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
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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I I Name and Address of Reporting Feison			2. Issuer Name and Ticker or Trading Symbol BioScrip, Inc. [BIOS]		tionship of Reporting Perso all applicable) Director	on(s) to Issuer 10% Owner
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/03/2019		Officer (give title below)	Other (specify below)
C/O BIOSCRIP INC.			00/00/2010			
1600 BROADWAY, SUITE 950						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	lividual or Joint/Group Filing (Check Applicable	
(Street)				X	Form filed by One Repor	ting Person
DENVER	СО	80202			Form filed by More than Person	One Reporting
(City)	(State)	(Zip)				

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)	ction	Disposed Of (D) (Instr. 3, 4 and		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code			Transaction(s) (Instr. 3 and 4)		(Instr. 4)				

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

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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 E		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	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				
Cash- Settled Restricted Stock Unit	(1)	06/03/2019		A		18,905		(2)	(2)	Common Stock, \$.0001 Par Value	18,905	\$0	18,905	D	

Explanation of Responses:

1. Each Cash-Settled Restricted Stock Unit ("Cash-Settled RSU") is the economic equivalent of one share of BioScrip common stock. Upon vesting, each Cash-Settled RSU will entitle the awardee to a cashpayment equal to the "Fair Market Value" (as defined in the Company's 2018 Equity Incentive Plan (the "Plan")) of one share of BioScrip common stock on the vesting date.

2. The Cash-Settled RSUs vest and become non-forfeitable on the earlier of (1) the consummation of a Change of Control (as defined in the Plan), and (2) the day before the Company's 2020 Annual Meeting, provided the awardee has remained in continuous service as a member of the Company's Board of Directors through such date.



** Signature of Reporting Person

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.