

BioScrip, Inc.
Form 4
April 17, 2012

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FRIEDMAN RICHARD H

(Last) (First) (Middle)
100 CLEARBROOK ROAD
(Street)
ELMSFORD, NY 10523
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
BioScrip, Inc. [BIOS]

3. Date of Earliest Transaction
(Month/Day/Year)
04/12/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$.0001 Par Value	04/12/2012 ⁽²⁾		S ⁽³⁾		4,700	D	\$ 7.0043
Common Stock, \$.0001 Par Value	04/12/2012		M		4,000	A	\$ 6.36
Common Stock, \$.0001 Par Value	04/12/2012		S		4,000	D	\$ 7.0048 ⁽⁵⁾

Common Stock, \$.0001 Par Value	04/12/2012	J	250,000	D	<u>(7)</u>	0	I	By The Richard H. Friedman Grantor Retained Annuity Trust <u>(6)</u>
Common Stock, \$.0001 Par Value	04/12/2012	J	250,000	A	<u>(7)</u>	399,579	D <u>(1)</u>	

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 6.36	04/12/2012		M	4,000	01/03/2006 ⁽⁴⁾ 05/31/2012	Common Stock, \$.0001 Par Value 4,000
Option To Purchase Common Stock	\$ 6.52					04/29/2009 ⁽⁸⁾ 05/31/2012	Common Stock, \$.0001 Par Value 112,500
Employee Stock Option (Right to Buy)	\$ 7.7					01/02/2009 ⁽⁸⁾ 05/31/2012	Common Stock, \$.0001 Par Value 70,000
	\$ 7.7					01/02/2009 ⁽⁸⁾ 05/31/2012	Common Stock, \$.0001 Par Value 130,000

Employee Stock Option (Right to Buy)				Common Stock, \$.0001 Par Value	
Employee Stock Option (Right to Buy)	\$ 7.54	01/03/2007 ⁽⁴⁾	05/31/2012	Common Stock, \$.0001 Par Value	200,0
Employee Stock Option (Right to Buy)	\$ 7.03	01/02/2005 ⁽⁴⁾	05/31/2012	Common Stock, \$.0001 Par Value	200,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FRIEDMAN RICHARD H 100 CLEARBROOK ROAD ELMSFORD, NY 10523		X		

Signatures

/s/ Richard H.
Friedman

04/16/2012

**Signature of Reporting
Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Includes 10,000 shares owned jointly with Mr. Friedman's spouse.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.00 to \$7.05, inclusive. The reporting person undertakes to provide BioScrip, Inc., any security holder of BioScrip, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(3) These sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 15, 2011.

(4) Fully Vested

(5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.00 to \$7.05, inclusive. The reporting person undertakes to provide BioScrip, Inc., any security holder of BioScrip, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(6) Shares of Common Stock are owned by the Richard H. Friedman Grantor Retained Annuity Trust dated June 22, 2009. The 250,000 shares held in the trust were transferred to the trust by Mr. Friedman on June 22, 2009. Mr. Friedman is trustee of the trust and has sole

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voting and dispositive power with respect to these shares of Common Stock.

- (7) 250,000 shares of the issuer held in the Richard Friedman 2009 Grantor Retained Annuity Trust were transferred to his individual name.
- (8) Vests and becomes exercisable in three equal annual installments commencing on the first anniversary of the date of grant.

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

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