BERGMAN STANLEY M

Form 4

March 06, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

. 31	,									
1. Name and Address of Reporting Person * BERGMAN STANLEY M			Symbol	3			5. Relationship of Reporting Person(s) to Issuer			
				HENRY SCHEIN INC [HSIC]			(Check all applicable)			
(Last)	(First)	(Midd	le) 3. Date of I	Earliest Trai	nsaction					
			(Month/Da	y/Year)		_X_ Director	10%	Owner		
C/O HENR	Y SCHEIN, II	NC., 13	5 03/05/200	03/05/2007			e titleOthe	er (specify		
DURYEA ROAD							below) nairman, CEO			
						Ci	iairiiaii, CLO			
(Street)			4. If Amen	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Month	n/Day/Year)		Applicable Line)				
						X Form filed by 0	1 0			
MELVILLE	E, NY 11747					Form filed by M Person	Aore than One Re	porting		
(City)	(State)	(Zip)) Table	I - Non-De	rivative Securities Acq	uired, Disposed o	f, or Beneficial	ly Owne		
1.Title of	2. Transaction	n Date 2	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6.	7. Natu		
Security	(Month/Day/	Year) l	Execution Date, if	Transactio	on(A) or Disposed of	Securities	Ownership	Indirect		
(Instr. 3)		8	any	Code	(D)	Beneficially	Form: Direct	Benefic		

(City)	(State) (Zi	Table 1	I - Non-Dei	rivative Sec	curities	s Acqu	ired, Disposed of	, or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securiti on(A) or Dis (D) (Instr. 3, 4)	posed of and 5) (A) or	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 (Restricted Stock) (1)	03/05/2007		A			\$ 0	20,573	D	
Common Stock, par value \$0.01							7,875	D	
Common Stock, par value \$0.01							1,174,344	I	By Trustees

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Common Stock, par value \$0.01	4,595	I	By Trustees
Common Stock, par	3,918	Ī	401(k)
value \$0.01	3,710	1	401(K)

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

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SEC 1474

(9-02)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transaction Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ative Expiration Date ties (Month/Day/Year) red (A) posed of 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to buy) (1)	\$ 51.23	03/05/2007		A	37,518	<u>(4)</u>	03/05/2017	Common Stock, par value \$0.01	37,518

Reporting Owners

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

Signatures

Person

/s/ Stanley M. Bergman	03/06/2007
**Signature of Reporting	Date

Reporting Owners 2

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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) 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.
- (3) 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.
- (4) Pursuant to the terms of the stock option agreement between the Issuer and the Reporting Person, the option becomes exercisable in four (4) equal annual installments beginning on the first (1st) anniversary of the grant date specified in Column 3.

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.