

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 1)

HENRY SCHEIN, INC.  
(Name of issuer)

Common Stock, par value \$0.01 per share  
(Title of class of securities)

8064707102  
(CUSIP number)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAME OF REPORTING PERSON  
Trust established by Marvin H. Schein under Trust Agreement dated May 15, 1995.

S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [x]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

|                               |   |                     |           |
|-------------------------------|---|---------------------|-----------|
| NUMBER OF SHARES BENEFICIALLY | 5 | SOLE VOTING POWER   | 0         |
|                               | 6 | SHARED VOTING POWER | 2,019,781 |



- (f) [ ] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see 240.13d-1(b)(1)(ii)(F)
- (g) [ ] Parent Holding Company, in accordance with 240.13d-1(b)(1)(ii)(G) (Note: See Item 7)
- (h) [ ] Group, in accordance with 240.13d-1(b)(1)(ii)(H)

Item 4. Ownership

As of December 31, 1996, the Trust was the beneficial owner of 2,019,781\*\* shares of Common Stock, which represents 9.1% of the class. As of December 31, 1996, the Trust had the shared power to vote, or direct the vote of, and dispose, or direct the disposition of, 2,019,781 shares of Common Stock.

\*\* Does not include (i) 748,659 shares of Common Stock owned by Marvin H. Schein, (ii) 948,566 shares of Common Stock owned by two trusts established by Marvin H. Schein under Trust Agreements dated September 9, 1994 and April 5, 1996 and two charitable remainder trusts established by Marvin H. Schein under Trust Agreements dated September 12, 1994 and December 26, 1995, of which Marvin H. Schein and Leslie J. Levine, are co-trustees, and (iii) 4,549,264 shares of Common Stock (other than the shares included in Item 4) held by certain other stockholders of the Company that are subject to the Amended and Restated HSI Agreement ("HSI Agreement"), dated as of February 16, 1994, between certain of the Company's stockholders and the Company, which generally provides that (a) the Voting Trust under agreement dated September 30, 1994 among certain stockholders of the Company and Stanley M. Bergman, as voting trustee (the "Voting Trust"), Pamela Schein, the Trust established by Pamela Joseph under Trust Agreement dated February 14, 1994, Marvin H. Schein, Stanley M. Bergman, Martin Sperber, James P. Breslawski, and Steven Paladino, (b) the spouse (or former spouse), children, grandchildren or direct lineal descendants of, or parents of, any of the persons in (a), (c) any estate of the persons in (b), (d) any executor, guardian, committee, or other fiduciary acting in such capacity (and the estates and trusts for which they so act) solely on behalf or for the benefit of any person referred to in (a) or (b), and (e) any entity owned exclusively by any person referred to in (a) and/or the individuals or entities referred to in (b), (c) or (d), must vote all shares of the Company's voting securities over which they have voting control for the Company's nominees to the Board of Directors, which nominees are selected in part by each of Stanley M. Bergman, Marvin H. Schein, Pamela Joseph, and Pamela Schein. Pursuant to the HSI Agreement, Stanley M. Bergman, Marvin H. Schein,

Item 5. Ownership of Five Percent or Less of a Class

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Marvin H. Schein and Leslie J. Levine, as co-trustees of the Trust, share the right with the Trust to direct the receipt of dividends from, or the proceeds from the sale of, the 2,019,781 shares owned by the Trust.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of the Group

Not applicable.

Item 10. Certification

Not applicable.

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Pamela Joseph, and Pamela Schein will each select a certain number of nominees for the Company's Board of Directors in accordance with the HSI Agreement until the earlier of the termination of the Voting Trust or January 1, 1999, subject to extension under certain conditions to January 1, 2004, unless certain changes occur in Marvin Schein's ownership of Common Stock or other changes occur in the Company's management. Currently, Mr. Schein, Ms. Joseph, and Ms. Schein are entitled to select one nominee each to the Board of Directors and Mr. Bergman is entitled to select the remaining nominees to the Board of Directors. Mr. Schein disclaims beneficial ownership of such shares.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 1997

/s/ Marvin H. Schein  
Marvin H. Schein, as co-trustee of the Trust  
established by Marvin H. Schein under Trust  
Agreement dated May 15, 1995

/s/ Leslie J. Levine  
Leslie J. Levine, as co-trustee of the Trust  
established by Marvin H. Schein under Trust  
Agreement dated May 15, 1995

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. [\_\_\_\_\_] )\*

HENRY SCHEIN, INC.  
(Name of issuer)

Common Stock, par value \$0.01 per share  
(Title of class of securities)

8064707102  
(CUSIP number)

Check the following box if a fee is being paid with this statement [x]. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAME OF REPORTING PERSON  
Trust established by Marvin H. Schein under Trust Agreement dated May 12, 1995.

S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [x]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
United States

|   |   |                        |              |
|---|---|------------------------|--------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH | 5 | SOLE VOTING POWER      | 0            |
|   | 6 | SHARED VOTING POWER    | 2,784,938.90 |
|   | 7 | SOLE DISPOSITIVE POWER | 0            |

REPORTING  
PERSON 8 SHARED DISPOSITIVE POWER 2,784,938.90  
WITH

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,784,938.90

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES\* [x]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  
15.2%

12 TYPE OF REPORTING PERSON\*  
00

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1(a). Name of Issuer:

The name of the Issuer is Henry Schein, Inc. (the  
"Company").

Item 1(b). Address of Issuer's Principal Executive Offices:

The address of the Company's principal executive office is  
135 Duryea Road, Melville, New York 11747.

Item 2(a). Name of Person Filing:

The name of the person filing is the Trust established by  
Marvin H. Schein under Trust Agreement dated May 12, 1995 (the  
"Trust").

Item 2(b). Address of Principal Business Office or, if None,  
Residence:

The address of the Trust's principal business office is c/o  
Leslie J. Levine, Ackerman, Levine & Cullen LLP, 175 Great Neck  
Road, Great Neck, New York 11021.

Item 2(c). Citizenship:

Not applicable.

Item 2(d). Title of Class of Securities

This Schedule relates to the Common Stock, par value \$.01  
per share ("Common Stock") of the Company.

Item 2(e). CUSIP Number:

The CUSIP number of the Common Stock is 806407102.

Item 3. If this statement is filed pursuant to Rule 13d-1(b),  
or 13d-2(b), check whether the person filing is a:  
Not Applicable

(a) [ ] Broker or Dealer registered under Section 15 of  
the Act

(b) [ ] Bank as defined in section 3(a)(6) of the Act

(c) [ ] Insurance Company as defined in section 3(a)(19)  
of the Act

(d) [ ] Investment Company registered under section 8 of  
the Investment Company Act

- (e) [ ] Investment Advisor registered under section 203 of the Investment Advisors Act of 1940
- (f) [ ] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Sec. 240.13d-1(b)(1)(ii)(F)
- (g) [ ] Parent Holding Company, in accordance with Sec. 240.13d-1(b)(1)(ii)(G) (Note: See Item 7)
- (h) [ ] Group, in accordance with Sec. 240.13d-1(b)(1)(ii)(H)

#### Item 4. Ownership

As of December 31, 1995, the Trust was the beneficial owner of 2,784,938.90\*\* shares of Common Stock, which represents 15.2% of the class. As of December 31, 1995, the Trust had the shared power to vote, or direct the vote of, and dispose, or direct the disposition of, 2,784,938.90 shares of Common Stock.

\*\* Does not include (i) 2,136,359.05 shares of Common Stock owned by Marvin H. Schein, (ii) 895,708.48 shares of Common Stock owned by one trust established by Marvin H. Schein under Trust Agreement dated September 9, 1994 and two charitable remainder trusts established by Marvin H. Schein under Trust Agreements dated September 12, 1994 and December 26, 1995, of which Marvin H. Schein and Leslie J. Levine, are co-trustees, and (iii) 8,608,933.13 shares of Common Stock (other than the shares included in Item 4) held by certain other stockholders of the Company that are subject to the Amended and Restated HSI Agreement ("HSI Agreement"), dated as of February 16, 1994, between certain of the Company's stockholders and the Company, which generally provides that (a) the Voting Trust under agreement dated September 30, 1994 among certain stockholders of the Company and Stanley M. Bergman, as voting trustee (the "Voting Trust"), Pamela Schein, the Trust established by Pamela Joseph under Trust Agreement dated February 14, 1994, Marvin H. Schein, Stanley M. Bergman, Martin Sperber, James P. Breslawski, and Steven Paladino, (b) the spouse (or former spouse), children, grandchildren or direct lineal descendants of, or parents of, any of the persons in (a), (c) any estate of the persons in (b), (d) any executor, guardian, committee, or other fiduciary acting in such capacity (and the estates and trusts for which they so act) solely on behalf or for the benefit of any person referred to in (a) or (b), and (e) any entity owned exclusively by any person referred to in (a) and/or the individuals or entities referred to in (b), (c) or (d), must vote all shares of the Company's voting securities over which they have voting control for the Company's nominees to the Board of Directors, which nominees are selected in part by each of Stanley M. Bergman, Marvin H. Schein, Pamela Joseph, and Pamela Schein. Pursuant to the HSI Agreement, Stanley M. Bergman, Marvin H. Schein, Pamela Joseph, and Pamela Schein will each select a certain number of nominees for the Company's Board of Directors in accordance with the HSI Agreement until the earlier of the termination of the Voting Trust or January 1, 1999, subject to extension under certain conditions to January 1, 2004, unless certain changes occur in Marvin Schein's ownership of Common Stock or other changes occur in the Company's management. Currently, Mr. Schein, Ms. Joseph, and Ms. Schein are entitled to select one nominee each to the Board of Directors and Mr. Bergman is entitled to select the remaining nominees to the Board of Directors. Mr. Schein disclaims beneficial ownership of such shares.

#### Item 5. Ownership of Five Percent or Less of a Class

Not applicable.

#### Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Marvin H. Schein and Leslie J. Levine, as co-trustees of the Trust, share the right with the Trust to direct the receipt of dividends from, or the proceeds from the sale of, the 2,784,938.90 shares owned by the Trust.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not applicable.

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of the Group

Not applicable.

Item 10. Certification

Not applicable.

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 1996

/s/ Marvin H. Schein  
Marvin H. Schein, as  
co-trustee of the Trust  
established by Marvin H.  
Schein under Trust Agreement  
dated May 12, 1995

/s/Leslie J. Levine  
Leslie J. Levine, as  
co-trustee of the Trust  
established by Marvin H.  
Schein under Trust Agreement  
dated May 12, 1995