

BERGMAN STANLEY M  
Form 4  
March 05, 2008

**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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BERGMAN STANLEY M

(Last) (First) (Middle)

C/O HENRY SCHEIN, INC., 135  
DURYEA ROAD

(Street)

MELVILLE, NY 11747

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
HENRY SCHEIN INC [HSIC]

3. Date of Earliest Transaction  
(Month/Day/Year)

03/03/2008

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

Chairman, CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3)                                    | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--------------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock, par<br>value \$0.01<br>per share<br>(Restricted)<br>(1) | 03/03/2008                              |                                                             | A                                    | 10,018                                                                     | A \$ 0 30,591                                                                                                      | D                                                                    |                                                                   |
| Common<br>Stock, par<br>value \$0.01<br>per share                        | 02/11/2008                              |                                                             | G                                    | 342                                                                        | D \$ 0<br>(2) 1,271                                                                                                | I                                                                    | By Spouse                                                         |
| Common<br>Stock, par                                                     | 01/22/2008                              |                                                             | G                                    | 328                                                                        | D \$ 0<br>(2) 943                                                                                                  | I                                                                    | By Spouse                                                         |

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value \$0.01  
per share

Common  
Stock, par  
value \$0.01  
per share

104 D

Common  
Stock, par  
value \$0.01  
per share

1,066,413 I

By  
Trustees  
(3)

Common  
Stock, par  
value \$0.01  
per share

5,392 I

By  
Trustee (4)

Common  
Stock, par  
value \$0.01  
per share

3,993 I

401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of Shares |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------------|
| Stock<br>Option<br>(Right to<br>Buy) (1)            | \$ 59.89                                                           | 03/03/2008                              |                                                             | A                                    | 46,012                                                                                                       | (5) 03/03/2018                                                 | Common<br>Stock, par<br>value \$0.01 per<br>share                   | 46,012                                 |

## Reporting Owners

| Reporting Owner Name / Address                                                       | Relationships |           |               |       |
|--------------------------------------------------------------------------------------|---------------|-----------|---------------|-------|
|                                                                                      | Director      | 10% Owner | Officer       | Other |
| BERGMAN STANLEY M<br>C/O HENRY SCHEIN, INC.<br>135 DURYEA ROAD<br>MELVILLE, NY 11747 | X             |           | Chairman, CEO |       |

## Signatures

/s/ Stanley M.  
Bergman

03/05/2008

Signature of Reporting  
Person

Date

## Explanation of Responses:

- \* 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).
- (1) Acquired pursuant to the Issuer's 1994 Stock Incentive Plan.
- (2) Gift, not applicable.
- (3) Represents shares held by Stanley M. Bergman's wife and Lawrence O. Sneag as co-trustees of the Stanley M. Bergman Continuing Trust dated September 15, 1994.
- (4) Represents shares held by Mr. Bergman's sons as trustees of a trust for the benefit of a third party, wherein Stanley M. Bergman is the grantor. Mr. Bergman disclaims beneficial ownership with respect to these shares, except to the extent of his pecuniary interest.
- (5) The option vests in four equal installments on each of March 3, 2009, March 3, 2010 and March 3, 2011 and March 3, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.