

HENRY SCHEIN INC
Form 3
January 11, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Harding James A. | | (Month/Day/Year) | HENRY SCHEIN INC [HSIC] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 01/03/2008 | | |
| C/O HENRY SCHEIN, INC.,Â 135 DURYE A ROAD | | | (Check all applicable) | |
| | (Street) | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | Chief Technology Officer | |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |
| MELVILLE,Â NYÂ 11747 | | | | |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-------------------------------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock, par value \$0.01 per share (Restricted) | 6,171 | D | Â |
| Common Stock, par value \$0.01 per share | 420 | I | By children |
| Common Stock, par value \$0.01 per share | 356 | I | 401(k) |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-----------------------------------------------|----------------------------------------------------------------|--------------------|--------------------------------------------------------------------------------------|----------------------------------|--------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Stock Option (Right to Buy) ⁽¹⁾ | Â ⁽²⁾ | 02/18/2014 | Common Stock, par value \$0.01 per share | 24,000 | \$ 35.49 | D | Â |
| Stock Option (Right to Buy) ⁽¹⁾ | Â ⁽³⁾ | 03/09/2015 | Common Stock, par value \$0.01 per share | 18,000 | \$ 39.43 | D | Â |
| Stock Option (Right to Buy) ⁽¹⁾ | Â ⁽⁴⁾ | 03/02/2016 | Common Stock, par value \$0.01 per share | 9,920 | \$ 47.31 | D | Â |
| Stock Option (Right to Buy) ⁽¹⁾ | Â ⁽⁵⁾ | 03/05/2017 | Common Stock, par value \$0.01 per share | 11,255 | \$ 51.23 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------------------------------|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Harding James A. C/O HENRY SCHEIN, INC. 135 DURYE A ROAD MELVILLE, NY 11747 | Â | Â | Â Chief Technology Officer | Â |

Signatures

/s/ James A.
Harding

01/11/2008

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

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- (1) Acquired pursuant to the Issuer's 1994 Stock Incentive Plan.
- (2) The option vests in four equal installments on each of February 18, 2005, February 18, 2006 and February 18, 2007 and February 18, 2008.
- (3) The option vests in four equal installments on each of March 9, 2006, March 9, 2007 and March 9, 2008 and March 9, 2009.
- (4) The option vests in four equal installments on each of March 2, 2007, March 2, 2008 and March 2, 2009 and March 2, 2010.
- (5) The option vests in four equal installments on each of March 5, 2008, March 5, 2009 and March 5, 2010 and March 5, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.