

OPTION CARE INC/DE  
Form 4/A  
April 12, 2006

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SMITH RICHARD M

(Last) (First) (Middle)

485 HALF DAY ROAD, SUITE 300

(Street)

BUFFALO GROVE, IL 60089

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
OPTION CARE INC/DE [OPTN]

3. Date of Earliest Transaction  
(Month/Day/Year)

09/26/2005

4. If Amendment, Date Original Filed(Month/Day/Year)  
10/03/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President & COO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount (D) or Price   |  |                                   |
| Common Stock                    | 09/26/2005                           |  | M                              |   | 20,128 <sup>(1)</sup><br>\$ 6.03  | D  |                                   |
| Common Stock                    | 09/26/2005                           |  | S                              |   | 20,128 D \$ 14 0 <sup>(2)</sup>   | D  |                                   |

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

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(9-02)

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**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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (right to buy)                | \$ 6.03  | 09/26/2005                           |  | M                              | 20,128  | 05/09/2005 <sup>(3)</sup> 05/09/2013                     | Common Stock  | 20,128                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                 |       |
|--|---------------|-----------|-----------------|-------|
|  | Director      | 10% Owner | Officer         | Other |
| SMITH RICHARD M<br>485 HALF DAY ROAD<br>SUITE 300<br>BUFFALO GROVE, IL 60089 |               |           | President & COO |       |

## Signatures

Joseph P. Bonaccorsi,  
Attorney-in-Fact

04/12/2006

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) Amendment filed to correct a typographical error in the number of shares acquired upon exercise of options by the Reporting Person, reported in Column 4 of Table I.
- (2) Amendment filed to correct the number of shares beneficially owned by the Reporting Person, as reported in Column 5 of Table I.
- (3) Amendment filed to correct the Date Exercisable for the options exercised, reported in Column 6 of Table II. The underlying grant of 450,000 non-qualified stock options vest 25% per year on each anniversary of the grant date, May 9, 2003. The options exercised in this reported transaction vested on May 9, 2005.
- (4) The reported transaction is the exercise of a derivative security (i.e. stock option); the exercise price is found in Column 2 of Table II.
- (5) Amendment filed to correct the number of derivative securities beneficially owned by the Reporting Person, as reported in Column 9 of Table II.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.