

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

**SCHEDULE 14A
(RULE 14A-101)**

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-12))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to § 240.14a-11(c) or § 140.14a-12

BIOSCRIP, INC.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:



January 25, 2010

Dear Valued BioScrip Colleague,

We are delighted to share with you the news that BioScrip will acquire Critical Homecare Solutions (“CHS”), a leading provider of home infusion and nursing services and products. Attached is a copy of the press release issued this morning, as well as some Q&A regarding the transaction.

The addition of CHS to the BioScrip family is an outstanding strategic fit with BioScrip, and further accelerates our goal to be the clinical leader in the infusion, oral and injectable specialty pharmacy services and care management programs. The acquisition will significantly add to our national footprint with the addition of 35 infusion pharmacies, including 16 Ambulatory Treatment Centers across 22 states. Additionally it brings 33 nursing locations, a critical asset for our future growth and pursuit of clinical and care management excellence. BioScrip will now have over 100 points of service, with a stronger clinical and quality infrastructure, to offer a comprehensive and integrated solution for pharmacy and clinical management services capable of handling all technologies.

We are confident that collectively the combined company will increase the value we deliver to all our clients — patients, payers, physicians and pharma — as well as our investors. This transaction will enhance our specialty pharmacy and home infusion

platform and enable us to cross-sell all of our services on a national basis. This acquisition will make BioScrip a stronger, more broadly based company, and we are eager to seize this opportunity to add to our team of talented professionals.

The success of this acquisition will depend upon our ability to effectively integrate CHS products, services and — and most importantly — employees. In the following months, we look to all of you for ideas, collaboration and support, as well as to maintain our focus on our 2010 revenue and earnings targets.

We want to thank each of you personally for your commitment to BioScrip and your consistent, unyielding hard work and effort. Your dedication and professionalism have allowed us to reach the position we enjoy today, and will enable us to reach the ambitious goals we have for BioScrip forward.

Rich Friedman
Chairman & CEO

Rick Smith
President & COO