SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| 1. Name and Addr Deitsch Step | ess of Reporting Po Dhen | erson* | 2. Issuer Name and Ticker or Trading Symbol BioScrip, Inc. [BIOS] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner |
|----------------------------------|-----------------------------|--------|---|---|
| (| | | 3. Date of Earliest Transaction (Month/Day/Year) 05/16/2019 | X Officer (give title Other (specify below) below) Chief Financial Officer |
| (Street) | | 80202 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Common Stock, \$.0001 Par Value | 05/16/2019(1) | | М | | 56,263 | A | \$0 ⁽²⁾ | 151,154 | D | |
| Common Stock, \$.0001 Par Value | 05/16/2019 | | D | | 16,306 | D | \$2 ⁽³⁾ | 134,848 | D | |

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. Transa Code (8) | | of Deri Seci Acq (A) o Disp of (E | of Expiratio | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|---|--------------|---------------------|--|---|---|-----|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Unit | (2) | 05/16/2019 ⁽¹⁾ | | М | | | 56,263 | (4) | (4) | Common Stock, \$.0001 Par Value | 56,263 | \$0 | 0 | D | |

Explanation of Responses:

1. 56,263 RSUs vested on the first anniversary of the original grant date (May 3, 2018); however, as provided in the grant agreement, the Company deferred settlement of the RSUs until May 16, 2019.

2. Each Restricted Stock Unit represents a contingent right to receive one share of Common Stock.

3. This transaction represents shares withheld by the Company for tax withholding on Mr. Deitsch's settlement of the RSU award described in this Form 4 that was settled on May 16, 2019.

4. The Restricted Stock Units vest on the first anniversary of the date of grant.

<u>/s/ Stephen Deitsch</u>

** Signature of Reporting Person

05/20/2019

Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.