

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:

BioScrip, Inc.

February 5, 2010
Critical Homecare Solutions, Inc.
Employee Presentation

NASDAQ: BIOS



Safe Harbor

Safe Harbor Statement

This presentation includes forward-looking statements regarding the proposed acquisition and related transactions that are not historical or current facts and deal with potential future circumstances and developments, in particular information regarding growth opportunities, expected synergies from the acquisition, and whether and when the transactions contemplated by the merger agreement will be consummated. Forward-looking statements are qualified by the inherent risk and uncertainties surrounding future expectations generally and may materially differ from actual future experience. Risks and uncertainties that could affect forward-looking statements include: the failure to realize synergies as a result of operational efficiencies, purchasing volume discounts, cross-selling of services, streamlined distribution and general and administrative reductions in the timeframe expected or at all; unexpected costs or liabilities; the result of the review of the proposed transaction by certain regulatory agencies, and any conditions imposed in connection with the consummation of the transaction; approval of issuance of BioScrip's stock in connection with the transaction by the stockholders of BioScrip and satisfaction of various other conditions to the closing of the transaction contemplated by the merger agreement; and the risks that are described from time to time in BioScrip's reports filed with the Securities and Exchange Commission (SEC), including BioScrip's annual report on Form 10-K for the year ended December 31, 2008 and quarterly report on Form 10-Q for the quarter ended September 30, 2009, as amended. This presentation speaks only as of its date, and BioScrip disclaims any duty to update the information herein.

Additional Information and Where to Find it

BioScrip, Inc. intends to file with the Securities and Exchange Commission (the "SEC") a proxy statement regarding the issuance of stock in connection with the proposed transaction. The proxy statement will be mailed to the stockholders of BioScrip. INVESTORS AND STOCKHOLDERS ARE ADVISED TO READ THE PROXY STATEMENT AND OTHER RELEVANT MATERIALS WHEN THEY BECOME AVAILABLE BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION ABOUT BIOSCRIP AND THE PROPOSED TRANSACTION. Investors and stockholders may obtain free copies of these documents (when they are available) and other documents filed with the SEC at the SEC's web site at www.sec.gov. In addition, the documents filed by BioScrip with the SEC may be obtained free of charge by contacting BioScrip, Inc., Investor Relations, 100 Clearbrook Road, Elmsford, NY 10523 or contacting BioScrip, Inc. Attn: General Counsel at 914-460-1638.

Participants in the Solicitation

BioScrip and its officers and directors may be deemed to be participants in the solicitation of proxies from BioScrip's stockholders with respect to the issuance of stock in connection with the proposed transaction. Information about BioScrip's executive officers and directors and their ownership of BioScrip's stock is set forth in the proxy statement for BioScrip's 2009 Annual Meeting of Stockholders, which was filed with the SEC on March 27, 2009. Investors and stockholders may obtain more detailed information regarding the direct and indirect interests of BioScrip and its respective executive officers and directors in the proposed transaction by reading the preliminary and definitive proxy statements regarding the issuance of stock in connection with the proposed transaction, which will be filed with the SEC.



Agenda

- ✿ Introductions
- ✿ Who is BioScrip...
- ✿ Goals / Strategy
- ✿ Why CHS – Why now?
- ✿ Our service model
- ✿ What to expect



Who we are...

- ❁ Leading national pharmaceutical distributor and largest independent specialty pharmacy in the nation.
- ❁ 20+ year history in providing innovative pharmaceutical distribution solutions for managed care, pharma, government, and physician stakeholders
- ❁ National, regional, and community service platform for supporting complex injectables, orals, and infused medications
- ❁ Proprietary data system, based on the latest technology, with capability for integrated and collaborative patient data operations
- ❁ 900 FTE's including Pharmacists, Nurses, and experienced technicians
- ❁ Market leader in providing customized service programs grounded in robust clinical expertise

The logo for bio scrip, featuring the word "bio" in green and "scrip" in blue, with a stylized blue icon between them consisting of three overlapping circles.

BioScrip's broad service model...

3 Central Mail-order Facilities



19 State Local coverage



4 Specialized Infusion Pharmacies



33 Specialty Service Centers



100K+ Patient Census



600+ Managed Care Relationships

bio&scrip

What are our Strategic Goals...

- ✿ Build clinical leadership across all service areas: infusion, oral, injectibles and nursing
- ✿ Expand our national footprint: high-touch/high-feel model
- ✿ Grow revenue, expand margins and operating income
- ✿ Adherence, compliance and retention model improves quality of care and controls overall medical costs and reduce hospitalizations

Why Critical Homecare Solutions?

Why Now?



Rationale for the business combination:

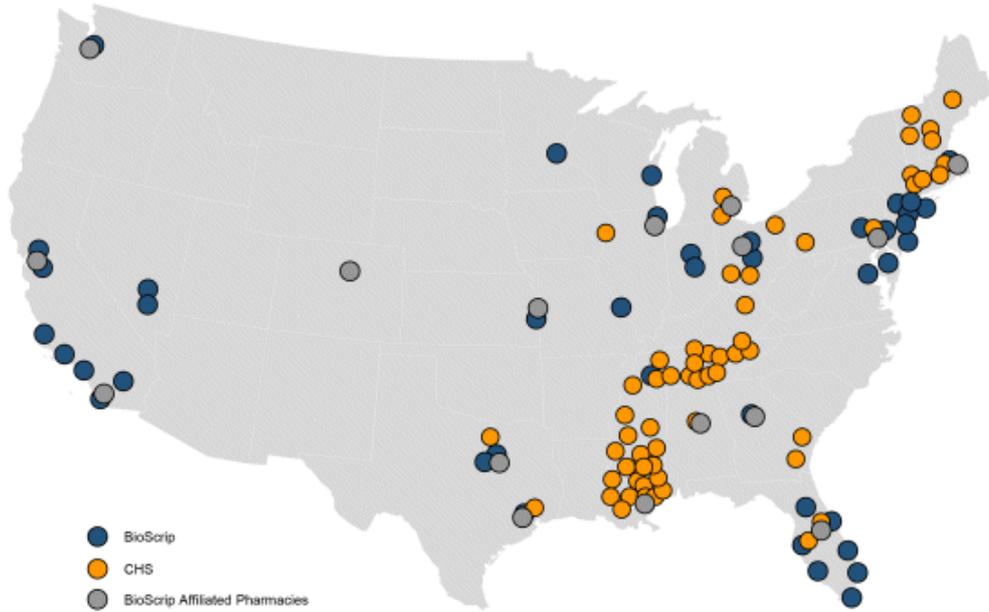
The addition of Critical Homecare Solutions...

- ✿ Broadens clinical services organization and expertise
- ✿ Enhances ability to cross-sell all services on a national basis, enabling accelerated pull-through opportunities
- ✿ Expands national footprint with strong regional and local management
- ✿ Expands overall margins through traditional higher margin therapies
- ✿ Provides comprehensive nursing component required to better manage the chronically ill
- ✿ Delivers access to additional 450 payer agreements

Specialty Pharmacy	Specialty Service Center	Home Infusion Pharmacy	Home Nursing
<ul style="list-style-type: none"> • State-of-the-art pharmacy and clinical management programs for improved outcomes • Enhanced PA, UM and VOB methodologies • Direct-to-patient and direct-to-physician services 	<ul style="list-style-type: none"> • Full-scale inventory and adjunctive products • Advanced drug utilization review and patient counseling • Counseling, testing and referral, with strong linkage to community medical care, treatment and prevention services 	<ul style="list-style-type: none"> • Full-scale medication and service provider • Nursing care plans, documentation & reporting • Patient and caregiver training • Ambulatory Centers (AIC's) 	<ul style="list-style-type: none"> • Skilled Nursing and other therapy services to adults and pediatric patients suffering from various chronic or serious health conditions • Hospice • Home Health • Private duty nursing
Horizontal Capabilities	<ul style="list-style-type: none"> ■ Inventory availability and product distribution <ul style="list-style-type: none"> ■ Access to specialty trained pharmacists and nurses <ul style="list-style-type: none"> ■ Medication management <ul style="list-style-type: none"> ■ Utilization and formulary management support <ul style="list-style-type: none"> ■ Physician and patient coordination / partner collaboration <ul style="list-style-type: none"> ■ Nursing and social work support services <ul style="list-style-type: none"> ■ Customized care plans and clinical management <ul style="list-style-type: none"> ■ Home nursing services coordination <ul style="list-style-type: none"> ■ Pharmacy and medical claims reimbursement <ul style="list-style-type: none"> ■ Compliance monitoring 		

BioScrip and CHS

Pro Forma Platform



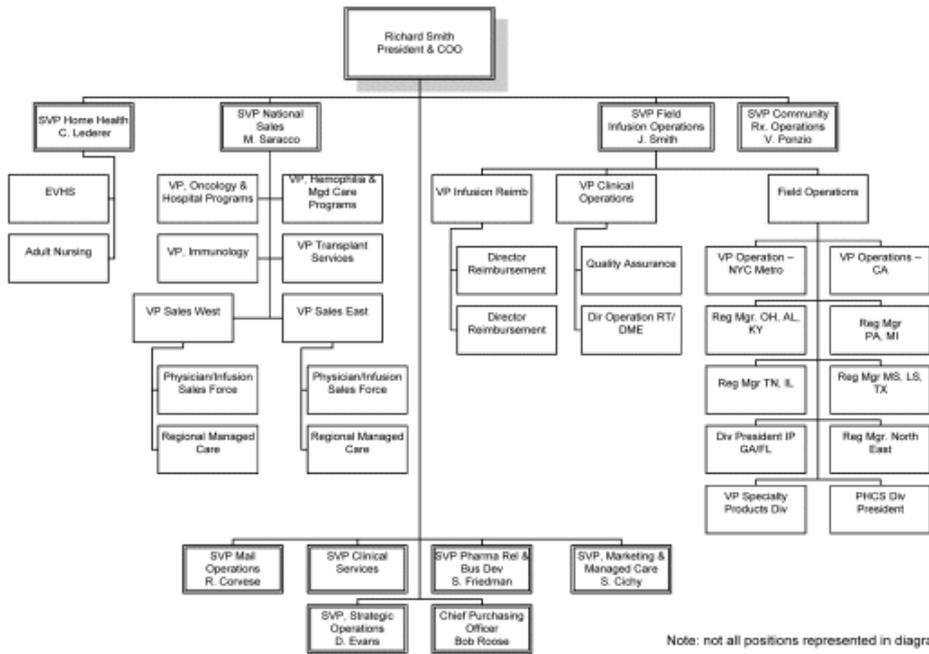
bio scrip

What to expect?

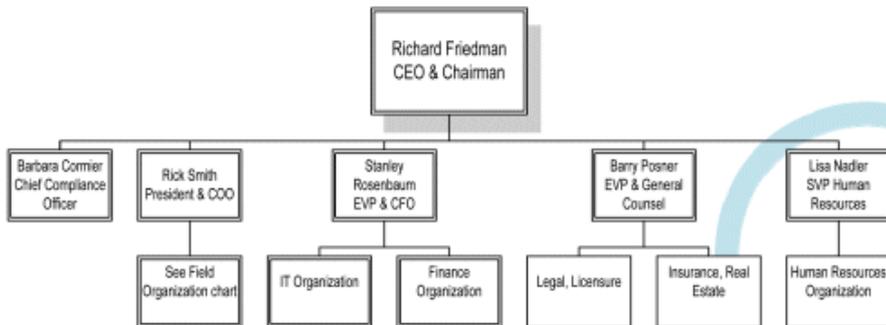
- ✿ Field Organization will remain intact.
- ✿ Business as usual...
 - ✿ Operate locally with the same name
 - ✿ Conshohocken will be the Infusion Services and Home Health Headquarters
 - ✿ Benefits will remain the same through the end of 2010
- ✿ Continuity of leadership and supporting functions
- ✿ Integration Process Objectives
 - ✿ Best Practice Approach
 - ✿ Limit business disruption
- ✿ Review Transaction Timing



BioScrip – CHS Field Organization



BioScrip & CHS Corporate Structure



Functional reporting for the BioScrip and CHS Teams through the corporate structure

For Example: Accounting through the CFO's organization.

BioScrip, Inc.

Ownership Structure	Publically Traded (NASDAQ: BIOS)
Corporate Headquarters	100 Clearbrook Road Elmsford, NY 10583
Infrastructure	40 wholly-owned pharmacies, 17 affiliated locations Avg. 15K scripts per day
Revenues	\$1.4B (2008)
Lines of Business	Specialty Pharmacy, Traditional Mail Order, Community Pharmacies, Infusion Services

NASDAQ: BIOS

