

BERGMAN STANLEY M
Form 5
February 08, 2010

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, CEO

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/26/2009

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

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

MELVILLE, NY 11747

(City) (State) (Zip)

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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock, par value \$0.01 per share	05/05/2009	^	G	900 D \$ 0 (1)	68,264	D	^
Common Stock, par value \$0.01 per share	05/21/2009	^	G	422 D \$ 0 (1)	67,842	D	^
	08/21/2009	^	G	400 D	67,442	D	^

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Common Stock, par value \$0.01 per share						\$ 0 (1)			
Common Stock, par value \$0.01 per share	09/18/2009	Â	G	400	D	\$ 0 (1)	67,042	D	Â
Common Stock, par value \$0.01 per share	10/19/2009	Â	G	900	D	\$ 0 (1)	66,142	D	Â
Common Stock, par value \$0.01 per share	11/19/2009	Â	G	400	D	\$ 0 (1)	65,742	D	Â
Common Stock, par value \$0.01 per share	11/23/2009	Â	G	800	D	\$ 0 (1)	64,942	D	Â
Common Stock, par value \$0.01 per share	12/01/2009	Â	G	1,005	D	\$ 0 (1)	63,937	D	Â
Common Stock, par value \$0.01 per share	12/10/2009	Â	G	1,025	D	\$ 0 (1)	62,912	D	Â
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	4,817	I	By Trustees (2)
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	423	I	By Spouse
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	1,056,461	I	By Trustees (3)
Common Stock, par value \$0.01 per share	Â	Â	Â	Â	Â	Â	4,199	I	By 401(k) plan

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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

Signatures

/s/ Stanley M. Bergman 02/05/2010

**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) Gift, not applicable.

(2) Represents shares held by Mr. Bergman's sons as trustees of a trust (the "Trust") for the benefit of a third party, wherein Mr. Bergman is the grantor. Mr. Bergman disclaims beneficial ownership with respect to these shares, except to the extent of his pecuniary interest. On December 7, 2009, the Trust sold 1,600 shares of common stock of the issuer. On December 10, 2009, the Trust acquired 1,025 shares of common stock of the issuer.

(3) Represents shares held by Mr. Bergman's wife and Lawrence O. Sneag as co-trustees of the Stanley M. Bergman Continuing Trust dated September 15, 1994.

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