SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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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 APP	ROVAL
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1. Name and Address of Reporting Person [*]			2. Issuer Name and Ticker or Trading Symbol HENRY SCHEIN INC [HSIC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
BERGMAN STANLEY M		<u>vi</u>	L J	X	Director	10% Owner			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)	Other (specify below)			
C/O HENRY SCHEIN, INC.			12/14/2021		Chairman,	CEO			
135 DURYEA	ROAD								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Fili	ng (Check Applicable			
MELVILLE	NY	11747		X	Form filed by One Re	porting Person			
·					Form filed by More the Person	an 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)	3. Transa Code (8)		4. Securities Disposed Of	Acquire (D) (Inst	d (A) or r. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount (A) or Price		Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock, par value \$0.01 per share	03/05/2021		G	v	880	D	(1)	623,969	Ι	By Spouse ⁽²⁾
Common Stock, par value \$0.01 per share	05/18/2021		G	v	690	D	(1)	295,346	D	
Common Stock, par value \$0.01 per share	05/20/2021		G	v	8,490	D	(1)	286,856	D	
Common Stock, par value \$0.01 per share	05/21/2021		G	v	4,659	D	(1)	619,310	Ι	By Spouse ⁽³⁾
Common Stock, par value \$0.01 per share	05/24/2021		G	v	310	D	(1)	619,000	I	By Spouse ⁽⁴⁾
Common Stock, par value \$0.01 per share	05/25/2021		G	v	372	D	(1)	618,628	I	By Spouse ⁽⁵⁾
Common Stock, par value \$0.01 per share	05/28/2021		G	v	310	D	(1)	286,546	D	
Common Stock, par value \$0.01 per share	06/15/2021		G	v	975	D	(1)	285,571	D	
Common Stock, par value \$0.01 per share	08/16/2021		G	v	718	D	(1)	284,853	D	
Common Stock, par value \$0.01 per share	09/13/2021		G	v	400	D	(1)	284,453	D	
Common Stock, par value \$0.01 per share	09/13/2021		G	v	373	D	(1)	618,255	I	By Spouse ⁽⁶⁾
Common Stock, par value \$0.01 per share	11/09/2021		G	v	373	D	(1)	617,882	I	By Spouse ⁽⁷⁾
Common Stock, par value \$0.01 per share	11/09/2021		G	v	373	D	(1)	284,080	D	
Common Stock, par value \$0.01 per share	11/26/2021		G	v	384	D	(1)	617,498	I	By Spouse ⁽⁸⁾
Common Stock, par value \$0.01 per share	12/13/2021		G	v	256	D	(1)	617,242	I	By Spouse ⁽⁹⁾
Common Stock, par value \$0.01 per share ⁽¹⁰⁾	12/14/2021		s		26,799	D	\$75.353(11)	590,443	Ι	By Spouse ⁽¹²⁾
Common Stock, par value \$0.01 per share ⁽¹⁰⁾	12/14/2021		s		3,201	D	\$ 76.084 ⁽¹³⁾	587,242	I	By Spouse ⁽¹⁴⁾
Common Stock, par value \$0.01 per share								9,366	Ι	by 401(k) plan ⁽¹⁵⁾

	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)		Transaction of Code (Instr. Derivative				7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Gift, not applicable.

2. Represents (i) 283,895 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) 188 shares held by Mrs. Bergman 2. Achievents (1) 200,005 sheld by the Dergman rammy 2000 masters, or which Marion Dergman, Stanley M. Bergmans wite, is a manager.

3. Represents (i) 277,895 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) 1,529 shares held by Mrs. Bergman and (iii) 339,886 shares held by the Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager. The amounts in the previous sentence reflect the transfer by the Bergman Family Trust #2 of 6,000 shares of Common Stock to Mrs. Bergman on May 20, 2021 and the subsequent gifting of 4,659 of those shares by Mrs. Bergman on May 21, 2021. 4. Represents (i) 277,895 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) 1,219 shares held by Mrs.

Bergman and (iii) 339,886 shares held by the Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager.

5. Represents (i) 277,895 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) 847 shares held by Mrs. Bergman and (iii) 339,886 shares held by the Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager.

6. Represents (i) 277,895 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) 474 shares held by Mrs. Bergman and (iii) 339,886 shares held by the Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager.

7. Represents (i) 277,895 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 Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager.

8. Represents (i) 277,511 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 Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager. The amounts in the previous sentence reflect the transfer by the Bergman Family Trust #2 of 384 shares of Common Stock to Mrs. Bergman on November 24, 2021 and the subsequent gifting of those 384 shares by Mrs. Bergman on November 26, 2021.

9. Represents (i) 277,255 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 Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager. The amounts in the previous sentence reflect the transfer by the Bergman Family 2010 Trust #2 of 256 shares of Common Stock to Mrs. Bergman on December 13, 2021 and the subsequent gifting of those 256 shares by Mrs. Bergman on December 13, 2021.

10. The sales transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 sales plan of the Bergman Family 2010 Trust #2 dated November 9, 2021.

11. The price reflects a weighted average of sales made at prices ranging from \$75.00 to \$75.95 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

12. Represents (i) 250,456 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 Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager.

13. The price reflects a weighted average of sales made at prices ranging from \$76.00 to \$76.16 per share. The Reporting Person, upon request by the Securities and Exchange Commission staff, the Issuer, or a security holder of the Issuer, will provide full information regarding the number of shares sold at each separate price for this transaction.

14. Represents (i) 247,255 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 Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager.

15. 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 December 14, 2021.

Remarks:

/s/ Jennifer Ferrero (as Attorney-in-Fact for Stanley 12/15/2021 M. Bergman) Date

** Signature of Reporting Person

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.

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