

HENRY SCHEIN INC  
Form 8-K  
May 13, 2014

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 12, 2014**

**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**  
**(I.R.S. Employer**  
**Identification No.)**

**135 Duryea Road, Melville, New York**  
**(Address of principal executive offices)**

**11747**  
**(Zip Code)**

**Registrant's telephone number, including area code: (631) 843-5500**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 12, 2014, Karyn Mashima notified Henry Schein, Inc. (the Company) of her intent not to stand for reelection to the board of directors (the Board) of the Company at its 2014 Annual Meeting of Stockholders (the Annual Meeting). Ms. Mashima will continue to serve as a director and a member of the Strategic Advisory Committee until May 28, 2014 (the date of the Annual Meeting).

The Board's Nominating and Governance Committee has not recommended and the Board does not intend to nominate a replacement to Ms. Mashima to stand for election as a director at the Annual Meeting, but the Board intends to fill the vacancy in due course.

**SIGNATURE**

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 hereunto duly authorized.

**HENRY SCHEIN, INC.**

(Registrant)

Date: May 13, 2014

By: /s/ Steven Paladino  
Steven Paladino  
Executive Vice President and Chief Financial  
Officer