

MLOTEK MARK E
Form 4
May 12, 2005

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MLOTEK MARK E

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O HENRY SCHEIN, INC., 135
DURYEA ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
05/11/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Senior VP of Corp. Bus. Devel.

(Street)
MELVILLE, NY 11747

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

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 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 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)
			Code	V	Amount	(D)	Price
Common Stock, par value \$0.01 per share	05/11/2005		M		4,364	A	\$ 12.28
Common Stock, par value \$0.01 per share	05/11/2005		M		10,396	A	\$ 14.3125
Common Stock, par value \$0.01 per share	05/11/2005		S		2,400	D	\$ 39.9

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value \$0.01 per share							
Common Stock, par value \$0.01 per share	05/11/2005	S	1,737	D	\$ 39.91	10,623	D
Common Stock, par value \$0.01 per share	05/11/2005	S	1,200	D	\$ 39.92	9,423	D
Common Stock, par value \$0.01 per share	05/11/2005	S	200	D	\$ 39.93	9,223	D
Common Stock, par value \$0.01 per share	05/11/2005	S	63	D	\$ 39.9328	9,160	D
Common Stock, par value \$0.01 per share	05/11/2005	S	600	D	\$ 39.96	8,560	D
Common Stock, par value \$0.01 per share	05/11/2005	S	400	D	\$ 39.97	8,160	D
Common Stock, par value \$0.01 per share	05/11/2005	S	200	D	\$ 39.98	7,960	D
Common Stock, par value \$0.01 per share	05/11/2005	S	100	D	\$ 40	7,860	D
Common Stock, par value	05/11/2005	S	800	D	\$ 40.04	7,060	D

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\$0.01 per share							
Common Stock, par value	05/11/2005	S	700	D	\$ 40.05	6,360	D
\$0.01 per share							
Common Stock, par value	05/11/2005	S	1,000	D	\$ 40.06	5,360	D
\$0.01 per share							
Common Stock, par value	05/11/2005	S	400	D	\$ 40.07	4,960	D
\$0.01 per share							
Common Stock, par value	05/11/2005	S	800	D	\$ 40.1	4,160	D
\$0.01 per share							
Common Stock, par value	05/11/2005	S	1,350	D	\$ 40.12	2,810	D
\$0.01 per share							
Common Stock, par value	05/11/2005	S	600	D	\$ 40.13	2,210	D
\$0.01 per share							
Common Stock, par value	05/11/2005	S	200	D	\$ 40.16	2,010	D
\$0.01 per share							
Common Stock, par value	05/11/2005	S	300	D	\$ 40.17	1,710	D
\$0.01 per share							
Common Stock, par value	05/11/2005	S	450	D	\$ 40.21	1,260	D
\$0.01 per							

share

Common Stock, par value 05/11/2005 S 400 D \$ 40.28 860 D
\$0.01 per share

Common Stock, par value 05/11/2005 S 360 D \$ 40.3 500 D
\$0.01 per share

Common Stock, par value 05/11/2005 S 200 D \$ 40.31 300 D
\$0.01 per share

Common Stock, par value 05/11/2005 S 200 D \$ 40.36 100 D
\$0.01 per share

Common Stock, par value 05/11/2005 S 100 D \$ 40.4 0 D
\$0.01 per share

Common Stock, par value 800 I By children⁽¹⁾
\$0.01 per share

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

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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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8.
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and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) <u>(2)</u>			\$ 12.28		05/11/2005		Common Stock, par value \$0.01 per share	4,364
Stock Option (right to buy) <u>(2)</u>			\$ 14.3125		05/11/2005		Common Stock, par value \$0.01 per share	10,396

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MLOTEK MARK E C/O HENRY SCHEIN, INC. 135 DURYEA ROAD MELVILLE, NY 11747	X		Senior VP of Corp. Bus. Devel.	

Signatures

/s/ Mark E.
Mlotek

05/12/2005

**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) Represents shares held by Mr. Mlotek's children.

(2) Acquired pursuant to the Issuer's 1994 Stock Incentive Plan.

(3) The option vested in three equal installments on March 13, 1998, March 13, 1999 and March 13, 2000.

(4) The option vested in three equal installments on March 1, 2002, March 1, 2003 and March 1, 2004.

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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