

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C.

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FORM 8-K

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

Date of Report (Date of earliest event reported): **April 30, 2009**

**BioScrip, Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or Other  
Jurisdiction of Incorporation)

**0-28740**  
(Commission  
File Number)

**05-0489664**  
(IRS Employer  
Identification No.)

**100 Clearbrook Road, Elmsford, New York**  
(Address of Principal Executive Offices)

**10523**  
(Zip Code)

Registrant's telephone number, including area code **(914) 460-1600**

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(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12).
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240-14d-2(b)).
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)).
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**Item 2.02 Results of Operations and Financial Condition.**

On April 30, 2009, BioScrip, Inc. issued a press release reporting its earnings for the quarter ended March 31, 2009. A copy of that press release is furnished with this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

The press release includes certain non-GAAP financial measures as described therein. As required by Regulation G, a reconciliation between any non-GAAP financial measures presented and the most directly comparable GAAP financial measures is also provided.

As provided in General Instruction B.2 to Form 8-K, the information furnished in this Item 2.02 and in Exhibit 99.1 hereto shall not be deemed "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing with the Securities and Exchange Commission, except as shall be expressly provided by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits. The following information is furnished as an exhibit to this Current Report:

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
99.1	Press Release dated April 30, 2009

**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 duly authorized.

Date: April 30, 2009

BIOSCRIP, INC.

By: /s/ Barry A. Posner  
Barry A. Posner, Executive Vice President  
Secretary and General Counsel



NEWS RELEASE

**Contact:**

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FOR IMMEDIATE RELEASE

**BIOSCRIP, INC. REPORTS 2009 FIRST QUARTER EARNINGS OF \$0.08 PER SHARE**

ELMSFORD, N.Y.--(BUSINESS WIRE)—April 30, 2009—BioScrip, Inc. (Nasdaq: BIOS) today announced first quarter net income of \$3.3 million, or \$0.08 per diluted share, on revenue of \$325.7 million. These results compare to a net loss of \$0.5 million, or \$0.01 per share, on revenue of \$327.5 million for the first quarter of 2008. First quarter 2009 EBITDAO was \$6.2 million compared to \$2.7 million for the same period a year ago.

Richard H. Friedman, BioScrip's Chairman and Chief Executive Officer, stated, "During the quarter, we strengthened our management organization, delivered on margin expansion, met our annual cost reduction target and increased our operating cash flows. Operationally we continue to expand our national footprint as well as our bioscripcare™ clinical management programs which are built upon our 'Center of Excellence' model."

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## Results of Operations

### First Quarter Highlights

(\$'s in Millions)	1st	1st	% Change
	Quarter 2009 Actual	Quarter 2008 Actual	
Revenues	\$ 325.7	\$ 327.5	-0.5%
Gross Margin	\$ 36.0	\$ 32.4	11.1%
Gross Margin %	11.0%	9.9%	
Operating Expense	\$ 31.7	\$ 32.2	-1.6%
Operating Expense Percent	9.7%	9.8%	
Operating Profit	\$ 4.3	\$ 0.2	
EBITDAO	\$ 6.2	\$ 2.7	129.6%

Revenue for the first quarter of 2009 totaled \$325.7 million compared to \$327.5 million for the same period a year ago. Excluding the impact of the Medicare Competitive Acquisition Program (“CAP”) and the United Health Group (“UHG”) organ transplant and HIV/AIDS contract, first quarter 2009 revenues grew 6.3% over the comparable period in 2008. The increase was due to the Company’s focus on higher priced disease therapies including oncology, multiple sclerosis and immunology.

Gross profit for the first quarter of 2009 was \$36.0 million compared to \$32.4 million for the first quarter of 2008. First quarter 2009 gross margin was 11.0%, compared to 9.9% for the first quarter of 2008.

First quarter 2009 operating income was \$4.3 million compared to \$0.2 million for the first quarter of 2008. This increase was primarily due to improved product mix, the exiting of CAP and cost reduction efforts, partially offset by a return to normalized bad debt expense.

## **Balance Sheet Highlights**

Accounts receivable days sales outstanding for the quarter ended March 31, 2009 were 44.3 days compared to 43.8 days for the fourth quarter of 2008. The increase in DSO is primarily due to slower payments from state Medicaid programs over the past six months. Inventory days on hand for the quarter ended March 31, 2009 were 12.3 days versus 11.8 days for the fourth quarter of 2008. Days' inventory on hand increased in the first quarter as a result of strategic investments in inventory and the transition to higher cost disease therapies.

Average borrowings during the first quarter were approximately \$33.0 million, an improvement of \$8.0 million over the fourth quarter of 2008. BioScrip's total credit line is \$85.0 million.

## **Conference Call**

BioScrip will host a conference call to discuss its first quarter 2009 financial results on Thursday, April 30, at 9:00 a.m. Eastern Time. Interested parties may participate in the conference call by dialing 866-740-0378 (US), or 706-679-9096 (International), 5-10 minutes prior to the start of the call. A replay of the conference call will be available from 12:00 p.m. Eastern Time on Thursday, April 30, through 12:00 p.m. Eastern Time on May 14, by dialing 800-633-8284 (US), or 402-977-9140 (International), and entering reservation #21422586. An audio web cast and archive of the conference call will also be available under the investor relations section of the BioScrip website at [www.bioscrip.com](http://www.bioscrip.com).

## **About BioScrip, Inc.**

BioScrip, Inc. ([www.bioscrip.com](http://www.bioscrip.com)) (Nasdaq: BIOS) is a specialty pharmaceutical healthcare organization that partners with patients, physicians, healthcare payors and pharmaceutical manufacturers to provide access to medications and management solutions to optimize outcomes for chronic and other complex health care conditions.

## Forward Looking Statements-Safe Harbor

This press release may contain statements which constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements regarding the intent, belief or current expectations of the Company, its directors, or its officers with respect to the future operating performance of the Company. Investors are cautioned that any such forward-looking statements are not guarantees of future performance and involve risks and uncertainties, and that actual results may differ materially from those in the forward-looking statements as a result of various factors. Important factors that could cause such differences are described in the Company's periodic filings with the Securities and Exchange Commission.

Earnings before interest, taxes, depreciation, amortization, and option expense ("EBITDAO") is a non-GAAP financial measure as defined under U.S. Securities and Exchange Commission Regulation G. As required by Regulation G, BioScrip has provided on Schedule 3 a reconciliation of this measure to the most comparable GAAP financial measure. The non-GAAP measure presented provides important insight into the ongoing operations and a meaningful benchmark to evidence the Company's continuing profitability trend.

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TABLES TO FOLLOW



## BIOSCRIP, INC

## CONSOLIDATED BALANCE SHEETS

(in thousands, except for share amounts)

	March 31, 2009 (unaudited)	December 31, 2008
<b>ASSETS</b>		
<b>Current assets</b>		
Cash and cash equivalents	\$ -	\$ -
Receivables, less allowance for doubtful accounts of \$9,866 and \$11,629 at March 31, 2009 and December 31, 2008, respectively	144,612	158,649
Inventory	39,040	45,227
Prepaid expenses and other current assets	3,210	2,766
Total current assets	<u>186,862</u>	<u>206,642</u>
Property and equipment, net	14,714	14,748
Other assets	1,103	1,069
Goodwill	24,498	24,498
Total assets	<u>\$ 227,177</u>	<u>\$ 246,957</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>Current liabilities</b>		
Line of credit	\$ 36,114	\$ 50,411
Accounts payable	67,341	76,936
Claims payable	4,891	5,230
Amounts due to plan sponsors	5,699	5,646
Accrued expenses and other current liabilities	9,607	9,575
Total current liabilities	<u>123,652</u>	<u>147,798</u>
Deferred taxes	730	533
Income taxes payable	3,229	3,089
Total liabilities	<u>127,611</u>	<u>151,420</u>
<b>Stockholders' equity</b>		
Common stock, \$.0001 par value; 75,000,000 shares authorized; shares issued: 41,763,194, and 41,622,629, respectively; shares outstanding: 38,718,278 and 38,691,356, respectively	4	4
Treasury stock, shares at cost: 2,642,260 and 2,624,186, respectively	(10,320)	(10,288)
Additional paid-in capital	249,217	248,441
Accumulated deficit	<u>(139,335)</u>	<u>(142,620)</u>
Total stockholders' equity	99,566	95,537
Total liabilities and stockholders' equity	<u>\$ 227,177</u>	<u>\$ 246,957</u>

## BIOSCRIP, INC

CONSOLIDATED STATEMENTS OF OPERATIONS (1)  
(in thousands, except per share amounts)  
(unaudited)

	Three Months Ended March 31,	
	2009	2008
Revenue	\$ 325,749	\$ 327,471
Cost of revenue	289,759	295,099
Gross profit	35,990	32,372
% of Revenue	11.0%	9.9%
Operating expenses		
Selling, general and administrative expenses	30,327	31,537
Bad debt expense	1,380	650
Total operating expense	31,707	32,187
% of Revenue	9.7%	9.8%
Income from operations	4,283	185
Interest expense, net	(594)	(585)
Income (loss) before income taxes	3,689	(400)
Tax provision	404	77
Net income (loss)	\$ 3,285	\$ (477)
Basic weighted average shares	38,709	38,177
Diluted weighted average shares	38,787	38,177
Basic net income (loss) per share	\$ 0.08	\$ (0.01)
Diluted net income (loss) per share	\$ 0.08	\$ (0.01)

(1) Certain amounts have been reclassified to conform to the current presentation. Such classifications have had no impact on income from operations or net income.

## BIOSCRIP, INC

Reconciliation between GAAP and Non-GAAP Measures  
(in thousands, except per share amounts)  
(unaudited)

	Three Months Ended March 31,	
	2009	2008
<b>Net income (loss)</b>	\$ 3,285	\$ (477)
Addback items:		
Depreciation & Amortization	1,111	1,552
Net interest	594	585
Taxes	404	77
Stock-based compensation expense	776	957
Earnings before interest, taxes, depreciation, amortization and share-based compensation expense (EBITDAO)	<u>\$ 6,170</u>	<u>\$ 2,694</u>

