

BioScrip, Inc.
Form 4
June 03, 2008

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)
05/30/2008

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)
Chairman of the Board and CEO

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	(D)	Price
Common Stock, \$.0001 par value	05/30/2008		A		200,000	A	\$ 0
Common Stock, \$.0001 par value					10,000	I	

By Shares Held By Ltd Partnership
(1)

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

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SEC 1474 (9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Employee Stock Option	\$ 3.46					01/02/2008 ⁽²⁾ 01/02/2017	Common Stock, \$0.0001 par value 200,000
Employee Stock Option (Right to Buy Common Stock)	\$ 2.16					10/08/2000 ⁽³⁾ 10/08/2009	Common Stock, \$0.0001 par value 207,800
Employee Stock Option (Right to Buy Common Stock)	\$ 2.37					10/08/2000 ⁽³⁾ 10/08/2009	Common Stock, \$0.0001 par value 42,194
Employee Stock Option (Right to Buy Common Stock)	\$ 12.2					11/28/2002 ⁽³⁾ 11/28/2011	Common Stock, \$0.0001 par value 200,000
Employee Stock Option (Right to Buy)	\$ 17.8					01/02/2003 ⁽³⁾ 01/02/2012	Common Stock, \$0.0001 par value 200,000

Common Stock)						
Employee Stock Option (Right to Buy Common Stock)	\$ 5.8	01/02/2004 ⁽³⁾	01/02/2013	Common Stock, \$.0001 par value	200,000	
Employee Stock Option (Right to Buy Common Stock)	\$ 7.54	01/03/2007 ⁽²⁾	01/03/2016	Common Stock, \$.0001 par value	200,000	
Employee Stock Option (Right to Buy)	\$ 7.03	01/02/2005 ⁽³⁾	01/02/2014	Common Stock, \$.0001 par value	200,000	
Employee Stock Option (Right to Buy)	\$ 6.36	01/03/2006 ⁽³⁾	01/03/2015	Common Stock, \$.0001 par value	200,000	
Employee Stock Option (Right to Buy)	\$ 7.7	01/02/2009 ⁽²⁾	01/02/2018 ⁽²⁾	Common Stock, \$.0001 par value	130,000	
Employee Stock Option (Right to Buy)	\$ 7.7	01/02/2009 ⁽²⁾	01/02/2018 ⁽²⁾	Common Stock, \$.0001 par value	70,000	
Option to Purchase Common Stock	\$ 6.52	04/29/2009	04/29/2018	Common Stock, \$.0001 par value	112,500	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

FRIEDMAN RICHARD H
100 CLEARBROOK ROAD
ELMSFORD, NY 10523

X

Chairman of the Board and CEO

Signatures

/s/ Richard H.
Friedman

06/03/2008

 **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) Shares of Common Stock are owned by the Richard Friedman Family Limited Partnership, of which Mr. Friedman is a general and limited partner. Mr. Friedman has shared voting and dispositive power with respect to these shares of Common Stock.
- (2) Vests and becomes exercisable in three equal annual installments commencing on the first anniversary of the date of grant.
- (3) Fully Vested

Pursuant to the terms of the Restated Employment Agreement, dated November 29, 2006, between the reporting person and the issuer, the reporting person is entitled to receive a grant of options to purchase 200,000 shares of the issuer's common stock on the first business day of each year. On January 2, 2008 there was an insufficient number of shares remaining available for grant under the issuer's stock option plan to issue the full number of options that the reporting person was entitled to receive on such date. As a result of such shortfall the reporting person was issued options to purchase 130,000 shares. Due to certain option cancellations after January 2, 2008 additional shares became available for grant under the stock option plan and the balance of the 70,000 was issued to the reporting person on February 12, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.