 2004 - Henry Schein, Inc. (Nasdaq NM: HSIC), the largest provider of healthcare products and services to office-based practitioners in the combined North American and European markets, today reported financial results for the quarter and year ended December 27, 2003.

Net sales for the fourth quarter of 2003 were a record $\$ 946.9$ million, an increase of $26.7 \%$ from the fourth quarter of 2002. In local currencies, net sales increased $22.9 \%$ including 18.0\% internal growth.

Dental sales increased $16.8 \%$, or $15.6 \%$ in local currencies (11.6\% internal growth). In local currencies, Dental consumable merchandise sales increased $12.7 \%$ ( $7.4 \%$ internal growth) and Dental equipment sales were up $23.8 \%$, all internally generated.

Medical sales increased $34.7 \%$ (29.8\% internal growth), International sales improved $38.3 \%$ or $18.0 \%$ in local currencies ( $10.0 \%$ internal growth), and Technology and Value-Added Services sales grew 4.0\%.

Net income for the fourth quarter of 2003 was $\$ 35.5$ million or $\$ 0.79$ per diluted share. Both net income and diluted EPS were up approximately 15\%, or approximately $18 \%$ on a comparable basis. (See Exhibit B for details.)
"Excellent growth in sales and earnings during the fourth quarter concludes a year of outstanding financial performance, marking the 14 th consecutive quarter of net income and EPS growth in the high teens to $20 \%$ range on a comparable basis," said Stanley M. Bergman, Chairman, Chief Executive Officer and President of Henry Schein. "I am extremely pleased to report market share gains in our Dental, Medical and International Business Groups, with internal sales growth at a multiple of estimated market growth rates. This internal growth was complemented by our strategic acquisitions of Damer \& Cartwright Pharmaceutical and American Medical Services, both completed in the fourth

- more -
quarter of 2003, which provide us entree into the high-growth specialty and oncology pharmaceutical distribution markets. Also, our strategic acquisitions of Colonial Surgical and Hager Dental, completed in mid-year 2003, expand our market share in the important glove product category and strengthen our European operations specifically in the German equipment full service sector, respectively," continued Mr. Bergman.

Operating margin for the fourth quarter reflects a change in product sales mix in our Technology and Value Added Services group and the injectable pharmaceutical component of our Medical group, as well as strategic investments in expanding our European technology and infrastructure. "Our increasing presence in the injectable pharmaceutical marketplace expands our product offerings and brings additional benefits in sales of companion products" commented Mr. Bergman, "while the European investments will facilitate the continued success of our International strategy."

For the full year 2003, net sales were $\$ 3.35$ billion, an increase of $18.7 \%$ from 2002. In local currencies, net sales increased $15.4 \%$ including $13.0 \%$ internal growth. Highlighting the full year sales growth were local currency internal sales growth of $8 \%$ for our Dental Group (including $5 \%$ growth in merchandise and $17 \%$ growth in equipment sales and service revenue) and $21 \%$ internal growth for our Medical Group. "Sales at our Dental and Medical Groups were bolstered by a growing number of field sales consultants, a continued commitment to education and sales training, and our investments in technology. Medical Group sales were further impacted by our growing presence in the injectable pharmaceutical distribution marketplace," said Mr. Bergman.

For the year, International local currency internal sales growth of $7 \%$ was highlighted by particular strength in France, Spain, and Austria. "Including completed and announced acquisitions, our International Group is becoming increasingly important to our company as our global presence continues to expand. We continue to expect a mid-year closing for the acquisition of the demedis/EDH Group, which we announced in early January." Mr. Bergman added.

Net income from continuing operations for the full year 2003 was \$139.5 million, up $18.3 \%$ ( $19.5 \%$ on a comparable basis) compared with 2002. Diluted EPS for 2003 was \$3.10, up $17.9 \%$ ( $19.3 \%$ on a comparable basis) over the prior year.
"This past year also marked a strengthening of our board of directors with the appointments of Dr. Margaret Hamburg and Dr. Louis Sullivan, both leaders in the healthcare field. We look forward to benefiting from their valuable insight and contributions," Mr. Bergman concluded.

The Company reported that under a repurchase program of up to two million shares of common stock announced on March 12, 2003, during the fourth quarter

51,500 shares were repurchased at an average price of $\$ 67.85$ per share. The impact of this share repurchase on fourth quarter diluted EPS was not significant. Through the close of the fourth quarter, the Company has repurchased 1,335,000 shares under this initiative.

2
-more-

Henry Schein confirmed 2004 financial guidance as previously announced on January 8, 2004. Assuming the acquisition of the demedis/EDH Group closes by the end of the second quarter of 2004, Henry Schein expects full-year 2004 earnings per diluted share of $\$ 3.57$ to $\$ 3.63$. This represents growth of $15 \%$ to $17 \%$ compared with 2003 results. The Company noted that this 2004 EPS guidance is for current operations and the acquisition of the demedis/EDH Group, and does not include the impact of other potential future acquisitions.

Fourth Quarter Conference Call Webcast
The Company will hold a conference call to discuss fourth quarter financial results today, beginning at 10 a.m. Eastern Time. Individual investors are invited to listen to the conference call over the Internet through Henry Schein's Web site at www. henryschein.com. In addition, a replay will be available beginning shortly after the call has ended.

About Henry Schein
Henry Schein, Inc. is the largest distributor of healthcare products and services to office-based practitioners in the combined North American and European markets. Recognized for its excellent customer service and low prices, the Company's four business groups--Dental, Medical, International and Technology--serve more than 425,000 customers worldwide, including dental practices and laboratories, physician practices and veterinary clinics, as well as government and other institutions. The Company's sales reached a record $\$ 3.4$ billion in 2003.

The Company operates through a centralized and automated distribution network, which provides customers in more than 125 countries with a comprehensive selection of over 90,000 national and Henry Schein private-brand products.

Henry Schein also offers a wide range of innovative value-added practice solutions, including such leading practice management software systems as DENTRIX(R) and Easy Dental(R) for dental practices, and AVImark(R) for veterinary clinics, which are installed in over 50,000 practices; and ArubA(R), Henry Schein's electronic catalog and ordering system.

Headquartered in Melville, N.Y., Henry Schein employs nearly 8,000 people in 16 countries. For more information, visit the Henry Schein Web site at www. henryschein.com.

Certain information contained herein includes information that is forward-looking. The matters referred to in forward-looking statements may be affected by the risks and uncertainties involved in the Company's business. These forward-looking statements are qualified in their entirety by the cautionary statements contained in the Company's Securities and Exchange Commission filings.

HENRY SCHEIN, INC. CONSOLIDATED STATEMENTS OF INCOME (in thousands, except per share data)
Three Months Ended
December 27,
2003

Net sales
Cost of sales
Gross profit
Operating expenses:
Selling, general and administrative
Merger, integration and restructuring costs
Operating income
Other income (expense) (1):
Interest income
Interest expense
Other, net
Income before taxes, minority interest, equity in earnings of affiliates and loss on sale of discontinued operation
Taxes on income from continuing operations
693,176
------
253,748
$\$ \quad 747,403$
539,757
------
$-207,646$

| 194,664 | 157,849 |
| :---: | ---: |
| -- | $(734)$ |
| ---------- |  |
| 59,084 | 50,531 |
| 2,236 | 2,990 |
| $(4,171)$ | $(3,978)$ |
| 367 | $(77)$ |



Net income from continuing operations per
common share:
Diluted

| $\$$ | 0.81 |
| :--- | ---: |
| ========= |  |
| \$ | 0.79 |
| ========== |  |


| \$ | 0.70 |
| :--- | ---: |
| $=========$ |  |
| \$ | 0.69 |
| ========== |  |

Loss on sale of discontinued operation, net of tax per common share:
Basic

| \$ | -- |
| :--- | :--- |
| $==========$ |  |
| \$ | -- |
| $=========$ |  |

\$

| \$ | -- |
| :---: | :---: |

Net income per common share:
Basic

| $\$$ | 0.81 |
| :--- | ---: |
| $==========$ |  |
| \$ | 0.79 |
| $=========$ |  |


| $\$$ | 0.70 |
| :--- | ---: |
| $=========$ |  |
| \$ | 0.69 |
| ========= |  |

43,717
==========

45,045 $\quad$| 43,956 |
| ---: |
| =========================== |

| \$ | 3.19 |
| :--- | ---: |
| $=========$ |  |
| \$ | 3.10 |


| $\$$ | 2.71 |
| :--- | ---: |
| $==========$ |  |
| $\$$ | 2.63 |
| $=========$ |  |


| $\$$ | $(0.04)$ |
| :--- | :--- |
| $==========$ |  |
| $\$$ | $(0.04)$ |
| $==========$ |  |


| $\$$ | 3.15 |
| :--- | ---: |
| $==========$ |  |
| $\$$ | 3.06 |

===========
\$ 2.63

| 43,709 | 43,489 <br> $=================$ <br> 44,988 |
| ---: | ---: |
| ====================== |  |

(1) Reflects elimination of intercompany interest income and interest expense for the three months and twelve months ended December 27, 2003 that was not eliminated in our press release issued March 2, 2004. This elimination had no effect on any other item on the consolidated statements of income including net income or earnings per share.

## HENRY SCHEIN, INC.

## CONSOLIDATED BALANCE SHEETS

(in thousands, except share and per share data)

|  |  | $\begin{aligned} & \text { cember 27, } \\ & 2003 \end{aligned}$ | $\begin{gathered} \text { December } 28, \\ 2002 \end{gathered}$ |  |
| :---: | :---: | :---: | :---: | :---: |
| ASSETS |  |  |  |  |
| Current assets: |  |  |  |  |
| Cash and cash equivalents | \$ | 157,351 | \$ | 200,651 |
| Marketable securities |  | 3,012 |  | 31,209 |
| Accounts receivable, net of reserves of \$43,203 and \$36,200 |  | 467,085 |  | 368,263 |
| Inventories, net |  | 385,846 |  | 323,080 |
| Deferred income taxes |  | 30,559 |  | 29,919 |
| Prepaid expenses and other |  | 112,631 |  | 74,407 |
| Total current assets |  | 1,156,484 |  | 1,027,529 |
| Property and equipment, net |  | 154,205 |  | 142,532 |
| Goodwill |  | 398,888 |  | 302,687 |
| Other intangibles, net |  | 37,551 |  | 7,661 |
| Investments and other |  | 72,242 |  | 77,643 |
| Total assets |  | 1,819,370 |  | 1,558, 052 |
| LIABILITIES AND STOCKHOLDERS' EQUITY |  |  |  |  |
| Current liabilities: |  |  |  |  |
| Accounts payable | \$ | 278,163 | \$ | 243,166 |
| Bank credit lines |  | 6,059 |  | 4,790 |
| Current maturities of long-term debt |  | 3,253 |  | 2,662 |
| Accruals: |  |  |  |  |
| Payroll and related expenses |  | 68,214 |  | 53,954 |
| Taxes |  | 45,969 |  | 32,196 |
| Other expenses |  | 117,530 |  | 86,562 |
| Total current liabilities |  | 519,188 |  | 423,330 |
| Long-term debt |  | 247,100 |  | 242,561 |
| Other liabilities |  | 37,432 |  | 24,196 |
| Minority interest |  | 11,532 |  | 6,748 |
| Commitments and contingencies |  |  |  |  |
| Stockholders' equity: |  |  |  |  |
| Preferred stock, \$.01 par value, 1,000,000 authorized, none outstanding |  | -- |  | -- |
| Common stock, \$.01 par value, 120,000,000 authorized, $43,761,973$ and 44,041,591 outstanding .......... |  | 438 |  | 440 |
| Additional paid-in capital |  | 445,118 |  | 436,554 |
| Retained earnings |  | 533,654 |  | 430,389 |
| Treasury stock, at cost, 0 and 62,479 shares |  | -- |  | $(1,156)$ |
| Accumulated other comprehensive income (loss) |  | 24,999 |  | $(4,794)$ |
| Deferred compensation ....................... |  | (91) |  | (216) |
| Total stockholders' equity |  | 1,004,118 |  | 861,217 |
| Total liabilities and stockholders' equity |  | 1,819,370 |  | 1,558, 052 |

NOTE: Certain prior period amounts have been reclassified to conform with the current period presentation.

HENRY SCHEIN, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS (in thousands)


NOTE: Certain prior period amounts have been reclassified to conform with the current period presentation.

6

- more -

HENRY SCHEIN, INC.
2003 Fourth Quarter and Full Year Details of "Comparable Basis" Growth Comparison

## Net Sales by Category

(in thousands)
(unaudited)

| Fourth Quarter | \% | Full Year |  | \% |
| :---: | :---: | :---: | :---: | :---: |
| 2003 | 2002 | Growth | 2003 | 2002 |

Net Sales As Reported

| Dental | \$ | 379,494 | \$ | 324,991 | 16.8\% | \$1,364, 812 | \$1,227,273 | 11.2\% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Medical |  | 380,175 |  | 282,322 | 34.7\% | 1,338, 084 | 1,093,956 | 22.3\% |
| International |  | 167,447 |  | 121, 043 | 38.3\% | 576,628 | 437, 046 | 31.9\% |
| Technology |  | 19,808 |  | 19,047 | 4.0\% | 74,281 | 66,726 | 11.3\% |
| Total |  | 946,924 |  | 747,403 | 26.7\% | \$3,353, 805 | \$2,825, 001 | 18.7\% |

Add: Technology Sales Methodology (1)

## Dental

| -- | -- | - | $\$$ |
| :--- | :--- | :--- | ---: |
| -- | -- | - | 1,449 |
| -- | -- | - | -- |
| -- | -- | 2,031 |  |
| -- | - | ---------7 |  |

Net Sales Comparable Basis

| Dental | \$ | 379,494 | \$ | 324,991 | 16.8\% | \$1,364, 812 | \$1,228,722 | 11.1\% |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Medical |  | 380,175 |  | 282,322 | 34.7\% | 1,338, 084 | 1,093,956 | 22.3\% |
| International |  | 167,447 |  | 121,043 | 38.3\% | 576,628 | 437,046 | 31.9\% |
| Technology |  | 19,808 |  | 19,047 | 4.0\% | 74,281 | 68,757 | 8.0\% |
| Total | \$ | 946,924 | \$ | 747,403 | 26.7\% | \$3,353, 805 | \$2,828,481 | 18.6\% |

(1) As part of the Company's Dental marketing initiative, MarketOne, effective at the beginning of the third quarter of 2002, certain technology and equipment products are being sold directly to end-user customers rather than through resellers. This had no impact on net income since the increase in net sales was directly offset by an increase in commission expense.

HENRY SCHEIN, INC.
2003 Fourth Quarter and Full Year
Details of "Comparable Basis" Growth Comparison
Income Statement Summary
(in thousands, except per share data)
(unaudited)

|  | Fourth Quarter |  |  |  | \% | Full Year |  |  |  | \% Growth |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | 2003 |  | 2002 | Growth |  | 2003 | 200 |  |  |  |
| As Reported |  |  |  |  |  |  |  |  |  |  |  |
| Net Sales | \$ | 946,924 | \$ | 747,403 | 26.7\% |  | , 353, 805 |  | 2,825,001 | 18.7\% |  |
| Operating Income |  | 59,084 |  | 50,531 | 16.9\% |  | 233,719 |  | 197,003 | 18.6\% |  |
| Margin |  | 6.2\% |  | 6.8\% | -52 bp |  | 7.0\% |  | 7.0\% | 0 | bp |
| Net Income from Continuing Operations | \$ | 35,542 | \$ | 30,963 | 14.8\% | \$ | 139,522 | \$ | 117,987 | 18.3\% |  |
| Diluted EPS from Continuing Operations |  | 0.79 |  | 0.69 | 14.5\% |  | 3.10 |  | 2.63 | 17.9\% |  |
| Net Income |  | 35,542 |  | 30,963 | 14.8\% |  | 137,510 |  | 117,987 | 16.5\% |  |
| Diluted EPS |  | 0.79 |  | 0.69 | 14.5\% |  | 3.06 |  | 2.63 | 16.3\% |  |

Add: Technology Sales Methodology (1)
Net Sales

| -- | - | -- | $\$$ | 3,480 |
| :--- | :--- | :--- | :---: | :---: |
| -- | - | -- | -- |  |
| -- | - | - | -- |  |
| -- | - | - | -- |  |
| -- | - | - | -- |  |

Net Income from Continuing Operations
Diluted EPS from Continuing Operations Net Income
Diluted EPS

|  |  |  |  |  |
| :--- | :--- | :--- | :--- | :--- |
|  | - |  | - |  |
| -- | - | - | - |  |
| -- | - | $\$$ | $(454)$ | $\$$ |
| -- | - | $(0.01)$ | $(890)$ |  |
| - | - | $(454)$ | $(0.02)$ |  |
| - | - | $(0.01)$ | $(0.02)$ |  |

Subtract: Gains on Real Estate Transactions (2)
Net Sales
Operating Income
Net Income from Continuing Operations
Diluted EPS from Continuing Operations Net Income
Diluted EPS
1)

|  |  |  |
| :--- | :--- | :--- |
| -- | -- |  |
| -- | $\$$ | $(734)$ |
| -- |  | $(734)$ |
| -- | $(0.02)$ |  |
| -- | $(734)$ |  |
| -- | $(0.02)$ |  |


| -- |  | -- |
| :--- | :--- | :--- |
| -- | $\$$ | $(734)$ |
| -- |  | $(734)$ |
| -- |  | $(0.02)$ |
| -- |  | $(734)$ |
| -- |  | $(0.02)$ |

Subtract: Restructuring Accrual Reversal (3)
Net Sales
Operating Income
Net Income from Continuing Operations
Diluted EPS from Continuing Operations
Net Income
$\begin{array}{ll}-- & (734) \\ -- & (0.02)\end{array}$
(0.02)

Comparable Basis

| Net Sales | \$ | 946,924 | \$ | 747,403 | 26.7\% |  | \$3, 353, 805 |  | \$2, 828, 481 |  | 18.6\% |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Operating Income |  | 59, 084 |  | 49,797 | 18.6\% |  |  | 233,719 | $196,269$ |  | 19.1\% |  |
| Margin |  | 6. $2 \%$ |  | 6.7\% |  | bp |  | 7.0\% |  | 6.9\% | 3 | bp |
| Net Income from Continuing Operations | \$ | 35,542 | \$ | 30,229 | 17.6\% |  | \$ | 139,068 | \$ | 116,363 | 19.5\% |  |
| Diluted EPS from Continuing Operations |  | 0.79 |  | 0.67 | 17.9\% |  |  | 3.09 |  | 2.59 | 19.3\% |  |
| Net Income |  | 35,542 |  | 30,229 | 17.6\% |  |  | 137,056 |  | 116,363 | 17.8\% |  |
| Diluted EPS |  | 0.79 |  | 0.67 | 17.9\% |  |  | 3.05 |  | 2.59 | 17.8\% |  |

(1) As part of the Company's Dental marketing initiative, MarketOne, effective at the beginning of the third quarter of 2002, certain technology and equipment products are being sold directly to end-user customers rather than through resellers. This had no impact on net income since the increase in net sales was directly offset by an increase in commission expense.
(2) In the third quarter of 2002, there was a $\$ 1.4$ million pre-tax ( $\$ 890$ thousand after-tax) gain primarily related to the settlement of a real estate transaction. In the first quarter of 2003, there was a $\$ 726$ thousand pre-tax (\$454 thousand after-tax) gain also related to a real estate transaction. Both gains were included in the "Other, net" line on the income statements.
(3) In the fourth quarter of 2002, we recorded a net credit related to a reversal of previously accrued merger, integration and restructuring costs.

