

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>BERGMAN STANLEY M</u>  (Last) (First) (Middle) <u>C/O HENRY SCHEIN, INC.</u> <u>135 DURYEA ROAD</u>  (Street) <u>MELVILLE NY 11747</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HENRY SCHEIN INC [ HSIIC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>Chairman, CEO</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/09/2019</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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, par value \$0.01 per share	03/06/2019		G	V	950	D	\$0.00 <sup>(1)</sup>	266,518	D	
Common Stock, par value \$0.01 per share	03/21/2019		G	V	836	D	\$0.00 <sup>(1)</sup>	265,682	D	
Common Stock, par value \$0.01 per share	05/28/2019		G	V	2,085	D	\$0.00 <sup>(1)</sup>	263,597	D	
Common Stock, par value \$0.01 per share	05/29/2019		G	V	1,448	D	\$0.00 <sup>(1)</sup>	262,149	D	
Common Stock, par value \$0.01 per share	05/31/2019		G	V	2,172	D	\$0.00 <sup>(1)</sup>	259,977	D	
Common Stock, par value \$0.01 per share	06/04/2019		G	V	18,996	D	\$0.00 <sup>(1)</sup>	240,981	D	
Common Stock, par value \$0.01 per share	06/04/2019		G	V	9,230	D	\$0.00 <sup>(1)</sup>	866,573	I	By Spouse <sup>(2)</sup>
Common Stock, par value \$0.01 per share	08/13/2019		G	V	846	D	\$0.00 <sup>(1)</sup>	240,135	D	
Common Stock, par value \$0.01 per share	09/05/2019		G	V	164	D	\$0.00 <sup>(1)</sup>	239,971	D	
Common Stock, par value \$0.01 per share	09/09/2019		A		105,000 <sup>(3)(4)</sup>	A	\$0.00	344,971	D	
Common Stock, par value \$0.01 per share								9,151	I	by 401(k) plan

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Gift, not applicable.
- Represents (i) 451,669 shares held by the Bergman Family 2010 Trust #2, of which Marion Bergman, Stanley M. Bergman's wife, is a co-trustee and a beneficiary; (ii) 34 shares held by Mrs. Bergman and (iii) 414,870 shares held by the Bergman Family 2010 Trust #2, LLC of which Marion Bergman, Stanley M. Bergman's wife, is a manager. The amounts in the previous sentence reflect a transfer by the Bergman Family 2010 Trust #2 of 9,230 shares of Common Stock to Mrs. Bergman on June 3, 2019 and the subsequent gifting of such shares by Mrs. Bergman on June 4, 2019.
- Grant of restricted stock units (RSU) pursuant to the Issuer's 2013 Stock Incentive Plan. Subject to certain exceptions, 50% will vest subject to (x) Issuer's achievement of a specified performance goal and (y) reporting person's continued perf. of services for the Issuer. 50% will vest subject to (x) passage of a specified period of time and (y) reporting person's continued perf. of services for the Issuer. With respect to the performance-based RSU, if the continued service requirement is satisfied and achievement of the performance goal (x) exceeds 100% of target, the Issuer may issue additional vested shares of common stock in an amount that corresponds to the incremental percentage of the performance goal achieved in excess of 100% of target or (y) is less than 100% of target, the reporting person will surrender to the Issuer shares of common stock in an amount that corresponds to the incremental percentage of the performance goal achieved that is below 100% of target (shortfall).
- Grant made pursuant to the terms and conditions of the Amended and Restated Employment Agreement dated August 8, 2019 by and between Henry Schein, Inc. and Stanley M. Bergman.

**Remarks:**

/s/ Jennifer Ferrero (as Attorney-in-Fact for Stanley M. Bergman) 09/10/2019

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**