KABAT DONALD J

Form 4

November 08, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

OMB

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** KABAT DONALD J			2. Issuer Name and Ticker or Trading Symbol HENRY SCHEIN INC [HSIC]						5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	Middle)	3. Date of Earliest Transaction (Check all applicable)				e)					
C/O HENRY SCHEIN, INC., 135 DURYEA ROAD			(Month/Day/Year) 11/07/2011						X Director 10% Owner Officer (give title below) Other (specify below)			
	(Street)		4. If Ame	ndment	, Dat	te Origina	1		6. Individual or J	oint/Group Filir	ng(Check	
MELVILLE, NY 11747			Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	e I - No	n-D	erivative	Secur	ities Acq	uired, Disposed o	of, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr.	8)	4. Securin(A) or Di (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Stock, par value \$0.01 per share	11/07/2011			M		3,000	A	\$ 20.41	16,080	D		
Common Stock, par value \$0.01 per share	11/07/2011			S		3,000	D	\$ 65	13,080	D		
Common Stock, par value \$0.01 per share									1,000	I	By Trustees	

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

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SEC 1474 (9-02)

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 I S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy) (2)	\$ 20.41	11/07/2011		M	3,000	(3)	03/05/2012	Common Stock, par value \$0.01 per share	3,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

KABAT DONALD J C/O HENRY SCHEIN, INC. 135 DURYEA ROAD MELVILLE, NY 11747

X

Signatures

/s/ Donald J. Kabat 11/07/2011

**Signature of Date
Reporting Person

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. Kabat and his wife, as co-trustees of a trust for the benefit of Mr. Kabat's wife.
- (2) Acquired pursuant to the Issuer's 2001 Non-Employee Director Incentive Plan.

Reporting Owners 2

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(3) The option vested in three equal installments on each of March 5, 2003, March 5, 2004 and March 5, 2005.

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.