

FORM 4

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

(Print or Type Responses)

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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| | | | |
|---|---|--|--|
| <p>1. Name and Address of Reporting Person *</p> <p style="text-align: center;">David Leonard A.</p> <p style="text-align: center;">(Last) (First) (Middle)</p> <p style="text-align: center;">c/o Henry Schein, Inc. 135 Duryea Rd. (Street)</p> <p style="text-align: center;">Melville New York 11747 (City) (State) (Zip)</p> | <p>2. Issuer Name and Ticker or Trading Symbol</p> <p style="text-align: center;">Henry Schein, Inc. (HSIC)</p> | <p>4. Statement for (Month/Day/Year)</p> <p style="text-align: center;">March 20, 2003</p> | <p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director</p> <p><input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer (give title below)</p> <p><input type="checkbox"/> Other (specify below)</p> <p style="text-align: center;">Vice President - Human Resources and Special Counsel</p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
| <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p> | | <p>5. If Amendment, Date of Original (Month/Day/Year)</p> | |

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 | (A) or (D) | Price | | | |
| Common Stock | 3/20/03 | | M | | 563 | A | \$4.21 | | | |
| Common Stock | 3/20/03 | | M | | 7,500 | A | \$16.00 | | | |
| Common Stock | 3/20/03 | | M | | 4,000 | A | \$24.56 | | | |
| Common Stock | 3/20/03 | | S | | 12,063 | D | \$43.50 | 2,500 | D | |
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(Over)
SEC 1474 (3-99)

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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Securities: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-------|--|-----------------|---|----------------------------|--|--|--|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock Option (right to buy) | \$4.21 | 3/20/03 | | M | | | 563 | (1) | 12/31/04 | Common Stock | 563 | | -0- | | |
| Stock Option (right to buy) | \$16.00 | 3/20/03 | | M | | | 7,500 | (2) | 11/2/05 | Common Stock | 7,500 | | -0- | | |
| Stock Option (right to buy) | \$24.56 | 3/20/03 | | M | | | 4,000 | (3) | 3/13/07 | Common Stock | 4,000 | | 5,000 | D | |
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Explanation of Responses:

(1) The option vested in three equal installments on December 31, 1995, December 31, 1996 and December 31, 1997.

