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The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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**SCHEDULE 13D**

**CUSIP No. 683948 10 3**

**PAGE 2 OF 7 PAGES**

(1) Names of Reporting Persons.  
S.S. or Identification Nos. of above persons (entities only).

John N. Kapoor, Ph.D

(2) Check the Appropriate Box if a Member (a) //  
of a Group (See Instructions) (b) /x/

(3) Sec Use Only

(4) Source of Funds (see instructions)  
PF

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e).

(6) Citizenship or Place of Organization

USA

Number of Shares Beneficially Owned by Each (7) Sole Voting Power  
Reporting Person with:

1,399,960  
(8) Shared Voting Power

7,169,091  
(9) Sole Dispositive Power

1,399,960  
(10) Shared Dispositive Power

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7,169,091

(11) Aggregate Amount Beneficially Owned by Each Reporting Person  
8,569,051

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) //

(13) Percent of Class Represented by Amount in Row (11)  
26.4%

(14) Type of Reporting Person (See Instructions)  
IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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**SCHEDULE 13D**

**CUSIP No. 683948 10 3**

**PAGE 3 OF 7 PAGES**

(1) Names of Reporting Persons.  
S.S. or Identification Nos. of above persons (entities only).

E.J. Financial/ OCI Management L.P.

(2) Check the Appropriate Box if a Member of a Group (See Instructions) (a) //  
(b) /x/

(3) Sec Use Only

(4) Source of Funds (see instructions)  
OO

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e).

(6) Citizenship or Place of Organization

Delaware

Number of Shares Beneficially Owned by Each (7) Sole Voting Power  
Reporting Person with:

0  
(8) Shared Voting Power

7,169,091  
(9) Sole Dispositive Power

0  
(10) Shared Dispositive Power

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7,169,091

(11) Aggregate Amount Beneficially Owned by Each Reporting Person  
7,169,091

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) //

(13) Percent of Class Represented by Amount in Row (11)  
22.1%

(14) Type of Reporting Person (See Instructions)  
PN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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**SCHEDULE 13D**

**CUSIP No. 683948 10 3**

**PAGE 4 OF 7 PAGES**

(1) Names of Reporting Persons.  
S.S. or Identification Nos. of above persons (entities only).

Pharma Nevada, Inc.

(2) Check the Appropriate Box if a Member of a Group (See Instructions) (a) // (b) /x/

(3) Sec Use Only

(4) Source of Funds (see instructions)  
OO

(5) Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e).

(6) Citizenship or Place of Organization

Nevada

Number of Shares Beneficially Owned by Each Reporting Person with: (7) Sole Voting Power

0 (8) Shared Voting Power

7,169,091 (9) Sole Dispositive Power

0 (10) Shared Dispositive Power

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7,169,091

- (11) Aggregate Amount Beneficially Owned by Each Reporting Person  
7,169,091
- (12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) //
- (13) Percent of Class Represented by Amount in Row (11)  
22.1%
- (14) Type of Reporting Person (See Instructions)  
CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

June 3, 2005

/s/ John N. Kapoor  
John N. Kapoor

June 3, 2005

E.J. Financial/ OCI Management L.P.  
By: Pharma Nevada, Inc., its General Partner  
/s/ John N. Kapoor  
John N. Kapoor, Ph.D, President

June 3, 2005

Pharma Nevada, Inc.  
/s/ John N. Kapoor  
John N. Kapoor, Ph.D, President

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**EXHIBIT A**

**AGREEMENT**

**TO**

**JOINTLY FILE SCHEDULE 13D**

The undersigned hereby agree to jointly prepare and file with regulatory authorities this Schedule 13D and any future amendment thereto reporting each of the undersigned's ownership of securities of NeoPharm, Inc., and hereby affirm that such Schedule 13D is being filed on behalf of each of the undersigned.

June 3, 2005

/s/ John N. Kapoor  
John N. Kapoor

June 3, 2005

E.J. Financial/ OCI Management L.P.  
By: Pharma Nevada, Inc., its General Partner  
/s/ John N. Kapoor  
John N. Kapoor, Ph.D, President

June 3, 2005

Pharma Nevada, Inc.  
/s/ John N. Kapoor  
John N. Kapoor, Ph.D, President