Rose Paul Form 3 May 23, 2013

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

**OMB APPROVAL** 

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**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement HENRY SCHEIN INC [HSIC] Rose Paul (Month/Day/Year) 05/13/2013 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O HENRY SCHEIN, (Check all applicable) INC., 135 DURYEA ROAD (Street) 6. Individual or Joint/Group 10% Owner Director \_X\_\_ Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting

MELVILLE, NYÂ 11747

(State)

Reporting Person Table I - Non-Derivative Securities Beneficially Owned

SVP, Global Supply Chain

1. Title of Security (Instr. 4)

(City)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form: (Instr. 5)

4. Nature of Indirect Beneficial Ownership

Form filed by More than One

Person

Direct (D) or Indirect (I)

(Instr. 5)

Common Stock, par value \$0.01 per share (1)

16,558 <sup>(2)</sup>

Â D

Common Stock, par value \$0.01 per share

724

I By 401(k) plan

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

(Zip)

SEC 1473 (7-02)

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

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)

Conversion Ownership or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Price of Derivative

#### Edgar Filing: Rose Paul - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy) (1)	(3)	03/05/2017	Common Stock, par value \$0.01 per share	7,503	\$ 51.23	D	Â
Stock Option (Right to Buy) (1)	(4)	03/03/2018	Common Stock, par value \$0.01 per share	9,585	\$ 59.89	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Rose Paul						
C/O HENRY SCHEIN, INC.	â	â	SVP, Global Supply Chain	â		
135 DURYEA ROAD	A	А	A SVP, Global Supply Chall	A		
MELVILLE, NY 11747						

# **Signatures**

/s/ Paul Rose 05/23/2013

\*\*Signature of Pate 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).
- (1) Acquired pursuant to the Issuer's 2013 Stock Incentive Plan, as amended (formerly known as the Henry Schein, Inc. 1994 Stock Incentive Plan).
  - Includes (i) 9,395 shares of time-based restricted stock/units (RS) to vest subject to (x) passage of a specified periods of time and (y) reporting person's continued performance of services for the Issuer and (ii) 7,163 shares of performance-based RS to vest subject to (x)

Issuer's achievement of a specified perf. goal(s) and (y) reporting person's continued performance of services for the Issuer. With respect

- to the perf.-based RS, if the continued service requirement is satisfied and achievement of the perf. goal(s) (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 perf. goal(s) 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 perf. goal(s) achieved that is below 100% of target (i.e. shortfall).
- (3) The option vested in four equal installments on each of March 5, 2008, March 5, 2009, March 5, 2010 and March 5, 2011.
- (4) The option vested in four equal installments on each of March 3, 2009, March 3, 2010, March 3, 2011 and March 3, 2012.

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.

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