

SCHEIN HENRY INC

Form 4

March 16, 2005

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

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

OMB APPROVAL

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(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)
03/15/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below) below)

Senior VP of Int'l Group

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock, par value \$0.01 per share	03/15/2005		M	7,500	A \$ 5.9063	15,500	D
Common Stock, par value \$0.01 per share	03/15/2005		M	7,500	A \$ 19.9375	23,000	D
Common Stock, par	03/15/2005		S	5,100	D \$ 37.87	17,900	D

value
\$0.01 per
share

Common
Stock, par
value
\$0.01 per
share

03/15/2005

S

900

D

\$ 37.88

17,000

D

Common
Stock, par
value
\$0.01 per
share

03/15/2005

S

200

D

\$ 37.89

16,800

D

Common
Stock, par
value
\$0.01 per
share

03/15/2005

S

7,500

D

\$ 37.9

9,300

D

Common
Stock, par
value
\$0.01 per
share

03/15/2005

S

300

D

\$ 37.91

9,000

D

Common
Stock, par
value
\$0.01 per
share

03/15/2005

S

200

D

\$ 37.92

8,800

D

Common
Stock, par
value
\$0.01 per
share

03/15/2005

S

800

D

\$ 37.92

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 required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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

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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. I Der Sec (In
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) <u>(1)</u>	\$ 5.9063	03/15/2005		M	7,500	<u>(2)</u>	12/15/2009	Common Stock, par value \$0.01 per share	7,500
Stock Option (right to buy) <u>(1)</u>	\$ 19.9375	03/15/2005		M	7,500	<u>(3)</u>	03/17/2008	Common Stock, par value \$0.01 per share	7,500

Reporting Owners

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

Signatures

/s/ Michael Zack 03/16/2005

^{**}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 December 15, 2000, December 15, 2001 and December 15, 2002.

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

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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