

ZACK MICHAEL
Form 4
December 02, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN 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 *
ZACK MICHAEL

(Last) (First) (Middle)

C/O HENRY SCHEIN, INC., 135
DURYEA ROAD

(Street)

MELVILLE, NY 11747

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SCHEIN HENRY INC [HSIC]

3. Date of Earliest Transaction
(Month/Day/Year)
12/01/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior VP of Int'l Group

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

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	12/01/2005		M		8,500	A	\$ 19.9375
Common Stock, par value \$0.01 per share	12/01/2005		M		6,500	A	\$ 5.9063
Common Stock, par	12/01/2005		S		900	D	\$ 43.26
							22,100

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value \$0.01 per share								
Common Stock, par value \$0.01 per share	12/01/2005	S	400	D	\$ 43.28	21,700	D	
Common Stock, par value \$0.01 per share	12/01/2005	S	300	D	\$ 43.29	21,400	D	
Common Stock, par value \$0.01 per share	12/01/2005	S	7,499	D	\$ 43.3	13,901	D	
Common Stock, par value \$0.01 per share	12/01/2005	S	2,201	D	\$ 43.31	11,700	D	
Common Stock, par value \$0.01 per share	12/01/2005	S	2,600	D	\$ 43.32	9,100	D	
Common Stock, par value \$0.01 per share	12/01/2005	S	800	D	\$ 43.33	8,300	D	
Common Stock, par value \$0.01 per share	12/01/2005	S	300	D	\$ 43.35	8,000	D	
Common Stock, par value \$0.01 per share						400	I	By Child

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

**Persons who respond to the collection of
information contained in this form are not**

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(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. 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 Underlying Securities (Instr. 3 and 4)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)
Stock Option (right to buy) ⁽¹⁾	\$ 19.9375	12/01/2005		M	8,500	<u>(2)</u> 03/17/2008	Common Stock, par value \$0.01 per share	8,500
Stock Option (right to buy) ⁽¹⁾	\$ 5.9063	12/01/2005		M	6,500	<u>(3)</u> 12/15/2009	Common Stock, par value \$0.01 per share	6,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZACK MICHAEL C/O HENRY SCHEIN, INC. 135 DURYE ROAD MELVILLE, NY 11747			Senior VP of Int'l Group	

Signatures

/s/ Michael Zack 12/02/2005

 Signature of Reporting Person

Date

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) Acquired pursuant to the Issuer's 1994 Stock Incentive Plan.

(2) The option vested in three equal installments on March 17, 1999, March 17, 2000 and March 17, 2001.

(3) The option vested in three equal installments on December 15, 2000, December 15, 2001 and December 15, 2002.

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

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