

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2000

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 0-16211

DENTSPLY International Inc.

(Exact name of registrant as specified in its charter)

Delaware

39-1434669

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification No.)

570 West College Avenue, P. O. Box 872, York, PA 17405-0872

(Address of principal executive offices)

(Zip Code)

(717) 845-7511

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports
required to be filed by Section 13 or 15(d) of the Securities Exchange Act
of 1934 during the preceding 12 months (or for such shorter period that the
registrant was required to file such reports), and (2) has been subject to
such filing requirements for the past 90 days.

Yes

No

Indicate the number of shares outstanding of each of the issuer's classes of
common stock, as of the latest practicable date: At August 5, 2000 the
Company had 51,715,953 shares of Common Stock outstanding, with a par value
of \$.01 per share.

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DENTSPLY INTERNATIONAL INC.
FORM 10-Q

For Quarter Ended June 30, 2000

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PART I
FINANCIAL INFORMATION

Item 1. FINANCIAL STATEMENTS
DENTSPLY INTERNATIONAL INC.
CONSOLIDATED CONDENSED BALANCE SHEETS
(unaudited)

	June 30, 2000	December 31, 1999
ASSETS		
Current Assets:		(in thousands)
Cash and cash equivalents	\$ 6,892	\$ 7,276
Accounts and notes receivable-trade, net	131,482	127,911
Inventories	139,217	135,480
Prepaid expenses and other current assets	41,379	44,001

Total Current Assets	318,970	314,668
Property, plant and equipment, net	177,911	180,536
Other noncurrent assets, net	15,412	14,963
Identifiable intangible assets, net	76,452	80,374
Costs in excess of fair value of net assets acquired, net	262,262	269,047
Total Assets	\$ 851,007	\$ 859,588

LIABILITIES AND STOCKHOLDERS' EQUITY

Current Liabilities:

Accounts payable	\$ 38,956	\$ 40,467
Accrued liabilities	82,882	80,922
Income taxes payable	38,186	34,676
Notes payable and current portion of long-term debt	20,569	20,155

Total Current Liabilities	180,593	176,220
Long-term debt	121,234	145,312
Deferred income taxes	20,013	20,240
Other liabilities	45,896	46,445

Total Liabilities	367,736	388,217
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Minority interests in consolidated subsidiaries	2,423	2,499
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Commitments and contingencies (Note 6)

Stockholders' equity:

Preferred stock, \$.01 par value; .25 million shares authorized; no shares issued		
Common stock, \$.01 par value; 100 million shares authorized; 54.3 million shares issued at June 30, 2000 and December 31, 1999	543	543
Capital in excess of par value	151,388	151,509
Retained earnings	442,740	402,408
Accumulated other comprehensive income (loss)	(48,294)	(43,209)
Employee stock ownership plan reserve	(5,698)	(6,458)
Treasury stock, at cost, 2.5 million shares at June 30, 2000 and 1.5 million shares at December 31, 1999	(59,831)	(35,921)

Total Stockholder's Equity	480,848	468,872
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Total Liabilities and Stockholders' Equity	\$ 851,007	\$ 859,588
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See accompanying notes to unaudited consolidated condensed financial statements

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DENTSPLY INTERNATIONAL INC.
CONSOLIDATED CONDENSED STATEMENTS OF INCOME
(UNAUDITED)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2000	1999	2000	1999

(in thousands, except per share data)

Net sales	\$223,290	\$209,125	\$435,820	\$405,713
Cost of products sold	104,814	99,709	206,827	194,669
Gross profit	118,476	109,416	228,993	211,044
Selling, general and admin. expenses	78,745	73,020	152,522	140,340
Operating income	39,731	36,396	76,471	70,704
Interest expense	2,679	4,295	5,679	8,867

Interest income	(452)	(376)	(841)	(498)
Other (income) expense, net	169	(355)	192	(909)
Income before income taxes	37,335	32,832	71,441	63,244
Provision for income taxes	12,708	11,642	24,622	22,526
Net income	\$ 24,627	\$ 21,190	\$ 46,819	\$ 40,718
Earnings per common share:				
Basic	\$.47	\$.40	\$.90	\$.77
Diluted	.47	.40	.89	.77
Cash dividends declared per common share	\$.06250	\$.05625	\$.12500	\$.11250
Weighted average common shares outstanding:				
Basic	51,912	52,758	52,113	52,663
Diluted	52,378	52,947	52,459	52,854

<FN>
See accompanying notes to unaudited consolidated condensed financial statements.
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DENTSPLY INTERNATIONAL INC.
CONSOLIDATED CONDENSED STATEMENTS OF CASH FLOWS
(unaudited)

Six Months Ended
June 30,
2000 1999
(in thousands)

Cash flows from operating activities:		
Net income	\$ 46,819	\$ 40,718
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	11,932	9,883
Amortization	9,709	8,474
Other, net	(4,762)	(18,156)
Net cash provided by operating activities	63,698	40,919
Cash flows from investing activities:		
Acquisition of businesses, net of cash acquired	1,274	3,446
Additional consideration for prior purchased business	-	(5,000)
Property, plant and equipment additions	(13,510)	(13,989)
Other, net	(865)	19
Net cash used in investing activities	(13,101)	(15,524)
Cash flows from financing activities:		
Long-term debt repayment	(102,868)	(45,058)
Proceeds from long-term debt	79,194	11,894
Increase in bank overdrafts and other short-term borrowings	1,088	15,450
Cash paid for treasury stock	(26,500)	-
Cash dividends paid	(6,541)	(5,912)

Other, net	3,229	4,561
Net cash used in financing activities	(52,398)	(19,065)
Effect of exchange rate changes on cash and cash equivalents	1,417	(4,184)
Net increase (decrease) in cash and cash equivalents	(384)	2,146
Cash and cash equivalents at beginning of period	7,276	8,690
Cash and cash equivalents at end of period	\$ 6,892	\$ 10,836
Supplemental disclosures of cash flow information:		
Interest paid	\$ 4,006	\$ 7,270
Income taxes paid	16,950	16,532
Non-cash investing and financing transactions:		
Issuance of treasury stock in connection with the acquisition of certain assets	-	3,353

<FN>

See accompanying notes to unaudited consolidated condensed financial statements.

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DENTSPLY INTERNATIONAL INC.
CONSOLIDATED CONDENSED STATEMENT OF STOCKHOLDERS' EQUITY
(unaudited)

(in thousands)	Common Stock	Capital in Excess of Par Value	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	ESOP Reserve	Treasury Stock	Total Stockholders' Equity
Balance at December 31, 1999	\$ 543	\$ 151,509	\$ 402,408	\$ (43,209)	\$ (6,458)	\$ (35,921)	\$ 468,872
Comprehensive Income:							
Net income	-	-	46,819	-	-	-	46,819
Other comprehensive income							
Foreign currency translation adjustments	-	-	-	(5,085)	-	-	(5,085)
Comprehensive Income							41,734
Exercise of stock options and warrants	-	(311)	-	-	-	2,590	2,279
Tax benefit related to stock options & warrants exercised	-	190	-	-	-	-	190
Repurchase of 1.03 million shares of common stock	-	-	-	-	-	(26,500)	(26,500)
Cash dividends declared, \$.125 per share	-	-	(6,487)	-	-	-	(6,487)
Net change in ESOP reserve	-	-	-	-	760	-	760
Balance at June 30, 2000	\$ 543	\$ 151,388	\$ 442,740	\$ (48,294)	\$ (5,698)	\$ (59,831)	\$ 480,848

<FN>

See accompanying notes to unaudited consolidated condensed financial statements.

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DENTSPLY INTERNATIONAL INC.

NOTES TO UNAUDITED INTERIM CONSOLIDATED CONDENSED FINANCIAL STATEMENTS
June 30, 2000

The accompanying unaudited interim consolidated condensed financial statements reflect all adjustments (consisting only of normal recurring adjustments) which in the opinion of management are necessary for a fair presentation of financial position, results of operations and cash flows for the interim periods. These interim financial statements conform to the requirements for interim financial statements and consequently do not include all the disclosures normally required by generally accepted accounting principles. Disclosures included in the Company's most recent 10-K filed March 30, 2000 are updated where appropriate.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

The consolidated condensed financial statements include the accounts of DENTSPLY International Inc. (the "Company") and its subsidiaries.

Inventories

Inventories are stated at the lower of cost or market. At June 30, 2000 and December 31, 1999, the cost of \$13.3 million or 10% and \$15.5 million or 11%, respectively, of inventories was determined by the last-in, first-out (LIFO) method. The cost of other inventories was determined by the first-in, first-out (FIFO) or average cost method.

Property, Plant and Equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation. Except for leasehold improvements, depreciation for financial reporting purposes is computed by the straight-line method over the following estimated useful lives: buildings - generally 40 years; and machinery and equipment - 4 to 15 years. The cost of leasehold improvements is amortized over the shorter of the estimated useful life or the term of the lease. For income tax purposes, depreciation is computed using various methods.

Derivative Financial Instruments

The Company's only involvement with derivative financial instruments is forward contracts to hedge certain assets and liabilities denominated in foreign currencies and swap agreements which convert current floating interest debt to fixed rates.

NOTE 2 - EARNINGS PER COMMON SHARE

The following table sets forth the computation of basic and diluted earnings per common share:

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2000	1999	2000	1999
	(in thousands, except per share data)			
Basic EPS Computation:				
Numerator (Net Income)	\$24,627	\$21,190	\$46,819	\$40,718
Denominator				
Common shares outstanding	51,912	52,758	52,113	52,663
Basic EPS	\$0.47	\$0.40	\$0.90	\$0.77

Diluted EPS Computation:

Numerator (Net Income)	\$24,627	\$21,190	\$46,819	\$40,718
Denominator				
Common shares outstanding	51,912	52,758	52,113	52,663
Incremental shares from assumed exercise of dilutive options and warrants	466	189	346	191
Total shares	52,378	52,947	52,459	52,854
Diluted EPS	\$0.47	\$0.40	\$0.89	\$0.77

NOTE 3 - INVENTORIES

Inventories consist of the following:

	June 30, 2000	December 31, 1999
	(in thousands)	
Finished goods	\$ 82,917	\$ 77,786
Work-in-process	24,852	25,519
Raw materials and supplies	31,448	32,175
	\$139,217	\$135,480

Pre-tax income was \$.2 million lower in the six months ended June 30, 2000 and \$.3 million lower for the same period in 1999 as a result of using the LIFO method compared to the first-in, first-out (FIFO) method.

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If the FIFO method had been used to determine the cost of the LIFO inventories, the amounts at which net inventories are stated would be lower than reported at June 30, 2000 and December 31, 1999 by \$.1 million and \$.3 million, respectively.

NOTE 4 - PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment consist of the following:

	June 30, 2000	December 31, 1999
	(in thousands)	
Assets, at cost:		
Land	\$ 14,621	\$ 15,405
Buildings and improvements	85,386	86,148
Machinery and equipment	164,738	155,735
Construction in progress	10,136	9,836
	274,881	267,124
Less: Accumulated depreciation	96,970	86,588
	\$177,911	\$180,536

NOTE 5 - RESTRUCTURING AND OTHER COSTS

In 1998, the Company recorded restructuring charges related to the closure of its German tooth manufacturing facility and the discontinuance of its New Image division's intra-oral camera business. The activity related to these restructurings was disclosed in the Company's most recent Form 10-K filed March 30, 2000 (Note 15). There was no material activity related to these restructurings during the period ended June 30, 2000.

NOTE 6 - COMMITMENTS AND CONTINGENCIES

DENTSPLY and its subsidiaries are from time to time parties to lawsuits arising out of their respective operations. The Company believes that pending litigation to which DENTSPLY is a party will not have a material adverse effect upon its consolidated financial position or results of operations.

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In June 1995, the Antitrust Division of the United States Department of Justice initiated an antitrust investigation regarding the policies and conduct undertaken by the Company's Trubyte Division with respect to the distribution of artificial teeth and related products. On January 5, 1999 the Department of Justice filed a complaint against the Company in the U.S. District Court in Wilmington, Delaware alleging that the Company's tooth distribution practices violate the antitrust laws and seeking an order for the Company to discontinue its practices. Three follow on private class action suits on behalf of dentists, laboratories and denture patients in seventeen states, respectively, who purchased Trubyte teeth or products containing Trubyte teeth were filed and transferred to the U.S. District Court in Wilmington, Delaware. These cases have been assigned to the same judge who is handling the Department of Justice action. The class action filed on behalf of the dentists has been dismissed by the plaintiffs. The private party suits seek damages in an unspecified amount. The Company has filed a motion for summary judgment in the Department of Justice case. It is the Company's position that the conduct and activities of the Trubyte Division do not violate the antitrust laws.

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DENTSPLY INTERNATIONAL INC.

Item 2 - Management's Discussion and Analysis of Financial Condition and Results of Operations

Certain statements made by the Company, including without limitation, statements containing the words "plans", "anticipates", "believes", "expects", or words of similar import constitute forward-looking statements which are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Investors are cautioned that forward-looking statements involve risks and uncertainties which may materially affect the Company's business and prospects, and should be read in conjunction with the risk factors set forth in the Company's Annual Report on Form 10-K for the year ended December 31, 1999.

RESULTS OF OPERATIONS

Quarter Ended June 30, 2000 Compared to Quarter Ended June 30, 1999

For the quarter ended June 30, 2000, net sales increased \$14.2 million, or 6.8%, to \$223.3 million, up from \$209.1 million in the same period of 1999. Base business (internal sales growth exclusive of acquisition/divestitures and the impact of currency translation) sales grew 9.5%. The impact of currency translation had a significant negative effect of 2.6% on the second quarter results compared to the comparable period in 1999 due to the strengthening of the U.S. dollar against the major European currencies while divestitures in 1999 had a negative 0.1% impact on net sales growth.

Sales in the United States for the second quarter grew 9.8%. Base business growth in all equipment and consumable product categories was strong.

European base business sales, including the Commonwealth of Independent States, increased 4.5%. This, however, was offset by the impact of currency translation, which had a negative 8.4% effect on the quarter. Sales in Germany of consumables and ultrasonic equipment rebounded compared to the prior year quarter but were partially offset by weak sales of x-ray equipment throughout Europe in anticipation of the launch of new models in the third quarter of 2000.

Asian (excluding Japanese) and Latin American sales increased 10.2% as the 12.6% increase in base business sales was offset slightly by the impact of currency translation, which had a negative 2.4% effect on the quarter. Asia's base business grew 22.1% as the Asian economy continued to stabilize. Base business in Latin America grew 8.1% offset by a decline of 3.7% due to currency translation.

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Sales in the rest of the world (including Japan) grew 17.3%: 19.0% from base business primarily in Canada, Middle East/Africa and Australia; less 0.1% from divestiture; and less 1.6% from the impact of currency translation. The increase in Canadian base business sales was 26.2% and included significant growth in endodontic products.

Gross profit grew \$9.1 million or 8.3% in the second quarter due to higher sales and gross margin rate improvement caused by favorable product mix and manufacturing improvements along with restructuring benefits. The 2000 second quarter gross profit percentage was 53.1% compared to 52.3% for the second quarter of 1999.

Selling, general and administrative (SG&A) expenses increased \$5.7 million, or 7.8%. As a percentage of sales, expenses increased from 34.9% in the second quarter of 1999 to 35.3% for the same period of 2000. These expenses have increased primarily due to additional sales and marketing expenses, research and development activities and increased legal expenses. Legal expenses are expected to continue to run at a higher level than 1999 throughout the year and selling expenses will run higher in the second half as new sales representatives are brought on board.

Net interest expense decreased \$1.7 million in the second quarter of 2000 due to lower debt in 2000 and savings resulting from lower rate Swiss debt. Other (income) expense was unfavorable to 1999 by \$0.5 million due mainly to an increase in currency transaction losses of \$0.4 million.

Income before income taxes increased \$4.5 million, or 13.7% to \$37.3 million from \$32.8 million in the second quarter of 1999. The effective tax rate for operations was lowered to 34.0% in the second quarter of 2000 compared to 35.5% in the second quarter of 1999 reflecting savings from federal, state and foreign tax planning activities. Net income increased \$3.4 million, or 16.2%, from the second quarter of 1999 due to higher sales, higher gross profit as a percentage of net sales, lower net interest expense, and a lower provision for income tax. Basic and diluted earnings per common share increased from \$.40 in 1999 to \$.47 in 2000, or 17.5%.

Six Months Ended June 30, 2000 Compared to Six Months Ended June 30, 1999

For the first half of 2000, net sales increased \$30.1 million, or 7.4%, to \$435.8 million, up from \$405.7 million in the same period of 1999. The impact of currency translation had a significant negative effect of 2.8% on the first half sales compared to the comparable period in 1999 due to the strengthening of the U.S. dollar against the major European currencies while divestitures in 1999 had a negative 0.4% impact on net sales growth. Base business growth was 10.6% for the first six months.

Sales in the United States grew 11.1%, with strong growth in ultrasonic and x-ray equipment, and throughout the consumables categories.

European base business sales, including the Commonwealth of Independent States, increased 4.9%. This, however, was offset by the impact of currency translation, which had a negative 9.3% effect on the first six months of 2000.

Asian (excluding Japanese) and Latin American sales increased 18.2% as the 20.4% increase in base business sales was offset slightly by the impact of currency translation, which had a negative 2.2% effect on the first six months. Asia's base business grew 42.8% as the Asian economy continued to stabilize. Prior year Asian sales were impacted by returns from over extended dealers in India. The Asian base business sales increase was 26.4% without India. Base business in Latin America grew 11.7%, including some large intermittent government and dental school sales, offset by a decline of 3.3% due to currency translation.

Sales in the rest of the world grew 12.2%: 12.5% from base business primarily in Canada, Middle East/Africa and Australia; less 0.2% from divestiture; and less 0.1% from the impact of currency translation.

Gross profit grew \$17.9 million or 8.5% in the first half of 2000 due to higher sales and a gross margin rate improvement. The 2000 first half gross profit percentage was 52.5% compared to 52.0% for the first half of 1999.

SG&A expenses increased \$12.2 million, or 8.7%. As a percentage of sales, expenses increased from 34.6% in the first half of 1999 to 35.0% for the same period of 2000. The first half of 2000 included an increase of \$3.5 million in legal expenses, primarily for litigation with the Justice Department, defense of endodontic patents and litigation related to the disposable air/water syringe tips.

Net interest expense decreased \$3.5 million in the first half of 2000 due to lower debt in 2000 and savings resulting from lower rate Swiss debt. Other (income) expense was unfavorable to 1999 by \$1.1 million.

The effective tax rate for operations was lowered to 34.5% in the first half of 2000 compared to 35.6% in the first half of 1999 reflecting savings from federal, state and foreign tax planning activities.

Net income increased \$6.1 million, or 15.0%, from the first half of 1999 due to higher sales, higher gross profit percentage, lower interest expense, and a lower income tax rate; partially offset by the increase in operating expenses and the unfavorable fluctuation in other (income) expense. Basic earnings per common share increased from \$.77 in 1999 to \$.90 in 2000, or 16.9%. Diluted earnings per common share increased from \$.77 in 1999 to \$.89 in 2000, or 15.6%

LIQUIDITY AND CAPITAL RESOURCES

In December 1999, the Board of Directors authorized a stock buyback program for 2000 to purchase up to 1.0 million shares of common stock on the open market or in negotiated transactions. In March 2000, the Board of Directors made an amendment to this program which increased the number of shares to 4.0 million. During the first six months of 2000, the Company repurchased

1.0 million shares of its common stock for \$26.5 million. The timing and amounts of any additional purchases will depend upon many factors, including market conditions and the Company's business and financial condition.

The Company's current ratio was 1.8 with working capital of \$138.4 million at June 30, 2000. This compares with a current ratio of 1.8 and working capital of \$138.4 million at December 31, 1999.

The company's long-term debt decreased \$24.1 million from December 31, 1999 to \$121.2 million. The resulting long-term debt to total capitalization at June 30, 2000 was 20.1% compared to 23.7% at December 31, 1999. At the beginning of the first quarter, the Company converted approximately \$60 million under its revolving credit agreement to Swiss francs. This enabled the Company to not only reduce its interest expense by 2.5% to 3.5% but also allowed the Company to naturally hedge its Swiss franc exposure on its investments in Switzerland. The Company expects on an ongoing basis, to be able to finance cash requirements, including capital expenditures, stock repurchases, debt service, and possible future acquisitions, from the funds generated from operations and amounts available under the existing Bank Revolving Loan and Commercial Paper facilities.

For the six months ended June 30, 2000, cash flows from operating activities were \$63.7 million compared to \$40.9 million for the six months ended June 30, 1999. The 1999 cash flows from operating activities included \$11.7 million of negative cash flows associated with the two restructurings recorded in 1998. The increase of \$22.8 million results primarily from increased earnings, decreases in deferred income taxes and prepaid expenses and other current assets and increases in accrued liabilities offset by increases in inventories.

Investing activities for the six months ended June 30, 2000 include capital expenditures of \$13.5 million.

Certain assets of Tulsa Dental Products LLC were purchased in January 1996 for \$75.1 million plus \$5.0 million in May 1999 related to contingent consideration (earn-out) provisions in the purchase agreement based on performance of the acquired business. The agreement provides for an additional earn-out payment based on the future operating performance of the Tulsa Dental business for one of the two-year periods ending December 31, 2000, December 31, 2001 or December 31, 2002, as selected by the seller. Based on current performance, this earn-out is estimated to be approximately \$70-80 million.

NEW STANDARDS

Statement of Financial Accounting Standards No. 133 ("FASB 133"), "Accounting for Derivative Instruments and Hedging Activities," was issued by the Financial Accounting Standards Board (FASB) in June 1998. This Statement establishes accounting and reporting standards for derivative instruments, including certain derivative instruments embedded in other contracts, and for hedging activities. This statement was originally required to be adopted effective January 1, 2000; however, in June 1999 FASB issued Statement No. 137 "Accounting for Derivative Instruments and Hedging Activities - Deferral of the Effective Date of FASB Statement No. 133", which delays the effective date to January 1, 2001. In June 2000 FASB issued Statement No. 138 "Accounting for Certain Derivative Instruments and Certain Hedging Activities - An amendment of FAS 133". This statement amends certain areas of FASB 133 that have caused implementation difficulties for some companies getting ready for its application. This amendment is also effective on January 1, 2001. The Company has put together a team, which is currently evaluating the numerous provisions of these standards and how they will impact the Company's results of operations, financial position and cash

flows. The Company has not yet determined the full effect of adopting these new statements.

In December 1999, the Securities and Exchange Commission issued Staff Accounting Bulletin (SAB) No. 101, which addresses principles of revenue recognition. The Company is currently evaluating the impact SAB No. 101 will have on its financial statements and revenue recognition policies and procedures, if any.

EURO CURRENCY CONVERSION

On January 1, 1999, eleven of the fifteen member countries of the European Union (the "participating countries") established fixed conversion rates between their legacy currencies and the newly established Euro currency.

The legacy currencies will remain legal tender in the participating countries between January 1, 1999 and January 1, 2002 (the "transition period"). Starting January 1, 2002 the European Central Bank will issue Euro-denominated bills and coins for use in cash transactions. On or before July 1, 2002, the legacy currencies of participating countries will no longer be legal tender for any transactions.

The Company's various operating units which are affected by the Euro conversion intend to keep their books in their respective legacy currency through a portion of the three year transition period. At this time, the Company does not expect the reasonable foreseeable consequences of the Euro conversion to have material adverse effects on the Company's business, operations or financial condition.

IMPACT OF INFLATION

The Company has generally offset the impact of inflation on wages and the cost of purchased materials by reducing operating costs and increasing selling prices to the extent permitted by market conditions.

Item 3 - Quantitative and Qualitative Disclosures About Market Risk

There have been no significant material changes to the market risks as disclosed in the Company's Annual Report on Form 10-K filed for the year ending December 31, 1999.

PART II OTHER INFORMATION

Item 1 - Legal Proceedings

DENTSPLY and its subsidiaries are from time to time parties to lawsuits arising out of their respective operations. The Company believes that pending litigation to which DENTSPLY is a party will not have a material adverse effect upon its consolidated financial position or results of operations.

In June 1995, the Antitrust Division of the United States Department of Justice initiated an antitrust investigation regarding the policies and conduct undertaken by the Company's Trubyte Division with respect to the distribution of artificial teeth and related products. On January 5, 1999 the Department of Justice filed a complaint against the Company in the U.S. District Court in Wilmington, Delaware alleging that the Company's tooth distribution practices violate the antitrust laws and seeking an order for

the Company to discontinue its practices. Three follow on private class action suits on behalf of dentists, laboratories and denture patients in seventeen states, respectively, who purchased Trubyte teeth or products containing Trubyte teeth were filed and transferred to the U.S. District Court in Wilmington, Delaware. These cases have been assigned to the same judge who is handling the Department of Justice action. The class action filed on behalf of the dentists has been dismissed by the plaintiffs. The private party suits seek damages in an unspecified amount. The Company has filed a motion for summary judgment in the Department of Justice case. It is the Company's position that the conduct and activities of the Trubyte Division do not violate the antitrust laws.

Item 4 - Submission of Matters to a Vote of Security Holders

- (a) On May 24, 2000, the Company held its 2000 Annual Meeting of Stockholders.
- (b) Not applicable.
- (c) The following matters were voted upon at the Annual Meeting, with the results indicated:

1. Election of Class II Directors:

Nominee	Votes For	Votes	
		Withheld	Broker Non-Votes
Cynthia P. Danaher	40,971,357	601,764	N/A
Leslie A. Jones	40,921,181	651,940	N/A
Edgar H. Schollmaier	41,042,860	530,261	N/A

2. Proposal to ratify the appointment of PricewaterhouseCoopers LLP, independent accountants, to audit the books and accounts of the Company for the year ending December 31, 2000:

Votes For: 40,661,458 Votes Against: 868,816
 Abstentions: 42,847 Broker Non-Votes: N/A

- (d) Not applicable.

Item 6 - Exhibits and Reports on Form 8-K

- (a) Exhibits. The following exhibits are filed herewith:

Number	Description
27	Financial Data Schedule (pursuant to Item 601(c)(1)(iv) of Regulation S-K, this exhibit shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended)

- (b) Reports on Form 8-K

On February 16, 2000 the Company filed a Form 8-K, under item 4, reporting that it had changed its Certifying Accountants effective for the 2000 fiscal year and other information required by Regulation S-K Item 304. On March 1, 2000, Amendment 1 to this Form 8-K was filed on Form 8-K/A, under items 4 and 7. This amendment related to the inclusion of a letter from the former accountants stating whether they agree or disagree with the statements made by the Company under item 4. On April 6, 2000, Amendment 2 to this Form 8-K was filed on Form 8-K/A, under items 4 and 7. The purpose of this amendment was to provide an update of

the information required by Regulation S-K Item 304 through March 30, 2000, the date the former accountants' final audit report was filed with the SEC, within the Company's annual report on Form 10-K.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DENTSPLY INTERNATIONAL INC.

August 14, 2000	/s/	John C. Miles II
-----		-----
Date		John C. Miles II
		Chairman and
		Chief Executive Officer

August 14, 2000	/s/	William R. Jellison
-----		-----
Date		William R. Jellison
		Senior Vice President and
		Chief Financial Officer

EXHIBIT INDEX

Number	Description	Sequential Page No.
-----	-----	-----
27	Financial Data Schedule (pursuant to Item 601(c)(1)(iv) of Regulation S-K, this exhibit shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended)	20

<ARTICLE>

5

<LEGEND>

THIS SCHEDULE CONTAINS SUMMARY FINANCIAL INFORMATION EXTRACTED FROM THE UNAUDITED CONSOLIDATED CONDENSED FINANCIAL STATEMENTS OF DENTSPLY INTERNATIONAL INC. AT JUNE 30, 2000 AND FOR THE FISCAL QUARTER THEN ENDED, AND IS QUALIFIED IN ITS ENTIRETY BY REFERENCE TO SUCH FINANCIAL STATEMENTS.

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