SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

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

For the quarterly period ended June 30,2004

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.)

221 West Philadelphia Street, 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.

(X) Yes ( ) No

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act).

(X) 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, 2004 the Company had 80,508,574 shares of Common Stock outstanding, with a par value of $.01 per share.

DENTSPLY INTERNATIONAL INC.
FORM 10-Q

For Quarter Ended June 30, 2004

INDEX

DENTSPLY INTERNATIONAL INC. AND SUBSIDIARIES
CONSOLIDATED CONDENSED STATEMENTS OF INCOME
(unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands, except per share amounts)			
Net sales	$ 425,325	$ 394,478	$ 840,706	$ 765,714
Cost of products sold	212,424	196,403	422,948	384,877
Gross profit	212,901	198,075	417,758	380,837
Selling, general and administrative expenses	135,003	128,235	269,030	250,473
Restructuring and other costs (Note 9)	333	--	1,057	--
Operating income	77,565	69,840	147,671	130,364
Other income and expenses:				
Interest expense	5,854	6,454	11,801	12,548
Interest income	(1,215)	(360)	(1,889)	(626)
Other (income) expense, net	575	(565)	798	(1,075)
Income before income taxes	72,351	64,311	136,961	119,517
Provision for income taxes	23,129	20,861	41,971	38,628
Income from continuing operations	49,222	43,450	94,990	80,889
Income (loss) from discontinued operations, (Including gain on sale in the six months ended June 30, 2004 of $43,031) (Note 6)	(179)	768	42,885	1,596
Net income	$ 49,043	$ 44,218	$ 137,875	$ 82,485

Earnings per common share - basic (Note 3)				
Continuing operations	$ 0.61	$ 0.55	$ 1.18	$ 1.03
Discontinued operations	--	0.01	0.54	0.02
Total earnings per common share - basic	$ 0.61	$ 0.56	$ 1.72	$ 1.05
Earnings per common share - diluted (Note 3)				
Continuing operations	$ 0.60	$ 0.54	$ 1.16	$ 1.01
Discontinued operations	--	0.01	0.53	0.02
Total earnings per common share - diluted	$ 0.60	$ 0.55	$ 1.69	$ 1.03
Cash dividends declared per common share	$ 0.05250	$ 0.04600	$ 0.10500	$ 0.09200
Weighted average common shares outstanding (Note 3):				
Basic	80,493	78,688	80,208	78,566
Diluted	82,089	80,327	81,796	80,168

<FN>
See accompanying notes to unaudited interim consolidated condensed financial statements.
</FN>

DENTSPLY INTERNATIONAL INC. AND SUBSIDIARIES
CONSOLIDATED CONDENSED BALANCE SHEETS
(unaudited)

	June 30, 2004	December 31, 2003
	(in thousands)	
Assets		
Current Assets:		
Cash and cash equivalents	$ 344,401	$ 163,755
Accounts and notes receivable-trade, net	245,439	241,385
Inventories, net (Notes 1 and 7)	203,179	205,587
Prepaid expenses and other current assets	89,576	88,463
Assets held for sale	--	28,262
Total Current Assets	882,595	727,452
Property, plant and equipment, net	376,225	376,211
Identifiable intangible assets, net	239,692	246,475
Goodwill, net	947,047	963,264
Other noncurrent assets	89,641	114,736
Noncurrent assets held for sale	--	17,449
Total Assets	$ 2,535,200	$ 2,445,587
Liabilities and Stockholders' Equity		
Current Liabilities:		
Accounts payable	$ 84,719	$ 86,338
Accrued liabilities	150,098	172,684
Income taxes payable	46,821	26,551
Notes payable and current portion of long-term debt	23,322	21,973
Liabilities of discontinued operations	--	20,206
Total Current Liabilities	304,960	327,752
Long-term debt	771,345	790,202
Deferred income taxes	67,184	66,861
Other noncurrent liabilities	134,943	137,016
Noncurrent liabilities of discontinued operations	--	1,269
Total Liabilities	1,278,432	1,323,100
Minority interests in consolidated subsidiaries	181	418
Commitments and contingencies (Note 11)		
Stockholders' Equity:		
Preferred stock, $.01 par value; .25 million shares authorized; no shares issued	--	--

Common stock, $.01 par value; 200 million shares authorized; 81.4 million shares issued at June 30, 2004 and December 31, 2003	814	814
Capital in excess of par value	183,540	166,952
Retained earnings	1,019,033	889,601
Accumulated other comprehensive income (Note 2)	81,766	104,920
Unearned ESOP compensation	--	(380)
Treasury stock, at cost, 0.9 million shares at June 30, 2004 and 2.1 million shares at December 31, 2003	(28,566)	(39,838)
Total Stockholders' Equity	1,256,587	1,122,069
Total Liabilities and Stockholders' Equity	$ 2,535,200	$ 2,445,587

<FN>
See accompanying notes to unaudited interim consolidated condensed financial statements.
</FN>

DENTSPLY INTERNATIONAL INC. AND SUBSIDIARIES
CONSOLIDATED CONDENSED STATEMENTS OF CASH FLOWS
(unaudited)

	Six Months Ended June 30,	
	2004	2003
	(in thousands)	
Cash flows from operating activities:		
Income from continuing operations	$ 94,990	$ 80,889
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	20,341	18,973
Amortization	4,223	4,605
Restructuring and other costs	1,057	--
Cash flows from discontinued operating activities	(1,959)	1,075
Other, net	(7,150)	(10,003)
Net cash provided by operating activities	111,502	95,539
Cash flows from investing activities:		
Capital expenditures	(25,468)	(38,795)
Acquisitions of businesses, net of cash acquired	(16,242)	(2,354)
Expenditures for identifiable intangible assets	--	(2,160)
Proceeds from sale of Gendex	102,500	--
Cash flows used in discontinued operations' investing activities	(148)	(790)
Other, net	(1,354)	385
Net cash provided by (used in) investing activities	59,288	(43,714)
Cash flows from financing activities:		
Payments on long-term borrowings	(505)	(3,785)
Net change in short-term borrowings	1,631	(378)
Cash paid for treasury stock	(16,905)	--
Cash dividends paid	(8,374)	(7,217)
Proceeds from exercise of stock options	30,198	9,442
Other, net	6,832	3,791
Net cash provided by financing activities	12,877	1,853
Effect of exchange rate changes on cash and cash equivalents	(3,021)	2,071
Net increase in cash and cash equivalents	180,646	55,749
Cash and cash equivalents at beginning of period	163,755	25,652
Cash and cash equivalents at end of period	$ 344,401	$ 81,401

<FN>
See accompanying notes to unaudited interim consolidated condensed financial statements.
</FN>

DENTSPLY INTERNATIONAL INC.

NOTES TO UNAUDITED INTERIM CONSOLIDATED CONDENSED FINANCIAL STATEMENTS

June 30, 2004

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 statement 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 Form 10-K filed March 15, 2004 are updated where appropriate.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and all majority-owned subsidiaries. Intercompany accounts and transactions are eliminated in consolidation.

Inventories

Inventories are stated at the lower of cost or market. At June 30, 2004, the cost of $12.2 million or 6% and at December 31, 2003, the cost of $11.4 million or 6% of inventories were 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 methods.

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 higher than reported by $1.2 million at June 30, 2004 and by $1.0 million at December 31, 2003.

Identifiable Finite-lived Intangible Assets

Identifiable finite-lived intangible assets, which primarily consist of patents, trademarks and licensing agreements, are amortized on a straight-line basis over their estimated useful lives. These assets are reviewed for impairment whenever events or circumstances provide evidence that suggest that the carrying amount of the asset may not be recoverable. The Company performs ongoing impairment analysis on intangible assets related to new technology. Impairment is based upon an evaluation of the identifiable undiscounted cash flows. If impaired, the resulting charge reflects the excess of the asset's carrying cost over its fair value.

Goodwill and Indefinite-Lived Intangible Assets

The Company follows Statement of Financial Accounting Standards No. 142 ("SFAS 142"), "Goodwill and Other Intangible Assets" which requires that an annual impairment approach be applied to goodwill and indefinite-lived intangible assets. The Company performs annual impairment tests based upon a fair value approach rather than an evaluation of the undiscounted cash flows. If impairment is identified under SFAS 142, the resulting charge is determined by recalculating goodwill through a hypothetical purchase price allocation of the fair value and reducing the current carrying value to the extent it exceeds the recalculated goodwill. If impairment is identified on indefinite-lived intangibles, the resulting charge reflects the excess of the asset's carrying cost over its fair value. The Company's goodwill decreased by $16.2 million during the six months ended June 30, 2004 to

$947.0 million, which was due primarily to the effects of foreign currency translation.

The Company performed the required annual impairment tests in the second quarter of 2004 and no impairment was identified. This impairment assessment was based upon a review of 22 reporting units.

Derivative Financial Instruments

The Company records all derivative instruments on the balance sheet at their fair value and changes in fair value are recorded each period in current earnings or comprehensive income in accordance with Statement of Financial Accounting Standards No. 133 ("SFAS 133"), "Accounting for Derivative Instruments and Hedging Activities".

The Company employs derivative financial instruments to hedge certain anticipated transactions, firm commitments, or assets and liabilities denominated in foreign currencies. Additionally, the Company utilizes interest rate swaps to convert floating rate debt to fixed rate, fixed rate debt to floating rate, cross currency basis swaps to convert debt denominated in one currency to another currency, and commodity swaps to fix its variable raw materials costs.

Revenue Recognition

Revenue, net of related discounts and allowances, is recognized at the time of shipment in accordance with shipping terms and as title and risk of loss pass to customers. Net sales include shipping and handling costs collected from customers in connection with the sale.

Certain of the Company's customers are offered cash rebate programs based on targeted sales increases. The Company has three primary programs which include the precious metal alloy rebate program, the Corporate general dental practices program and the Corporate group dental practices program. These rebate programs are developed to incent the customers to purchase product quantities in excess of their previous year activity. In accounting for these rebate programs, the Company records an accrual throughout the year as a reduction of net sales for the estimated rebate as sales take place in accordance with EITF 01-09, " Accounting for Consideration Given by a Vendor to a Customer (Including a Reseller of the Vendor's Products)".

The Company establishes a provision recorded against revenue for product returns in instances when incorrect products or quantities are inadvertently shipped. In addition, the Company establishes provisions for costs or losses that are expected with regard to returns for which revenue has been recognized for event-driven circumstances relating to product quality issues, complaints and / or other product specific issues.

Stock Compensation

The Company has stock-based employee compensation plans and applies the intrinsic value method in accordance with Accounting Principles Board Opinion No. 25, "Accounting for Stock Issued to Employees", and related interpretations in accounting for these plans. Under this method, no compensation expense is recognized for fixed stock option plans, provided that the exercise price is greater than or equal to the price of the stock at the date of grant. The following table illustrates the effect on net income and earnings per share if the Company had applied the fair value recognition provisions of Statement of Financial Accounting Standards No. 123, "Accounting for Stock-Based Compensation", to stock-based employee compensation.

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands, except per share amounts)			

Net income, as reported	$ 49,043	$ 44,218	$ 137,875	$ 82,485
Deduct: Stock-based employee compensation expense determined under fair value method, net of related tax	(3,221)	(2,724)	(6,472)	(5,418)
Pro forma net income	$ 45,822	$ 41,494	$ 131,403	$ 77,067
Basic earnings per common share				
As reported	$ 0.61	$ 0.56	$ 1.72	$ 1.05
Pro forma under fair value based method	$ 0.57	$ 0.53	$ 1.64	$ 0.98
Diluted earnings per common share				
As reported	$ 0.60	$ 0.55	$ 1.69	$ 1.03
Pro forma under fair value based method	$ 0.56	$ 0.52	$ 1.61	$ 0.96

NOTE 2 - COMPREHENSIVE INCOME

The components of comprehensive income, net of tax, are as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands)			
Net income	$ 49,043	$ 44,218	$ 137,875	$ 82,485
Other comprehensive income:				
Foreign currency translation adjustments	(7,243)	25,007	(18,224)	48,503
Unrealized gain on available-for-sale securities	26	5,325	49	6,619
Net gain (loss) on derivative financial instruments	(2,037)	140	(4,979)	(1,547)
Total comprehensive income	$ 39,789	$ 74,690	$ 114,721	$ 136,060

During the quarter and the six months ended June 30, 2004, foreign currency translation adjustments included translation losses of $13.1 million and $28.0 million, respectively, offset by gains of $5.9 million and $9.8 million, respectively, on the Company's loans designated as hedges of net investments. During the quarter and the six months ended June 30, 2003, the Company had translation gains of $36.0 million and $63.1 million, respectively, offset by losses of $11.0 million and $14.6 million, respectively, on its loans designated as hedges of net investments.

The balances included in accumulated other comprehensive income in the consolidated balance sheets are as follows:

	June 30, 2004	December 31, 2003
	(in thousands)	
Foreign currency translation adjustments	$ 91,308	$ 109,532
Net loss on derivative financial instruments	(8,532)	(3,553)
Unrealized gain on available-for-sale securities	200	151
Minimum pension liability	(1,210)	(1,210)
	$ 81,766	$ 104,920

The cumulative foreign currency translation adjustments included translation gains of $165.0 million and $193.0 million as of June 30, 2004 and December 31, 2003, respectively, offset by losses of $73.7 million and $83.5 million, respectively, on loans designated as hedges of net investments.

NOTE 3 - EARNINGS PER COMMON SHARE

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

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands, except per share amounts)			
Basic Earnings Per Common Share Computation				
Income from continuing operations	$ 49,222	$ 43,450	$ 94,990	$ 80,889
Income (loss) from discontinued operations	(179)	768	42,885	1,596
Net income	$ 49,043	$ 44,218	$137,875	$ 82,485
Common shares outstanding	80,493	78,688	80,208	78,566
Earnings per common share from continuing operations	$ 0.61	$ 0.55	$ 1.18	$ 1.03
Earnings per common share from discontinued operations	--	0.01	0.54	0.02
Total earnings per common share - basic	$ 0.61	$ 0.56	$ 1.72	$ 1.05
Diluted Earnings Per Common Share Computation				
Income from continuing operations	$ 49,222	$ 43,450	$ 94,990	$ 80,889
Income (loss) from discontinued operations	(179)	768	42,885	1,596
Net income	$ 49,043	$ 44,218	$137,875	$ 82,485
Common shares outstanding	80,493	78,688	80,208	78,566
Incremental shares from assumed exercise of dilutive options	1,596	1,639	1,588	1,602
Total shares	82,089	80,327	81,796	80,168
Earnings per common share from continuing operations	$ 0.60	$ 0.54	$ 1.16	$ 1.01
Earnings per common share from discontinued operations	--	0.01	0.53	0.02
Total earnings per common share - diluted	$ 0.60	$ 0.55	$ 1.69	$ 1.03

Options to purchase 104,100 shares of common stock that were outstanding during the quarter ended June 30, 2003 were not included in the computation of diluted earnings per share since the options' exercise prices were greater than the average market price of the common shares and, therefore, the effect would be antidilutive. Antidilutive options outstanding during the six months ended June 30, 2004 and 2003 were 35,800 and were 1.5 million, respectively.

NOTE 4 - BUSINESS ACQUISITIONS/DIVESTITURES

In March 2001, the Company acquired the dental injectible anesthetic assets of AstraZeneca ("AZ Assets"). The total purchase price of this transaction was composed of an initial $96.5 million payment which was made at closing in March 2001 and a $20 million contingency payment (including related accrued interest) associated with the first year sales of injectible dental anesthetic which was paid during the first quarter of 2002.

In a separate agreement, as amended, the Company acquired the know-how, patent and trademark rights to the non-injectible periodontal anesthetic product known as Oraqix with a purchase price composed of the following: a $2.0 million payment upon submission of a New Drug Application ("NDA") in the U.S. and a Marketing Authorization Application ("MAA") in Europe for the Oraqix product under development; payments of $6.0 million and $2.0 million upon the approval of the NDA and MAA, respectively, for licensing rights; and a $10.0 million prepaid royalty payment upon approval of both

applications. The $2.0 million payment related to the application filings was accrued and classified within the restructuring and other costs line item during the fourth quarter of 2001 and was paid during the first quarter of 2002. The MAA was approved in Sweden, the European Union member reference state, and the Company made the required $2.0 million payment to AstraZeneca in the second quarter of 2003. The NDA application was approved in December 2003 and as a result the remaining payments of $16.0 million became due and were accrued in 2003 and the payments were made in January 2004. These payments were capitalized and will be amortized over the term of the licensing agreements.

NOTE 5 - SEGMENT INFORMATION

The Company follows Statement of Financial Accounting Standards No. 131 ("SFAS 131"), "Disclosures about Segments of an Enterprise and Related Information". SFAS 131 establishes standards for disclosing information about reportable segments in financial statements. The Company has numerous operating businesses covering a wide range of products and geographic regions, primarily serving the professional dental market. Professional dental products represented approximately 98% of sales for the periods ended June 30, 2004 and 2003.

Operating businesses are organized into five operating groups, which have overlapping product offerings, geographical presence, customer bases, distribution channels, and regulatory oversight. In determining reportable segments, the Company considers its operating and management structure and the types of information subject to regular review by its chief operating decision-maker. The accounting policies of the segments are consistent with those described for the consolidated financial statements in the summary of significant accounting policies (see Note 1). The Company measures segment income for reporting purposes as net operating profit before restructuring, interest and taxes. A description of the activities provided within each of the Company's five reportable segments follows:

Dental Consumables - U.S. and Europe/Japan/Non-Dental

This business group includes responsibility for the design, manufacturing, sales, and distribution for certain small equipment and chairside consumable products in the U.S., Germany, Scandinavia, Iberia and Eastern Europe; the design and manufacture of certain chairside consumable and laboratory products in Japan, the sales and distribution of all Company products in Japan; and the Company's non-dental business.

Endodontics/Professional Division Dental Consumables/Asia

This business group includes the responsibility for the design and manufacturing for endodontic products in the U.S., Switzerland and Germany; certain small equipment and chairside consumable products in the U.S.; and laboratory products in China. The business is responsible for sales and distribution of all Company products throughout Asia - except Japan; all Company endodontic products in the U.S., Canada, Switzerland, Benelux, Scandinavia, and Eastern Europe, and certain endodontic products in Germany; and certain small equipment and chairside consumable products in the U.S.

Dental Consumables - United Kingdom, France, Italy, CIS, Middle East, Africa/European Dental Laboratory Business

This business group includes responsibility for the design and manufacture of dental laboratory products in Germany and the Netherlands and the sales and distribution of these products in Europe, Eastern Europe, Middle East, Africa and the CIS. The group also has responsibility for sales and distribution of the Company's other dental products in France, United Kingdom, Italy, Middle East, Africa and the CIS.

Australia/Canada/Latin America/U.S. Pharmaceutical

This business group includes responsibility for the design, manufacture,

sales and distribution of dental anesthetics in the U.S. and Brazil and chairside consumable and laboratory products in Brazil. It also has responsibility for the sales and distribution of all Company dental products sold in Australia, Canada, Latin America and Mexico.

U.S. Dental Laboratory Business/Implants/Orthodontics

This business group includes the responsibility for the design, manufacture, sales and distribution for laboratory products in the U.S. and the sales and distribution of U.S. manufactured laboratory products in certain international markets; the design, manufacture, world-wide sales and distribution of the Company's dental implant and bone generation products; and the world-wide sales and distribution of the Company's orthodontic products.

Significant interdependencies exist among the Company's operations in certain geographic areas. Inter-group sales are at prices intended to provide a reasonable profit to the manufacturing unit after recovery of all manufacturing costs and to provide a reasonable profit for purchasing locations after coverage of marketing and general and administrative costs.

Generally, the Company evaluates performance of the operating groups based on the groups' operating income and net third party sales excluding precious metal content.

The following tables set forth information about the Company's operating groups for the quarters and six month periods ended June 30, 2004 and 2003:

Third Party Net Sales

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands)			
Dental Consumables - U.S. and Europe/ Japan/Non-dental	$ 75,406	$ 70,710	$144,708	$135,090
Endodontics/Professional Division Dental Consumables/Asia	103,619	95,944	202,977	185,500
Dental Consumables - UK, France, Italy, CIS, Middle East, Africa/European Dental Laboratory Business	122,022	111,443	251,258	219,401
Australia/Canada/Latin America/ U.S. Pharmaceutical	31,415	30,404	58,878	55,601
U.S. Dental Laboratory Business/ Implants/Orthodontics	88,256	80,973	174,646	160,830
All Other (a)	4,607	5,004	8,239	9,292
Total	$425,325	$394,478	$840,706	$765,714

Third Party Net Sales, excluding precious metal content

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands)			
Dental Consumables - U.S. and Europe/ Japan/Non-dental	$ 72,861	$ 67,787	$139,697	$128,439
Endodontics/Professional Division Dental Consumables/Asia	102,205	95,206	200,232	183,717
Dental Consumables - UK, France, Italy, CIS, Middle East, Africa/European Dental Laboratory Business	84,798	79,244	172,115	148,675

Australia/Canada/Latin America/ U.S. Pharmaceutical	31,099	29,705	58,434	54,650
U.S. Dental Laboratory Business/ Implants/Orthodontics	78,218	71,252	154,075	140,311
All Other (a)	4,606	5,004	8,238	9,292
Total excluding Precious Metal Content	373,787	348,198	732,791	665,084
Precious Metal Content	51,538	46,280	107,915	100,630
Total including Precious Metal Content	$425,325	$394,478	$840,706	$765,714

Intersegment Net Sales

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands)			
Dental Consumables - U.S. and Europe/ Japan/Non-dental	$ 57,281	$ 52,870	$ 112,059	$ 98,393
Endodontics/Professional Division Dental Consumables/Asia	42,708	41,533	81,629	79,539
Dental Consumables - UK, France, Italy, CIS, Middle East, Africa/European Dental Laboratory Business	22,233	20,603	45,677	42,141
Australia/Canada/Latin America/ U.S. Pharmaceutical	10,200	8,431	19,437	15,622
U.S. Dental Laboratory Business/ Implants/Orthodontics	8,255	9,994	15,511	17,127
All Other (a)	39,967	38,948	81,932	79,881
Eliminations	(180,644)	(172,379)	(356,245)	(332,703)
Total	$ --	$ --	$ --	$ --

Segment Operating Income

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands)			
Dental Consumables - U.S. and Europe/ Japan/Non-dental	$ 22,115	$ 19,454	$ 41,163	$ 35,621
Endodontics/Professional Division Dental Consumables/Asia	40,882	39,232	79,843	76,266
Dental Consumables - UK, France, Italy, CIS, Middle East, Africa/European Dental Laboratory Business	9,566	7,959	21,583	13,596
Australia/Canada/Latin America/ U.S. Pharmaceutical	4,021	3,861	6,931	6,135
U.S. Dental Laboratory Business/ Implants/Orthodontics	13,991	11,129	27,374	21,999
All Other (a)	(12,677)	(11,795)	(28,166)	(23,253)
Segment Operating Income	77,898	69,840	148,728	130,364
Reconciling Items:				
Restructuring and other costs	333	--	1,057	--
Interest Expense	5,854	6,454	11,801	12,548
Interest Income	(1,215)	(360)	(1,889)	(626)
Other (income) expense, net	575	(565)	798	(1,075)
Income before income taxes	$ 72,351	$ 64,311	$ 136,961	$ 119,517

Assets

	June 30, 2004	December 31, 2003
	(in thousands)	

Dental Consumables - U.S. and Europe/ Japan/Non-dental	$ 194,901	$ 187,248
Endodontics/Professional Division Dental Consumables/Asia	1,224,896	1,215,723
Dental Consumables - UK, France, Italy, CIS, Middle East, Africa/European Dental Laboratory Business	573,655	590,208
Australia/Canada/Latin America/ U.S. Pharmaceutical	280,061	256,299
U.S. Dental Laboratory Business/ Implants/Orthodontics	303,561	311,782
All Other (a)	(41,874)	(115,673)
Total	$ 2,535,200	$ 2,445,587

(a) Includes: one operating division not managed by named segments, operating expenses of two distribution warehouses not managed by named segments, Corporate and inter-segment eliminations.

NOTE 6 - DISCONTINUED OPERATIONS

On February 27, 2004, the Company sold the assets and related liabilities of the Gendex business to Danaher Corporation for $102.5 million cash, plus the assumption of certain pension liabilities. Although the sales agreement contained a provision for a post-closing adjustment to the purchase price based on changes in certain balance sheet accounts, no such adjustments were necessary. This transaction resulted in a pre-tax gain of $72.9 million ($43.0 million after-tax). Gendex is a manufacturer of dental x-ray equipment and accessories and intraoral cameras. The sale of Gendex narrows the Company's product lines to focus primarily on dental consumables.

During the first quarter of the year 2004, the Company discontinued the operations of the Company's dental needle business.

The Gendex business and the dental needle business are distinguishable as separate components of the Company in accordance with Statement of Financial Accounting Standards No. 144 ("SFAS 144"), "Accounting for the Impairment or Disposal of Long-Lived Assets". The Gendex business and the needle business were classified as held for sale at December 31, 2003 in accordance with SFAS 144. The statements of operations and related financial statement disclosures for all prior years have been restated to present the Gendex business and needle business as discontinued operations separate from continuing operations.

Discontinued operations net revenue and income before income taxes for the periods presented were as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands)			
Net sales	$ 524	$23,471	$17,435	$48,422
Gain on sale of Gendex	--	--	72,943	--
Income (loss) before income taxes (including gain on sale in the six months ended June 30, 2004)	(268)	1,173	72,841	2,686

NOTE 7 - INVENTORIES

Inventories consist of the following:

	June 30,	December 31,

	2004	2003
	(in thousands)	
Finished goods	$121,433	$123,290
Work-in-process	41,750	41,997
Raw materials and supplies	39,996	40,300
	$203,179	$205,587

NOTE 8 - BENEFIT PLANS

The components of the net periodic benefit cost for the Company's benefit plans are as follows:

	Pension Benefits		Other Postretirement Benefits	
	Three Months Ended June 30,		Three Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands)			
Service cost	$ 1,056	$ 948	$ 68	$ 134
Interest cost	1,491	1,304	170	413
Expected return on plan assets	(802)	(745)	(172)	(390)
Net amortization and deferral	162	136	116	239
Net periodic benefit cost	$ 1,907	$ 1,643	$ 182	$ 396

	Pension Benefits		Other Postretirement Benefits	
	Six Months Ended June 30,		Six Months Ended June 30,	
	2004	2003	2004	2003
	(in thousands)			
Service cost	$ 2,249	$ 1,996	$ 135	$ 169
Interest cost	2,949	2,557	341	522
Expected return on plan assets	(1,635)	(1,478)	(343)	(493)
Net amortization and deferral	351	275	232	302
Net periodic benefit cost	$ 3,914	$ 3,350	$ 365	$ 500

Information related to the funding of the Company's benefit plans for 2004 is as follows:

	Pension Benefits	Other Postretirement Benefits
	(in thousands)	
Actual, June 30, 2004	$2,459	$ 860
Projected for the remainder of the year	2,470	185
Total for year	$4,929	$1,045

NOTE 9 - RESTRUCTURING AND OTHER COSTS

During the fourth quarter of 2003, the Company recorded restructuring and other costs of $4.5 million. These costs were primarily related to impairment charges recorded to certain investments in emerging technologies. The products related to these technologies were abandoned and therefore these assets were no longer viewed as being recoverable. In addition,

certain costs were associated with the restructuring or consolidation of the Company's operations, primarily its U.S. laboratory businesses and the closure of its European central warehouse in Nijmegan, The Netherlands. Included in this charge were severance costs of $0.9 million, lease/contract termination costs of $0.6 million and intangible and other asset impairment charges of $3.0 million. In addition, during 2004, the Company recorded additional charges, incurred during the period, related to these plans of $0.4 million for severance costs, $0.1 million of lease/contract termination costs and $0.6 million of other restructuring costs. This restructuring plan will result in the elimination of approximately 65 administrative and manufacturing positions primarily in the United States, 20 of which remain to be eliminated as of June 30, 2004. Certain of these positions will need to be replaced at the consolidated site and therefore the net reduction in positions is expected to be approximately 25. This plan is expected to be substantially complete by December 31, 2004. The major components of these charges and the remaining outstanding balances at June 30, 2004 are as follows:

	2003 Provisions	Amounts Applied 2003	2004 Provisions	Amounts Applied 2004	Balance June 30, 2004
			(in thousands)		
Severance	$ 908	$ (49)	$ 340	$ (918)	$ 281
Lease/contract terminations	562	(410)	82	(138)	96
Other restructuring costs	27	(27)	635	(635)	--
Intangible and other asset impairment charges	3,000	(3,000)	--	--	--
	$ 4,497	$(3,486)	$ 1,057	$(1,691)	$ 377

During the second quarter of 2002, the Company recorded a charge of $1.7 million for restructuring and other costs. The charge primarily related to the elimination of duplicative functions created as a result of combining the Company's Ceramed and U.S. Friadent divisions. Included in this charge were severance costs of $0.6 million, lease/contract termination costs of $0.9 million and $0.2 million of impairment charges on fixed assets that will be disposed of as a result of the restructuring plan. This restructuring plan resulted in the elimination of approximately 35 administrative and manufacturing positions in the United States and was substantially complete as of December 31, 2002.

As part of combining Austenal with the Company in 2002, $4.4 million of liabilities were established through purchase accounting for the restructuring of the acquired company's operations, primarily in the United States and Germany. Included in this liability were severance costs of $2.9 million, lease/contract termination costs of $1.4 million and other restructuring costs of $0.1 million. During 2003, the Company reversed a total of $1.1 million, which was recorded to goodwill, as a change in estimate as it determined the costs to complete the plan were lower than originally estimated. This restructuring plan included the elimination of approximately 75 administrative and manufacturing positions in the United States and Germany. This plan was substantially complete at March 31, 2004.

The major components of the 2002 restructuring charges and the amounts recorded through purchase price accounting and the remaining outstanding balances at June 30, 2004 are as follows:

	Amounts Recorded Through Purchase	Amounts	Change	Amounts	Change in Estimate Recorded Through Purchase	Amounts	Balance

	2002 Provisions	Purchase Accounting	Applied 2002	in Estimate 2002	Applied 2003	Accounting 2003	Applied 2004	June 30, 2004
				(in thousands)				
Severance	$ 541	$ 2,927	$ (530)	$ (164)	$ (988)	$ (878)	$ (572)	$ 336
Lease/contract terminations	895	1,437	(500)	120	(665)	(245)	(217)	825
Other restructuring costs	38	60	(60)	(36)	--	--	--	2
Fixed asset impairment charges	195	--	(195)	--	--	--	--	--
	$ 1,669	$ 4,424	$(1,285)	$ (80)	$(1,653)	$(1,123)	$ (789)	$ 1,163

During the fourth quarter 2003, the Company made the decision to discontinue the operations of its dental needle business. The business consists of one manufacturing location which ceased operations on March 31, 2004. As a result of this decision, the Company recorded a charge in the fourth quarter of 2003 of $1.6 million as a reduction in income from discontinued operations. Included in this charge were severance costs of $0.4 million, fixed asset impairment charges of $0.5 million, $0.4 million of impairment charges related to goodwill and other restructuring costs of $0.3 million. In addition, during 2004, the Company recorded additional charges, incurred during the period, related to this closing of $0.1 million for severance costs and $0.1 million of other restructuring costs and $0.2 million fixed asset impairment charges. This plan resulted in the elimination of approximately 55 administrative and manufacturing positions in the United States. This plan was substantially complete at March 31, 2004. The major components of these charges are as follows:

	2003 Provisions	Amounts Applied 2003	2004 Provisions	Amounts Applied 2004	Balance June 30, 2004
		(in thousands)			
Severance	$ 405	$ --	$ 72	$ (477)	$--
Other restructuring costs	300	(300)	125	(125)	--
Fixed asset impairment charges	520	(520)	246	(246)	--
Goodwill impairment charges	360	(360)	--	--	--
	$ 1,585	$(1,180)	$ 443	$ (848)	$--

NOTE 10 - DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES

The Company's activities expose it to a variety of market risks which primarily include the risks related to the effects of changes in foreign currency exchange rates, interest rates and commodity prices. These financial exposures are monitored and managed by the Company as part of its overall risk-management program. The objective of this risk management program is to reduce the potentially adverse effects that these market risks may have on the Company's operating results.

A portion of the Company's borrowings and certain inventory purchases are denominated in foreign currencies which exposes the Company to market risk associated with exchange rate movements. The Company's policy generally is to hedge major foreign currency transaction exposures through foreign exchange forward contracts. These contracts are entered into with major financial institutions thereby minimizing the risk of credit loss. In addition, the Company's investments in foreign subsidiaries are denominated in foreign currencies, which creates exposures to changes in exchange rates. The Company uses debt denominated in the applicable foreign currency as a means of hedging a portion of this risk.

With the Company's significant level of long-term debt, changes in the interest rate environment can have a significant impact on the Company's earnings, depending upon its interest rate exposure. As a result, the Company manages its interest rate exposure with the use of interest rate swaps, when appropriate, based upon market conditions.

The manufacturing of some of the Company's products requires the use of commodities which are subject to market fluctuations. In order to limit the unanticipated earnings fluctuations from such market fluctuations, the Company selectively enters into commodity price swaps, primarily for silver, used in the production of dental amalgam. Additionally, the Company uses non-derivative methods, such as the precious metal consignment agreement to effectively hedge commodity risks.

Cash Flow Hedges

The Company uses interest rate swaps to convert a portion of its variable rate debt to fixed rate debt. As of June 30, 2004, the Company has two groups of significant variable rate to fixed rate interest rate swaps. One of the groups of swaps was entered into in January 2000 and February 2001, has a notional amount totaling 180 million Swiss francs, and effectively converts the underlying variable interest rates on the debt to a fixed rate of 3.3% for a period of approximately four years. The other significant group of swaps entered into in February 2002, has notional amounts totaling 12.6 billion Japanese yen, and effectively converts the underlying variable interest rates to an average fixed rate of 1.6% for a term of ten years. As part of entering into the Japanese yen swaps in February 2002, the Company entered into reverse swap agreements with the same terms to offset 115 million of the 180 million of Swiss franc swaps. Additionally, in the third quarter of 2003, the Company exchanged the remaining portion of the Swiss franc swaps, 65 million Swiss francs, for a forward-starting variable to fixed interest rate swap. Completion of this exchange allowed the Company to pay down debt and the forward-starting interest rate swap locks in the rate of borrowing for future Swiss franc variable rate debt, that will arise upon the maturity of the Company's fixed rate Swiss franc notes in 2005, at 4.2% for a term of seven years.

The Company selectively enters into commodity price swaps to effectively fix certain variable raw material costs. In April 2004, the Company entered into a commodity price swap agreement with notional amounts totaling 80,000 troy ounces of silver bullion, used in the production of its amalgam products, to hedge forecasted purchases throughout the remainder of calendar year 2004. The average fixed rate of this agreement is $5.95 per troy ounce. The Company generally hedges between 33% and 67% of its projected annual silver needs related to these products. Additionally, in April 2004, the Company entered into a commodity price swap agreement with notional amounts totaling 1,200 troy ounces of platinum bullion, used in the production of its impression material products, to hedge forecasted purchases throughout the remainder of calendar year 2004. The average fixed rate of this agreement is $781.00 per troy ounce. The Company generally hedges between 33% and 67% of its projected annual platinum needs related to these products.

The Company enters into forward exchange contracts to hedge the foreign currency exposure of its anticipated purchases of certain inventory from Japan. In addition, exchange contracts are used by certain of the Company's subsidiaries to hedge intercompany inventory purchases which are denominated in non-local currencies. The forward contracts that are used in these programs mature in twelve months or less. The Company generally hedges between 33% and 67% of its anticipated purchases from the supplying locations.

Fair Value Hedges

The Company uses interest rate swaps to convert a portion of its fixed rate debt to variable rate debt. In December 2001, the Company issued 350 million in Eurobonds at a fixed rate of 5.75% maturing in December 2006 to partially finance the Degussa Dental acquisition. Coincident with the issuance of the Eurobonds, the Company entered into two integrated transactions: (a) an interest rate swap agreement with notional amounts totaling Euro 350 million which converted the 5.75% fixed rate Euro-denominated financing to a variable rate (based on the London Interbank Borrowing Rate ("LIBOR")) Euro-denominated financing; and (b) a cross-currency basis swap which converted this variable rate Euro-denominated financing to variable rate U.S. dollar-denominated financing.

The Euro 350 million interest rate swap agreement was designated as a fair value hedge of the Euro 350 million in fixed rate debt pursuant to SFAS No. 133, "Accounting for Derivative Instruments and Hedging Activities" (SFAS No. 133). In accordance with SFAS No. 133, the interest rate swap and

underlying Eurobond have been marked-to-market via the income statement. As of June 30, 2004 and December 31, 2003, the accumulated fair value of the interest rate swap was $12.0 million and $14.1 million, respectively, and was recorded in Other Noncurrent Assets. The notional amount of the underlying Eurobond was increased by a corresponding amount at June 30, 2004 and December 31, 2003.

From inception through the first quarter of 2003, the cross-currency element of the integrated transaction was not designated as a hedge and changes in the fair value of the cross-currency element of the integrated transaction were marked-to-market in the income statement, offsetting the impact of the change in exchange rates on the Eurobonds that were also recorded in the income statement. As of June 30, 2004 and December 31, 2003, the accumulated fair value of the cross-currency element of the integrated transaction was $40.2 million and $56.6 million, respectively, and was recorded in Other Noncurrent Assets. The notional amount of the underlying Eurobond was increased by a corresponding amount at June 30, 2004 and December 31, 2003. See Hedges of Net Investments in Foreign Operations below for further information related to the cross-currency element of the integrated transaction.

Hedges of Net Investments in Foreign Operations

The Company has numerous investments in foreign subsidiaries. The net assets of these subsidiaries are exposed to volatility in currency exchange rates. Currently, the Company uses both non-derivative financial instruments, including foreign currency denominated debt held at the parent company level and long-term intercompany loans, for which settlement is not planned or anticipated in the foreseeable future and derivative financial instruments to hedge some of this exposure. Translation gains and losses related to the net assets of the foreign subsidiaries are offset by gains and losses in the non-derivative and derivative financial instruments designated as hedges of net investments.

At June 30, 2004 and December 31, 2003, the Company had Euro-denominated, Swiss franc-denominated and Japanese yen-denominated debt (at the parent company level) to hedge the currency exposure related to a designated portion of the net assets of its European, Swiss and Japanese subsidiaries. During 2003, the Company designated its Euro-denominated debt as a hedge of a portion of the net assets of its European subsidiaries, due to the change in the cross-currency element of the integrated transaction discussed below. At June 30, 2004 and December 31, 2003, the accumulated translation losses related to foreign currency denominated-debt included in Accumulated other comprehensive income were $73.7 million and $83.5 million, respectively.

In the first quarter of 2003, the Company amended the cross-currency element of the integrated transaction to realize the $ 51.8 million of accumulated value of the cross-currency swap. The amendment eliminated the final payment (at a fixed rate of $.90) of $315 million by the Company in exchange for the final payment of Euro 350 million by the counterparty in return for the counterparty paying the Company LIBOR plus 4.29% for the remaining term of the agreement or approximately $14.0 million on an annual basis. Other cash flows associated with the cross-currency element of the integrated transaction, including the Company's obligation to pay on $315 million LIBOR plus approximately 1.34% and the counterparty's obligation to pay on Euro 350 million LIBOR plus approximately 1.47%, remained unchanged by the amendment. Additionally, the cross-currency element of the integrated transaction continues to be marked-to-market.

No gain or loss was recognized upon the amendment of the cross currency element of the integrated transaction, as the interest rate of LIBOR plus 4.29% was established to ensure that the fair value of the cash flow streams before and after amendment were equivalent.

Since, as a result of the amendment, the Company became economically exposed to the impact of exchange rates on the final principal payment on the Euro 350 million Eurobonds, the Company designated the Euro 350 million Eurobonds as a hedge of net investment, on the date of the amendment. Since

March 2003, the effect of currency on the Euro 350 million Eurobonds has resulted in losses $27.7 million which has been recorded as part of "Accumulated other comprehensive income".

Other

The aggregate net fair value of the Company's derivative instruments at June 30, 2004 and December 31, 2003 was $47.2 million and $63.1 million, respectively.

In accordance with SFAS 52, "Foreign Currency Translation", the Company utilizes long-term intercompany loans, for which settlement is not planned or anticipated in the foreseeable future, to eliminate foreign currency transaction exposures of certain foreign subsidiaries. Net gains or losses related to these long-term intercompany loans are included in "Accumulated other comprehensive income ".

NOTE 11- COMMITMENTS AND CONTINGENCIES

DENTSPLY and its subsidiaries are from time to time parties to lawsuits arising out of their respective operations. The Company believes it is unlikely that pending litigation to which DENTSPLY is a party will 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. The trial in the government's case was held in April and May 2002. On August 14, 2003, the Judge entered a decision that the Company's tooth distribution practices do not violate the antitrust laws. On October 14, 2003, the Department of Justice appealed this decision to the U.S. Third Circuit Court of Appeals. The parties have submitted their briefs and a hearing is scheduled in September 2004.

Subsequent to the filing of the Department of Justice Complaint in 1999, several private party class actions were filed based on allegations similar to those in the Department of Justice case, on behalf of laboratories, and denture patients in seventeen states who purchased Trubyte teeth or products containing Trubyte teeth. These cases were transferred to the U.S. District Court in Wilmington, Delaware. The private party suits seek damages in an unspecified amount. The Court has granted the Company's Motion on the lack of standing of the laboratory and patient class actions to pursue damage claims. The Plaintiffs in the laboratory case have appealed this decision to the Third Circuit and briefs of the parties have been submitted. Also, private party class actions on behalf of indirect purchasers were filed in California and Florida state courts. The California and Florida cases have been dismissed by the Plaintiffs following the decision by the Federal District Court Judge issued in August 2003.

On March 27, 2002, a Complaint was filed in Alameda County, California (which was transferred to Los Angeles County) by Bruce Glover, D.D.S. alleging, inter alia, breach of express and implied warranties, fraud, unfair trade practices and negligent misrepresentation in the Company's manufacture and sale of Advance(R) cement. The Complaint seeks damages in an unspecified amount for costs incurred in repairing dental work in which the Advance(R) product allegedly failed. In January 2004, the Judge entered an Order granting class certification only on the claims of breach of warranty and fraud. In general, the Class is defined as California dentists who purchased and used Advance(R) cement and were required, because of failures of the cement, to repair or reperform dental procedures. The Company challenged the certification of a class in higher courts, but such challenges have been unsuccessful. In July, the Court issued a decision that the class would be opt-in, as proposed by the Company, rather than opt-out (this means that after Notice of the class action is sent to

possible class members, a party will have to determine they meet the class definition and take affirmative action in order to join the class). The Advance(R) cement product was sold from 1994 through 2000 and total sales in the United States during that period were approximately $5.2 million.

NOTE 12 - ACCOUNTING CHARGES AND RESERVE REVERSALS

In the first and second quarters of 2003, the Company recorded pretax charges of $4.1 million and $5.5 million, respectively, related primarily to adjustments to inventory, accounts receivable, and prepaid expense accounts at one division in the United States and two international subsidiaries. All of these operating units had been involved in integrating one or more of the acquisitions completed in 2001. Of the $9.6 million in total pretax charges recorded in the first and second quarters of 2003, $2.4 million were determined to be properly recorded as changes in estimate, $0.4 million were determined to be errors between the first and second quarters of 2003, and the remaining $6.8 million ($4.6 million after tax) were determined to be errors relating to prior periods ("Charge Errors"). The Charge Errors included $3.0 million related to inaccurate reconciliations and valuation of inventory, $2.0 million related to inaccurate reconciliations and valuation of accounts receivable, $1.3 million related to unrecoverable prepaid expenses and $0.5 million related to other accounts.

In addition to the aforementioned, in the first and second quarters of 2003, the Company determined that $4.8 million in reserves reversed in 2003 and $4.1 million of reserves reversed in 2001 and 2002 should have been reversed in earlier years or had been erroneously established ("Reserve Errors"). The Reserve Errors occurred in 2000 through 2002 and related primarily to asset valuation accounts and accrued liabilities, including (on a pre-tax basis) $5.1 million related to product return provisions, $1.1 million related to bonus accruals, $0.8 million related to product warranties, $0.7 million related to inventory valuation and $1.2 million related to other accounts.

If the above described errors had been recorded in the proper periods, net income would have been lower by $0.4 million (less than $0.01 per diluted share) in the second quarter of 2003 and higher in the six month period ended June 30, 2003 by $1.3 million ($0.02 per diluted share).

Based on a qualitative and quantitative analysis, the Company concluded that these errors were not material to the financial statements of the respective prior periods, and as a result, these prior period financial statements were not restated.

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 discussed within the Company's Annual Report on Form 10-K for the year ended December 31, 2003.

OVERVIEW

Dentsply International Inc. is the world's largest manufacturer of

professional dental products. The Company is headquartered in the United States, and operates in more than 120 other countries, principally through its foreign subsidiaries. While the United States and Europe are the Company's largest markets, the Company serves all of the major professional dental markets worldwide.

The Company monitors numerous benchmarks in evaluating its business, including: (1) internal growth in the United States, Europe and the Pacific Rim; (2) the development and introduction of innovative new products; (3) growth through acquisition; and (4) continued focus on controlling costs and enhancing efficiency. We define "internal growth" as the increase in our net sales from period to period, excluding precious metal content, the impact of changes in currency exchange rates, and the net sales, for a period of twelve months following the transaction date, of businesses that we have acquired or divested.

Management believes that an internal growth rate of 5-6% is a long-term sustainable rate for the Company. During the first six months ended June 30, 2004, the Company's overall internal growth was approximately 5.0% compared to 4.6% for the first six months of 2003. Our internal growth rates in the United States and Europe, the largest dental markets in the world, were 3.1% and 6.5%, respectively during the six months ended June 30, 2004. Our internal growth rate in all other regions during the six months ended June 30, 2004, which represents approximately 18% of our sales, was 6.3%, due largely to strong growth in the Asian region, excluding Japan. Although a small component of our business (approximately 4% of sales), the Asian region, excluding Japan, has historically been one of the highest growth regions for the Company and management believes it represents a long-term growth opportunity for the industry and the Company. Japan represents the third largest dental market in the world behind the United States and Europe. Japan's dental market growth has been weak as it closely parallels its economic growth. The Company also views the Japanese market as an important growth opportunity, both in terms of a recovery in the Japanese economy and the opportunity to increase our market share.

Product innovation is a key component of the Company's overall growth strategy. Historically, the company has introduced in excess of twenty new products each year. Through six months of 2004, thirteen new products have been introduced around the world and an equivalent number of new products are scheduled for introduction during the balance of the year.

New advances in technology are anticipated to have a significant influence on future products in dentistry. In anticipation of this, the company has accelerated its investment in research and development in 2004 to support this development. As a part of the development strategy, the Company recently entered into a five-year agreement with the Georgia Institute of Technology's Research Institute to pursue potential new advances in dentistry. This is consistent with the Company's strategy of being the leading innovator in the industry.

Although the professional dental market in which the Company operates has experienced consolidation, it is still a fragmented industry. The Company continues to focus on opportunities to expand the Company's product offerings through acquisition. Management believes that there will continue to be adequate opportunities to participate as a consolidator in the industry for the foreseeable future.

The Company also remains focused on reducing costs and improving competitiveness. Management expects to continue to consolidate operations or functions and reduce the cost of those operations and functions while improving service levels. The Company believes that the benefits from these opportunities will improve the cost structure and offset areas of rising costs such as energy, benefits, regulatory oversight and compliance and financial reporting in the United States.

FACTORS IMPACTING COMPARABILITY BETWEEN PERIODS

Accounting Charges and Reserve Reversals

In the first and second quarters of 2003, the Company recorded pretax charges of $4.1 million and $5.5 million, respectively, related primarily to adjustments to inventory, accounts receivable, and prepaid expense accounts at one division in the United States and two international subsidiaries. All of these operating units had been involved in integrating one or more of the acquisitions completed in 2001. Of the $9.6 million in total pretax charges recorded in the first and second quarters of 2003, $2.4 million were determined to be properly recorded as changes in estimate, $0.4 million were determined to be errors between the first and second quarters of 2003, and the remaining $6.8 million ($4.6 million after tax) were determined to be errors relating to prior periods ("Charge Errors"). The Charge Errors included $3.0 million related to inaccurate reconciliations and valuation of inventory, $2.0 million related to inaccurate reconciliations and valuation of accounts receivable, $1.3 million related to unrecoverable prepaid expenses and $0.5 million related to other accounts.

In addition to the aforementioned, in the first and second quarters of 2003, the Company determined that $4.8 million in reserves reversed in 2003 and $4.1 million of reserves reversed in 2001 and 2002 should have been reversed in earlier years or had been erroneously established ("Reserve Errors"). The Reserve Errors occurred in 2000 through 2002 and related primarily to asset valuation accounts and accrued liabilities, including (on a pre-tax basis) $5.1 million related to product return provisions, $1.1 million related to bonus accruals, $0.8 million related to product warranties, $0.7 million related to inventory valuation and $1.2 million related to other accounts.

If the above described errors had been recorded in the proper periods, net income would have been lower by $0.4 million (less than $0.01 per diluted share) in the second quarter of 2003 and higher in the six month period ended June 30, 2003 by $1.3 million ($0.02 per diluted share).

Based on a qualitative and quantitative analysis, the Company concluded that these errors were not material to the financial statements of the respective prior periods, and as a result, these prior period financial statements were not restated.

Discontinued Operations

In February 2004, the Company sold its Gendex equipment business to Danaher Corporation. Additionally, in the first quarter of 2004 the Company discontinued production of dental needles. The sale of the Gendex business and discontinuance of dental needle production have been accounted for as discontinued operations pursuant to Statement of Financial Accounting Standard No. 144, "Accounting for the Impairment or Disposal of Long-Lived Assets". The results of operations for all periods presented have been restated to reclassify the results of operations for both the Gendex equipment and the dental needle businesses as discontinued operations.

RESULTS OF CONTINUING OPERATIONS, QUARTER ENDED JUNE 30, 2004 COMPARED TO QUARTER ENDED JUNE 30, 2003

Net Sales

The discussions below summarize the Company's sales growth, excluding precious metal content, from internal growth and net acquisition growth and highlights the impact of foreign currency translation. These disclosures of net sales growth provide the reader with sales results on a comparable basis between periods.

As the presentation of net sales excluding precious metal content could be considered a measure not calculated in accordance with generally accepted accounting principles (a so-called non-GAAP measure), the Company provides the following reconciliation of net sales to net sales excluding precious metal content. Our definitions and calculations of net sales excluding precious metal content and other operating measures derived using net sales excluding precious metal content may not necessarily be the same as those used by other companies.

	Three Months Ended June 30,	
	2004	2003
	(in millions)	
Net Sales	$ 425.3	$ 394.5
Precious Metal Content of Sales	(51.5)	(46.3)
Net Sales Excluding Precious Metal Content	$ 373.8	$ 348.2

Management believes that the presentation of net sales excluding precious metal content provides useful information to investors because a significant portion of DENTSPLY's net sales is comprised of sales of precious metals generated through sales of the Company's precious metal alloy products, which are used by third parties to construct crown and bridge materials. Due to the fluctuations of precious metal prices and because the precious metal content of the Company's sales is largely a pass-through to customers and has minimal effect on earnings, DENTSPLY reports sales both with and without precious metal content to show the Company's performance independent of precious metal price volatility and to enhance comparability of performance between periods. The Company uses its cost of precious metal purchased as a proxy for the precious metal content of sales, as the precious metal content of sales is not separately tracked and invoiced to customers. The Company believes that it is reasonable to use the cost of precious metal content purchased in this manner since precious metal alloy sale prices are generally adjusted when the prices of underlying precious metals change.

Net sales during the quarter ended June 30, 2004 increased $30.8 million, or 7.8%, over 2003 to $425.3 million. Net sales, excluding precious metal content, increased $25.6 million, or 7.3%, to $373.8 million. Sales growth, excluding precious metal content, was comprised of 4.0% internal growth and 3.3% foreign currency translation. The 4.0% internal growth was comprised of 4.3% in the United States, 2.5% in Europe and 6.2% for all other regions combined.

The internal sales growth, excluding precious metal content, in the United States was impacted by strong growth in orthodontic products, offset by weak growth in dental laboratory equipment and certain other dental consumables. In Europe, internal growth was primarily driven by strong growth in endodontic products and other chairside consumables, offset by weak growth in the dental laboratory category. Management believes the internal growth rate in Europe was partially impacted by our distributors buying forward during the first quarter in anticipation of transitional difficulties related to the move of our European distribution operations. In addition, the international dental show in Europe held in the second quarter of 2003 resulted in strong sales during that period which we believe had a negative influence on the 2004 internal growth rate. The internal growth of 6.3% in all other regions was largely the result of strong growth in the Asian region, excluding Japan, Canada, the Middle East and Africa.

Gross Profit

Gross profit was $212.9 million for the quarter ended June 30, 2004 compared to $198.1 million in 2003, an increase of $14.8 million, or 7.5%. Gross profit, measured against sales including precious metal content, represented 50.1% of net sales in 2004 compared to 50.2% in 2003. The gross profit for 2004, measured against sales excluding precious metal content, represented 57.0% of net sales compared to 56.9% in 2003. Gross profit as reported would have been higher by $1.0 million in 2003 had the Charge Errors and Reserve Errors been recorded in the proper periods.

Operating Expenses

Selling, general and administrative ("SG&A") expense increased $6.8 million, or 5.3%, to $135.0 million during the second quarter of 2004 from $128.2 million in 2003. The 5.3% increase in expenses reflects increases for the translation impact from a weaker U.S. dollar of approximately $4.5 million. SG&A expenses, measured against sales including precious metal

content, decreased to 31.7% compared to 32.5% in 2003. SG&A expenses, measured against sales excluding precious metal content, decreased to 36.1% compared to 36.8% in 2003. SG&A would have been higher by $1.6 million in 2003 had the Charge Errors and Reserve Errors been recorded in the proper periods. The continued leveraging of expenses was the primary reason for the percentage decrease in SG&A expenses from 2003 to 2004.

During the second quarter of 2004, the Company recorded restructuring and other costs of $0.3 million. These costs were primarily related to costs incurred in the consolidation of its U.S. laboratory businesses which was initiated in the fourth quarter of 2003.

Other Income and Expenses

Net interest expense and other expenses were $5.2 million during the quarter ended June 30, 2004 compared to $5.5 million in 2003. The 2004 period included $4.6 million of net interest expense, $1.0 million of currency transaction losses and $0.4 million of other nonoperating income. The 2003 period included $6.1 million of net interest expense, $1.2 million of currency transaction gains and $0.6 million of other nonoperating costs. The decrease in net interest expense was primarily due to increased interest income generated from the Company's higher cash levels.

Earnings

The effective tax rate decreased to 32.0% for the quarter ended June 30, 2004 from 32.4% in 2003.

Income from continuing operations increased $5.7 million, or 13.3%, to $49.2 million during the second quarter of 2004 from $43.5 million in 2003. Fully diluted earnings per share from continuing operations during the 2004 period were $0.60, an increase of 11.1% from $0.54 in 2003. Had the Charge Errors and Reserve Errors described above been recorded in the proper periods, income from continuing operations would have been lower by $0.4 million (less than $0.01 per diluted share) in the 2003 period.

Discontinued Operations

In February 2004, the Company sold its Gendex equipment business to Danaher Corporation. Also in the first quarter of 2004, the Company discontinued production of dental needles. Accordingly, the Gendex equipment and needle businesses have been reported as discontinued operations for all periods presented.

The loss from discontinued operations was $0.2 million during the quarter ended June 30, 2004 compared to income of $0.8 million for the same period in 2003. Fully diluted earnings per share from discontinued operations was a loss of less than $0.01 for the quarter ended June 30, 2004 and income of $0.01 for the same period in 2003.

Operating Segment Results

The Company has five operating groups, managed by five Senior Vice Presidents that equate to its operating segments. Each of these operating groups covers a wide range of product categories and geographic regions. The product categories and geographic regions often overlap across the groups. Further information regarding the details of each group is presented in Note 5 of the Consolidated Condensed Financial Statements. The management of each group is evaluated for performance and incentive compensation purposes on third party net sales, excluding precious metal content, and segment operating income.

Dental Consumables--U.S. and Europe/Japan/Non-dental

Net sales for this group was $72.9 million during the quarter ended June 30, 2004, a 7.5% increase compared to $67.8 million in 2003. Internal

growth was 3.6% and currency translation added 3.9% to sales in 2004. The European Consumables business had the highest growth in the group, which was offset by lower sales in the Japanese market.

Operating profit increased $2.6 million during the three months ended June 30, 2004 to $22.1 million in 2003. Sales growth in the European dental consumable business and the leveraging of SG&A expenses in the European and U.S. dental consumable businesses were the most significant contributors to the increase. Operating profit would have been lower by $0.3 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

Endodontics/Professional Division Dental Consumables/Asia

Net sales for this group increased $7.0 million during the three months ended June 30, 2004, or 7.4%, up from $95.2 million in 2003. Internal growth was 6.2% and currency translation added 1.2% to 2004 sales. Sales growth was highest in the Endodontics and Asian businesses offset by slower sales growth in the Professional Division business.

Operating profit was $40.9 million during the quarter ended June 30, 2004, an increase of $1.7 million from $39.2 million in 2003. This increase was driven by continued sales growth in the group's businesses, offset somewhat by the higher SG&A expenses in the Asian and Endodontics businesses. In addition, operating profit benefited from currency translation. Operating profit would have been lower by $0.8 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

Dental Consumables--United Kingdom, France, Italy, CIS, Middle East, Africa/European Dental Laboratory Business

Net sales for this group was $84.8 million during the quarter ended June 30, 2004, a 7.0% increase compared to $79.2 million in 2003. Internal growth was flat with currency translation adding to the overall growth in sales. The sales growth was strong in the Italian, Middle East, Africa and French consumable businesses, offset by decreases in the European Dental Laboratory businesses.

Operating profit increased $1.6 million during the three months ended June 30, 2004 to $9.6 million from $8.0 million in 2003. The operating profit improvement was driven primarily by improved gross profit margins of the Italian and French dental consumable businesses and improved leveraging of SG&A expenses by the European Dental Laboratory businesses and the Italian and French dental consumable businesses. In addition, operating profit benefited from currency translation. Operating profit would have been lower by $1.6 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

Australia/Canada/Latin America/U.S. Pharmaceutical

Net sales for this group increased $1.4 million during the quarter ended June 30, 2004, or 4.7%, from $29.7 million in 2003. Internal growth was 2.3% and currency translation added 2.4% to 2004 sales. The increase in sales was primarily due to the strong growth of the Canadian and Latin American businesses offset by the lower sales of the Australian and U.S. Pharmaceutical businesses.

Operating profit was $4.0 million during the second quarter of 2004, a $0.2 million increase from $3.8 million in 2003. The increase was driven by improved gross profit margins and the leveraging of SG&A expenses by the Australian business, improved gross margins in the Latin American business, specifically Brazil, offset by negative sales and increased SG&A expense at the U.S. Pharmaceutical business. Operating profit would have been higher by $0.1 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

U.S. Dental Laboratory Business/Implants/Orthodontics

Net sales for this group were $78.2 million during the three months ended June 30, 2004, a 9.8% increase compared to $71.3 million in 2003. Internal growth was 7.7% and currency translation added 2.1% to sales in 2004. The internal growth increase was primarily due to strong growth in the orthodontics business.

Operating profit increased $2.9 million during the three months ended June 30, 2004 to $14.0 million from $11.1 million in 2003. This increase was driven by improved sales and improved gross profit margins in the orthodontic business as well as improved leveraging of SG&A expenses in the orthodontic and U.S. Dental Laboratory businesses. In addition, operating profit benefited from currency translation. Operating profit would have been higher by $2.3 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

RESULTS OF CONTINUING OPERATIONS, SIX MONTHS ENDED JUNE 30, 2004 COMPARED TO QUARTER ENDED JUNE 30, 2003

Net Sales

The following is a reconciliation of net sales to net sales excluding precious metal content.

	Six Months Ended June 30,	
	2004	2003
	(in millions)	
Net Sales	$ 840.7	$ 765.7
Precious Metal Content of Sales	(107.9)	(100.6)
Net Sales Excluding Precious Metal Content	$ 732.8	$ 665.1

Net sales during the six months ended June 30, 2004 increased $75.0 million, or 9.8%, over 2003 to $840.7 million. Net sales, excluding precious metal content, increased $67.7 million, or 10.2%, to $732.8 million. Sales growth, excluding precious metal content, was comprised of 4.9% internal growth and 5.3% foreign currency translation. The 4.9% internal growth was comprised of 3.1% in the United States, 6.5% in Europe and 6.3% for all other regions combined.

The internal sales growth, excluding precious metal content, in the United States was impacted by strong growth in orthodontic and endodontic products, offset by weak growth in dental laboratory equipment and certain other dental consumables. In Europe strong internal sales growth in endodontic and implant products was offset by flat growth in the dental laboratory category. The internal growth of 6.3% in all other regions was largely the result of strong growth in the Asian region, excluding Japan, Canada, the Middle East and Africa.

Gross Profit

Gross profit was $417.8 million for the six month ended June 30, 2004 compared to $380.8 million in 2003, an increase of $37.0 million, or 9.7%. Gross profit, measured against sales including precious metal content, represented 49.7% of net sales in both 2004 and 2003. The gross profit for 2004, measured against sales excluding precious metal content, represented 57.0% of net sales compared to 57.3% in 2003. Gross profit as reported would have been higher by $2.7 million in 2003 had the Charge Errors and Reserve Errors been recorded in the proper periods. The decrease in the gross profit percentage excluding precious metal content from 2003 to 2004 was due in part to startup costs that were incurred in the pharmaceutical plant in Chicago as the media and the stability trials were being conducted and duplicate costs that were incurred with the relocation of the distribution facility in Europe where two facilities were operating at the same time.

Operating Expenses

Selling, general and administrative ("SG&A") expense increased $18.5 million, or 7.4%, to $269.0 million during the first six months of 2004 from $250.5 million in 2003. The 7.4% increase in expenses reflects increases for the translation impact from a weaker U.S. dollar of approximately $14.1 million. SG&A expenses, measured against sales including precious metal content, decreased to 32.0% compared to 32.7% in 2003. SG&A expenses, as measured against sales excluding precious metal content, decreased to 36.7% compared to 37.7% in 2003. SG&A would have been higher by $0.8 million in 2003 had the Charge Errors and Reserve Errors been recorded in the proper periods. The continued leveraging of expenses was the primary reason for the percentage decrease in SG&A expenses from 2003 to 2004.

During 2004, the Company recorded restructuring and other costs of $1.1 million. These costs were primarily related to the costs incurred in the closure of the Company's European central warehouse in Nijmegan, The Netherlands and transfer of this function to a Company-owned facility in Radolfzell, Germany, and additional charges related to the consolidation of its U.S. laboratory businesses which was initiated in the fourth quarter of 2003. The transfer of the European warehouse is an effort to improve customer service levels and reduce costs. This relocation was substantially complete during the first quarter of 2004. The Company made the decision to consolidate the laboratory businesses in order to improve operational efficiencies, to broaden customer penetration and to strengthen customer service. This plan is expected to be substantially completed by the end of 2004. The Company anticipates the remaining costs to complete this restructuring initiative will be approximately $1.5 million during the remainder of 2004, which will be expensed as the costs are incurred. These plans are projected to result in future annual expense reductions of approximately $2.0 million, beginning in the second half of 2004.

Other Income and Expenses

Net interest expense and other expenses were $10.7 million during the six months ended June 30, 2004 compared to $10.8 million in 2003. The 2004 period included $9.9 million of net interest expense, $0.7 million of currency transaction losses and $0.1 million of other nonoperating costs. The 2003 period included $11.9 million of net interest expense, $0.6 million of currency transaction gains and $0.5 million of other nonoperating income. The decrease in net interest expense was primarily due to increased interest income generated from the Company's higher cash levels.

Earnings

The effective tax rate decreased to 30.6% for the six months ended June 30, 2004 from 32.3% in 2003. The 2004 period includes a benefit of $1.2 million resulting from the resolution of a tax audit in a foreign jurisdiction and submission of additional credits both related to prior periods. These benefits reduced the effective tax rate by 0.9% during the six months ended June 30, 2004. The Company operates within multiple taxing jurisdictions and is subject to audit in these jurisdictions. Accruals are recorded for the estimated outcomes of these audits and adjustments to these accruals may need to be recorded in the future due to the outcome of these audits or due to the expiration of the related statutes of limitations.

Income from continuing operations increased $14.1 million, or 17.4%, to $95.0 million during the first six months of 2004 from $80.9 million in 2003. Fully diluted earnings per share from continuing operations during the 2004 period were $1.16, an increase of 14.9% from $1.01 in 2003. Had the Charge Errors and Reserve Errors described above been recorded in the proper periods, income from continuing operations would have been higher by $1.3 million ($0.02 per diluted share) in the 2003 period.

Discontinued Operations

Income from discontinued operations was $42.9 million during the six months ended June 30, 2004 and $1.6 million for the same period in 2003. Fully diluted earnings per share from discontinued operations were $0.53 and $0.02 for the periods ended June 30, 2004 and 2003, respectively. The income from discontinued operations in 2004 was almost entirely related to the gain realized on the sale of Gendex business.

Operating Segment Results

Dental Consumables--U.S. and Europe/Japan/Non-dental

Net sales for this group was $140.0 million for the six months ended June 30, 2004, an 8.8% increase compared to $128.4 million in 2003. Internal growth was 3.7% and currency translation added 5.1% to sales in 2004. The European consumables business had the highest growth in the group, which was offset lower sales in the Japanese market.

Operating profit increased $5.5 million during the six months ended June 30, 2004 to $41.2 million from $35.7 million in 2003. Sales growth in the European dental consumable business and the leveraging of SG&A expenses by the European and U.S. dental consumables businesses were the most significant contributors to the increase. Operating profit also benefited from currency translation. Operating profit would have been lower by $2.7 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

Endodontics/Professional Division Dental Consumables/Asia

Net sales for this group increased $16.5 million during the six months ended June 30, 2004, or 9.0%, up from $183.7 million in 2003. Internal sales growth was 7.3% and currency translation added 1.7% to 2004 sales. Sales growth was strong in the Endodontics and Asian businesses.

Operating profit was $79.8 million during the six months ended June 30, 2004, an increase of $3.5 million from $76.3 million in 2003. This increase was driven by continued sales growth in the group's businesses, offset somewhat by higher SG&A expenses in the Asian and Endodontics businesses. In addition, operating profit benefited from currency translation. Operating profit would have been lower by $0.7 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

Dental Consumables--United Kingdom, France, Italy, CIS, Middle East, Africa/European Dental Laboratory Business

Net sales for this group was $172.1 million for the six months ended June 30, 2004, an increase of $23.4 million, a 15.8% increase compared to $148.7 million in 2003. Internal growth was 4.4% and currency translation added 11.4% to sales in 2004. The sales growth was driven by strong growth in the Italian, French, Middle East and Africa consumable businesses, offset by flat growth in the European Dental Laboratory businesses.

Operating profit increased $8.0 million for the six months ended June 30, 2004 to $21.6 million from $13.6 million in 2003. The operating profit improvement was primarily related to the sales growth and the leveraging of SG&A expenses by the businesses in the group. In addition, operating profit benefited from currency translation. Operating profit would have been lower by $0.2 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

Australia/Canada/Latin America/U.S. Pharmaceutical

Net sales for this group increased $3.8 million during the six months ended June 30, 2004, or 6.9%, compared to $54.7 million in 2003. Internal growth was flat and currency translation added the overall growth to 2004 sales. The sales growth was primarily driven by negative sales growth of the U.S Pharmaceutical and Latin American business, specifically in Brazil and Mexico, offset by the strong sales growth of the Canadian business.

Operating profit was $6.9 million during the six months ended June 30, 2004, a $0.8 million increase from $6.1 million in 2003. This increase was driven by improved sales, gross profit margins and leveraging of SG&A expenses by the Australian and Canadian businesses, offset by decreasing margins and higher SG&A expenses at the U.S. Pharmaceutical business. In addition, operating profit benefited from currency translation. Operating profit would have been higher by $1.1 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

U.S. Dental Laboratory Business/Implants/Orthodontics

Net sales for this group was $154.1 million for the six months ended June 30, 2004, a 9.8% increase compared to $140.3 million in 2003. Internal growth was 6.7% and currency translation added 3.1% to sales in 2004. The internal growth increase was primarily due to strong growth in the orthodontics and dental implants businesses, offset by slower growth in the U.S. dental laboratory business.

Operating profit increased $5.4 million during the six months ended June 30, 2004, to $27.4 million from $22.0 million in 2003. This increase was driven by improved sales of the orthodontics and dental implants businesses and reduced SG&A expenses at the U.S. dental laboratory business. In addition, operating profit benefited from currency translation. Operating profit would have been higher by $4.7 million in 2003 if the Charge Errors and Reserve Errors had been recorded in the proper period.

CRITICAL ACCOUNTING POLICIES

There have been no material changes to the Company's disclosure in its 2003 Annual Report on Form 10-K filed March 15, 2004.

LIQUIDITY AND CAPITAL RESOURCES

Six Months Ended June 30, 2004

Cash flows from operating activities during the six months ended June 30, 2004 were $111.5 million compared to $95.5 million during the same period in 2003. The increase of $16.0 million results primarily from increased earnings versus the prior year.

Investing activities for the six months ended June 30, 2004 include capital expenditures of $25.5 million. The Company expects that capital expenditures will be approximately $60 million for the full year 2004. Acquisition activity for the six months ended June 30, 2004 was $16.2 million which was primarily related to the final payments due to AstraZeneca upon the approval of Oraqix by the Food and Drug Administration in the United States (see Note 4 to the Consolidated Condensed Financial Statements). Additionally, in February 2004, the Company completed the sale of its Gendex equipment business and received cash proceeds of $102.5 million.

In December 2003, the Board of Directors authorized the repurchase of up to 1.0 million shares of common stock for the year ended December 31, 2004 on the open market, with authorization expiring at the end of the year. During the first six months of 2004, the Company repurchased 0.4 million shares at an average cost per share of $45.02 and a total cost of $16.9 million (see also Part II, Item 2 of this Form 10-Q). In addition, the Company received proceeds of $30.2 million as a result of the exercise of 1.6 million stock options during the six months ended June 30, 2004.

The Company's long-term debt decreased by $18.9 million during the six months ended June 30, 2004 to $771.3 million. This change included a net decrease of $18.4 million due to exchange rate fluctuations on debt denominated in foreign currencies and changes in the value of interest rate swaps, and net repayments of $0.5 million made during the period. During the six months ended June 30, 2004, the Company's ratio of long-term debt to total capitalization decreased to 38.0% compared to 41.3% at December 31, 2003.

Under its multi-currency revolving credit agreement, the Company is able to borrow up to $250 million through May 2006 ("the five-year facility") and $125 million through May 2005 ("the 364 day facility"). The 364-day facility terminates in May 2005, but may be extended, subject to certain conditions, for additional periods of 364 days. This revolving credit agreement is unsecured and contains various financial and other covenants. The Company

also has available an aggregate $250 million under two commercial paper facilities; a $250 million U.S. facility and a $250 million U.S. dollar equivalent European facility ("Euro CP facility"). Under the Euro CP facility, borrowings can be denominated in Swiss francs, Japanese yen, Euros, British pounds and U.S. dollars. The multi-currency revolving credit facility serves as a back-up to these commercial paper facilities. The total available credit under the commercial paper facilities and the multi-currency facility in the aggregate is $250 million and no debt was outstanding under the commercial paper facilities at June 30, 2004.

The Company also has access to $74.0 million in uncommitted short-term financing under lines of credit from various financial institutions. The lines of credit have no major restrictions and are provided under demand notes between the Company and the lending institutions.

The Company had unused lines of credit of $316.0 million available at June 30, 2004 contingent upon the Company's compliance with certain affirmative and negative covenants relating to its operations and financial condition. The most restrictive of these covenants pertain to asset dispositions, maintenance of certain levels of net worth, and prescribed ratios of indebtedness to total capital and operating income plus depreciation and amortization to interest expense. At June 30, 2004, the Company was in compliance with these covenants.

Upon acquiring Degussa Dental in October 2001, Dentsply management changed Degussa Dental's practice of holding a long position in precious metals used in the production of precious metal alloy products, to holding the precious metal on a consignment basis from various financial institutions. In connection with this change in practice, the Company sold certain precious metals to various financial institutions in the fourth quarter of 2001 for a value of $41.8 million and in the first quarter of 2002 for a value of $6.8 million. These transactions effectively transferred the price risk on the precious metals to the financial institutions and allow the Company to acquire the precious metal at approximately the same time and for the same price as alloys are sold to the Company's customers. In the event that the financial institutions would discontinue offering these consignment arrangements, and if the Company could not obtain other comparable arrangements, the Company may be required to obtain financing to fund an ownership position in the required precious metal inventory levels. At June 30, 2004, the value of the consigned precious metals held by the Company was $61.5 million.

The Company's cash increased $180.6 million during the six months ended June 30, 2004 to $344.4 million. The Company has continued to accumulate cash in 2004 rather than reduce debt due to pre-payment penalties that would be incurred in retiring debt and the related interest rate swap agreements. The Company anticipates that cash will continue to build throughout the remainder of 2004, subject to any uses of cash for acquisitions and stock purchases.

There have been no material changes to the Company's scheduled contractual cash obligations disclosed in its 2003 Annual Report on Form 10-K filed March 15, 2004. The Company expects on an ongoing basis, to be able to finance cash requirements, including capital expenditures, stock repurchases, debt service, operating leases and potential future acquisitions, from the funds generated from operations and amounts available under its existing credit facilities.

NEW ACCOUNTING PRONOUNCEMENTS

In January 2004, the FASB released FASB Staff Position ("FSP") No. 106-1, "Accounting and Disclosure Requirements Related to the Medicare Prescription Drug, Improvement and Modernization Act of 2003." SFAS 106, "Employers' Accounting for Postretirement Benefits Other Than Pensions", requires a company to consider current changes in applicable laws when measuring its postretirement benefit costs and accumulated postretirement benefit obligation. However, because of uncertainties of the effect of the

provisions of the Medicare Prescription Drug, Improvement and Modernization Act of 2003 (the "Act") on plan sponsors and certain accounting issues raised by the Act, FSP 106-1 allows plan sponsors to elect a one-time deferral of the accounting for the Act. The Company elected the deferral provided by FSP 106-1 to analyze the impact of the Act on prescription drug coverage provided to a limited number of retirees from one of its business units. In May 2004, FASB released FSP 106-2 "Accounting and Disclosure Requirements Related to the Medicare Prescription Drug, Improvement and Modernization Act of 2003." This FSP provides final guidance on the accounting for the effects of the Act for employers that sponsor postretirement health care plans that provide prescription drug benefits. The FSB also requires those employers to provide certain disclosures regarding the effect of the federal subsidy provided by the Act. FSB 106-2 superceded FSB 106-1 when it became effective on July 1, 2004. The Company does not expect the Act to have a material impact on the Company's Postretirement benefits liabilities or the Company's financial statements.

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, 2003.

Item 4 - Controls and Procedures

(a) Evaluation of Disclosure Controls and Procedures

The Company's management, with the participation of the Company's Chief Executive Officer and Chief Financial Officer, evaluated the effectiveness of the Company's disclosure controls and procedures as of the end of the period covered by this report. Based on that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that the Company's disclosure controls and procedures as of the end of the period covered by this report have been designed and are functioning effectively to provide reasonable assurance that the information required to be disclosed by the Company in reports filed under the Securities Exchange Act of 1934 is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms. The Company believes that a controls system, no matter how well designed and operated, cannot provide absolute assurance that the objectives of the controls system are met, and no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within a company have been detected.

(b) Change in Internal Control over Financial Reporting

No change in the Company's internal control over financial reporting occurred during the Company's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

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 it is unlikely that pending litigation to which DENTSPLY is a party will 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. The trial in the government's case was held in April and May 2002. On August 14, 2003, the Judge entered a decision that the Company's tooth distribution practices do not violate the antitrust laws. On October 14, 2003, the Department of Justice appealed this decision to the U.S. Third Circuit Court of Appeals. The parties have submitted their briefs and a hearing is scheduled in September 2004.

Subsequent to the filing of the Department of Justice Complaint in 1999, several private party class actions were filed based on allegations similar to those in the Department of Justice case, on behalf of laboratories, and denture patients in seventeen states who purchased Trubyte teeth or products containing Trubyte teeth. These cases were transferred to the U.S. District Court in Wilmington, Delaware. The private party suits seek damages in an unspecified amount. The Court has granted the Company's Motion on the lack of standing of the laboratory and patient class actions to pursue damage claims. The Plaintiffs in the laboratory case have appealed this decision to the Third Circuit and briefs of the parties have been submitted. Also, private party class actions on behalf of indirect purchasers were filed in California and Florida state courts. The California and Florida cases have been dismissed by the Plaintiffs following the decision by the Federal District Court Judge issued in August 2003.

On March 27, 2002, a Complaint was filed in Alameda County, California (which was transferred to Los Angeles County) by Bruce Glover, D.D.S. alleging, inter alia, breach of express and implied warranties, fraud, unfair trade practices and negligent misrepresentation in the Company's manufacture and sale of Advance(R) cement. The Complaint seeks damages in an unspecified amount for costs incurred in repairing dental work in which the Advance(R) product allegedly failed. In January 2004, the Judge entered an Order granting class certification only on the claims of breach of warranty and fraud. In general, the Class is defined as California dentists who purchased and used Advance(R) cement and were required, because of failures of the cement, to repair or reperform dental procedures. The Company challenged the certification of a class in higher courts, but such challenges have been unsuccessful. In July, the Court issued a decision that the class would be opt-in, as proposed by the Company, rather than opt-out (this means that after Notice of the class action is sent to possible class members, a party will have to determine they meet the class definition and take affirmative action in order to join the class). The Advance(R) cement product was sold from 1994 through 2000 and total sales in the United States during that period were approximately $5.2 million.

Item 2 - Changes in Securities and Use of Proceeds

In December 2003, the Board of Directors authorized the repurchase of up to 1.0 million shares of common stock for the year ended December 31, 2004 on the open market, with authorization expiring at the end of the year. During the six months ended June 30, 2004, the Company had the following activity with respect to this repurchase program:

Period	Total Number Of Shares Purchased	Total Cost Of Shares Purchased	Average Price Paid Per Share	Number Of Shares That May Yet Be Purchased Under The Program
	(in thousands, except per share amounts)			
January, 2004	-	$ -	$ -	1,000.0
February, 2004	176.0	7,610	43.24	824.0
March, 2004	99.0	4,334	43.78	725.0
April, 2004	-	-	-	725.0
May, 2004	25.5	1,222	47.92	699.5
June, 2004	75.0	3,739	49.85	624.5
	375.5	$ 16,905	$ 45.02	

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

(a) On May 10, 2004, the Company held its 2004 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 III Directors:

Nominee	Votes For	Votes Withheld
Paula H. Cholmondeley	70,275,866	1,641,432
Michael J. Coleman	70,923,625	993,673
John C. Miles II	70,675,972	1,241,326
W. Keith Smith	69,849,230	2,068,068

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, 2004:

Votes For:	70,386,265
Votes Against:	1,499,917
Abstentions:	31,116

(d) Not applicable.

Item 6 - Exhibits and Reports on Form 8-K

(a) Exhibits

31 Section 302 Certification Statements.
32 Section 906 Certification Statement.

(b) Reports on Form 8-K

On July 26, 2004, the Company filed a Form 8-K, under item 12, furnishing the press release issued on July 26, 2004 regarding its second quarter 2004 sales and earnings.

On August 2, 2004, the Company filed a Form 8-K, under item 12, furnishing a transcript of its July 27, 2004 conference call regarding the Company's discussion of its second quarter 2004 sales and earnings.

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 9, 2004 /s/ Gerald K. Kunkle, Jr.
Date Gerald K. Kunkle, Jr.
Vice Chairman and
Chief Executive Officer

August 9, 2004 /s/ Bret W. Wise
Date Bret W. Wise
Senior Vice President and
Chief Financial Officer

Exhibit 31.1

Section 302 Certifications Statement

I, Gerald K. Kunkle, Jr., certify that:

1. I have reviewed this Form 10-Q of DENTSPLY International Inc;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (c) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal controls over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 9, 2004

/s/ Gerald K. Kunkle, Jr.

Vice Chairman and Chief Executive Officer

Exhibit 31.2

Section 302 Certifications Statement

I, Bret W. Wise, certify that:

1. I have reviewed this Form 10-Q of DENTSPLY International Inc;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   (b) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   (c) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal controls over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 9, 2004

/s/ Bret W. Wise

Senior Vice President and Chief Financial Officer

Exhibit 32

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Quarterly Report of DENTSPLY International Inc. (the "Company") on Form 10-Q for the period ending June 30, 2004 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), We, Gerald K. Kunkle, Jr., Chief Executive Officer and Vice Chairman of the Board of Directors of the Company and Bret W. Wise, Senior Vice President and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that, to the best of our knowledge and belief:

(1) The Report fully complies with the requirements of Sections 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company as of the date of the Report.

/s/ Gerald K. Kunkle, Jr.
Gerald K. Kunkle, Jr.
Chief Executive Officer and
Vice Chairman of the Board of Directors

/s/ Bret W. Wise
Bret W. Wise
Senior Vice President and
Chief Financial Officer

August 9, 2004