UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended September 30, 2026

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____

Commission file number: 001-36728

ADMA BIOLOGICS, INC.

(Exact name of registrant as specified in its charter)

Delaware	56-2590442
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
465 State Route 17, Ramsey, New Jersey	07446
(Address of principal executive offices)	(Zip Code)

(201) 478-5552
(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	ADMA	Nasdaq Global Market

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒	Accelerated filer ☐
Non-accelerated filer ☐	Smaller reporting company ☐
	Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

As of October 30, 2026, there were 221,854,389 shares of the issuer's common stock outstanding.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES

INDEX

PART I FINANCIAL INFORMATION

Item 1.	Financial Statements	
	Condensed Consolidated Balance Sheets as of September 30, 2026 (Unaudited) and December 31, 2025	1
	Unaudited Condensed Consolidated Statements of Operations for the Three and Nine Months Ended September 30, 2026 and 2025	2
	Unaudited Condensed Consolidated Statements of Changes in Stockholders' Equity for the Three and Nine Months Ended September 30, 2026 and 2025	3
	Unaudited Condensed Consolidated Statements of Cash Flows for the Nine Months Ended September 30, 2026 and 2025	4
	Notes to Unaudited Condensed Consolidated Financial Statements	5
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations.	23
Item 3.	Quantitative and Qualitative Disclosures About Market Risk.	36
Item 4.	Controls and Procedures.	36
PART II OTHER INFORMATION		37
Item 1.	Legal Proceedings.	37
Item 1A.	Risk Factors.	37
Item 2.	Unregistered Sales of Equity Securities and Use of Proceeds.	68
Item 3.	Defaults Upon Senior Securities.	69
Item 4.	Mine Safety Disclosures.	69
Item 5.	Other Information.	69
Item 6.	Exhibits.	69
SIGNATURES		71

This Quarterly Report on Form 10-Q includes our trademarks, trade names and service marks, such as "ASCENIV™," "Nabi-HB®" and "BIVIGAM®," which are protected under applicable intellectual property laws and are the property of ADMA Biologics, Inc., or its subsidiaries. Solely for convenience, trademarks, trade names and service marks referred to in this report may appear without the ®, ™ or SM symbols, but such references are not intended to indicate, in any way, that we will not assert, to the fullest extent under applicable law, our rights or the right of the applicable licensor to these trademarks, trade names and service marks. We do not intend our use or display of other parties' trademarks, trade names or service marks to imply, and such use or display should not be construed to imply, a relationship with, or endorsement or sponsorship of us by, these other parties.

Special Note Regarding Forward-Looking Statements

This Quarterly Report on Form 10-Q contains certain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and such forward-looking statements involve risks and uncertainties. These forward-looking statements include, but are not limited to, statements about our plans, objectives, representations and contentions that are not historical facts and typically are identified by use of terms such as "may," "should," "could," "would," "expect," "plan," "anticipate," "believe," "estimate," "predict," "potential," "project," "continue," or the negative thereof, or other variations or comparable terminology, although some forward-looking statements are expressed differently. The forward-looking statements included herein represent management's current judgment and expectations, but our actual results, events and performance could differ materially from those in the forward-looking statements. These statements include, among others, statements about:

- our ability to further commercialize ASCENIV and BIVIGAM;
- our plans to develop, manufacture, market, launch and expand our commercial infrastructure and commercialize our current and future products and the success of such efforts;
- the safety, efficacy and expected timing of, and our ability to obtain and maintain regulatory approvals for, our current products and product candidates, the labeling or nature of any such approvals, and whether any of our current products may be subject to post-marketing restrictions or withdrawal from the market;
- the achievement of, or expected timing, progress and results of clinical development, clinical trials and potential regulatory approvals for, our product candidates;
- our dependence upon our third-party customers, suppliers and vendors and their compliance with applicable regulatory requirements;
- our belief that we have addressed the delays experienced with final drug product current Good Manufacturing Practices ("cGMP") release testing by our third-party vendors by adding additional release testing laboratories to our U.S. Food and Drug Administration (the "FDA")-approved consortium listed in our drug approval documents;
- our ability to obtain adequate quantities of FDA-approved plasma with proper specifications;
- our plans to increase our supplies of source plasma (including source plasma containing certain levels of antibodies to respiratory syncytial virus), our ability to obtain and maintain regulatory compliance and reliance on third-party supply agreements, as well as any extensions to such agreements, and expected impact of such third-party supply of respiratory syncytial virus plasma on both ASCENIV growth and overall financial performance;
- the potential indications for our products and product candidates;
- potential investigational new product applications;
- the acceptability of any of our products, including ASCENIV, BIVIGAM and Nabi-HB, for any purpose, including FDA-approved indications, by physicians, patients or payers;
- our plans to evaluate the clinical and regulatory paths to grow the ASCENIV franchise through expanded FDA-approved uses;
- Federal, state and local regulatory and business review processes and timing by such governmental and regulatory agencies of our business and regulatory submissions;
- concurrence by the FDA with our conclusions concerning our products and product candidates;

- the comparability of the testing results of our hyperimmune and immune globulin products to other comparably run hyperimmune and immune globulin clinical trials;
- the potential for ASCENIV and BIVIGAM to provide meaningful clinical improvement for patients living with Primary Humoral Immunodeficiency ("PI"), also known as Primary Immunodeficiency Disease ("PIDD") or Inborn Errors of Immunity, or other immune deficiencies or any other condition for which the products may be prescribed or evaluated;
- our ability to market and promote Nabi-HB in a highly competitive environment with increasing competition from other antiviral therapies and to generate meaningful revenues from this product;
- our intellectual property position and the defense thereof, including our expectations regarding the scope of patent protection with respect to ASCENIV, SG-001 or other future pipeline product candidates;
- our ability to develop, manufacture, receive regulatory approval and commercialize our potential pipeline of any new hyperimmune globulins, including SG-001, and the timing of such activities;
- our manufacturing capabilities, and third-party contractor capabilities;
- our use of artificial intelligence ("AI") in our supply chain and production operations;
- our implemented strategy related to the expansion and efficiencies of our manufacturing capacity, yield improvements, supply-chain robustness, in-house fill-finish capabilities, distribution and other collaborative agreements and the success of such endeavors;
- our estimates regarding revenues, certain non-GAAP financial measures (i.e., financial measures that are not prepared in accordance with U.S. generally accepted accounting principles), earnings, expenses, capital requirements, capital expenditures, ASCENIV's growth, demand and utilization, ability to maintain profitability and positive cash flows and the potential need for and availability of additional financing;
- ASCENIV's real-world outcomes data and payer coverage;
- our ability to timely realize the revenue and earnings benefits associated with our FDA approved yield enhancement production process;
- our ability to realize our deferred tax assets or the need for a valuation allowance, or the effects of changes in tax laws on our deferred tax assets;
- our estimates of future taxable income, which could have a material impact on our financial condition or financial results;
- our estimates of future effective tax rates and corresponding tax obligations and expenses, which could have a material impact on our financial condition or financial results;
- possible or likely reimbursement levels for our currently marketed products;
- estimates regarding market size, projected growth and sales of our existing products as well as our expectations of market acceptance of ASCENIV and BIVIGAM;
- potential operational and financial impacts to our business should the recent trend of competitive pricing tactics in the IVIG and other related industries continue;
- intended uses and benefits of the real estate acquired in Boca Raton, Florida in July 2025;
- our senior credit facility;

- repurchases of shares of our common stock under our Board-approved share repurchase program;
- expected financial and operational benefits of the first quarter 2026 divestiture of three of our plasma collection centers;
- our beliefs, plans and expectations regarding pending or threatened litigation and other legal proceedings;
- the potential for pandemics, or a resurgence of a pandemic, to adversely affect our business, financial condition, liquidity or results of operations; and
- future domestic and global economic conditions including, but not limited to, supply chain constraints, inflationary pressures or performance or geopolitical conditions, including the continuing conflicts in Europe, certain countries in South America, Northern Africa and in the Middle East and surrounding areas, and international trade and U.S. tariff policies and any anticipated effects of such factors on the pricing and availability of imported raw materials used in the production of our products.

These statements may be found under the "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" sections of this Quarterly Report on Form 10-Q for the quarter ended September 30, 2026 (this "Form 10-Q"). Our actual results could differ materially from those contained in the forward-looking statements due to the factors described in the sections entitled "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in the Company's Annual Report on Form 10-K for the year ended December 31, 2025 and in this Form 10-Q. Any forward-looking statement included in this Form 10-Q reflects our current views with respect to future events and is subject to these and other risks, uncertainties and assumptions related to our operations, industry and future growth. These forward-looking statements speak only as of the dates such statements are made, and we undertake no obligation to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in our expectations or any changes in events, conditions or circumstances on which any such statement is based, except as required by law.

PART I
FINANCIAL INFORMATION

Item 1. Financial Statements.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS

(In thousands, except share data)	September 30, 2026 (Unaudited)	December 31, 2025
ASSETS		
Current assets:		
Cash and cash equivalents	$ 124,555	$ 87,630
Accounts receivable, net	169,223	158,429
Inventories, net	266,115	206,465
Prepaid expenses and other current assets	15,969	7,458
Assets held for sale	-	6,530
Total current assets	575,862	466,512
Property and equipment, net	66,761	65,057
Intangible assets, net	581	632
Goodwill	3,530	3,530
Deferred tax assets, net	70,693	73,261
Right-of-use assets	5,881	6,650
Deposits and other assets	9,177	8,600
TOTAL ASSETS	$ 732,485	$ 624,242
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	$ 35,660	$ 22,519
Accrued expenses and other current liabilities	54,217	40,466
Current portion of long-term debt	4,219	2,813
Current portion of lease obligations	1,180	1,096
Liabilities held for sale	-	2,647
Total current liabilities	95,276	69,541
Long-term debt	191,638	69,330
Deferred revenue, net of current portion	1,297	1,405
Lease obligations, net of current portion	5,767	6,646
TOTAL LIABILITIES	293,978	146,922
COMMITMENTS AND CONTINGENCIES		
STOCKHOLDERS' EQUITY		
Preferred Stock, $0.0001 par value, 10,000,000 shares authorized, no shares issued and outstanding	-	-
Common Stock - voting, $0.0001 par value, 300,000,000 shares authorized, September 30, 2026: 241,251,158 issued and 222,793,831 outstanding; December 31, 2025: 239,793,566 issued and 237,874,496 outstanding	24	24
Treasury stock, at cost, 18,457,327 and 1,919,070 shares as of September 30, 2026 and December 31, 2025, respectively	(213,736)	(32,090)
Additional paid-in capital	680,838	671,039
Accumulated deficit	(28,619)	(161,653)
TOTAL STOCKHOLDERS' EQUITY	438,507	477,320
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 732,485	$ 624,242

The accompanying notes are an integral part of these condensed consolidated financial statements.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
(In thousands, except share and per share data)				
REVENUES	$ 141,102	$ 134,224	$ 379,990	$ 371,010
Cost of product revenue	41,185	58,598	113,046	167,061
Gross profit	99,917	75,626	266,944	203,949
OPERATING EXPENSES:				
Research and development	4,490	1,528	13,101	3,386
Plasma center operating expenses	1,055	1,272	3,143	3,710
Amortization of intangible assets	60	38	170	93
Gain on sale of plasma centers	-	-	(7,980)	-
Selling, general and administrative	26,555	21,776	80,034	68,068
Total operating expenses	32,160	24,614	88,468	75,257
INCOME FROM OPERATIONS	67,757	51,012	178,476	128,692
OTHER INCOME (EXPENSE):				
Interest and other income	1,298	376	3,629	1,384
Interest expense	(3,432)	(1,675)	(8,956)	(5,484)
Loss on extinguishment of debt	-	(2,177)	-	(3,336)
Other expense	(19)	(21)	(180)	(195)
Other income (expense), net	(2,153)	(3,497)	(5,507)	(7,631)
INCOME BEFORE INCOME TAXES	65,604	47,515	172,969	121,061
Provision for income taxes	15,720	11,087	39,935	23,510
NET INCOME	$ 49,884	$ 36,428	$ 133,034	$ 97,551
BASIC EARNINGS PER COMMON SHARE	$ 0.22	$ 0.15	$ 0.58	$ 0.41
DILUTED EARNINGS PER COMMON SHARE	$ 0.22	$ 0.15	$ 0.57	$ 0.40
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING:				
Basic	223,695,193	238,602,978	229,291,798	238,408,042
Diluted	225,820,678	244,664,263	232,105,293	245,491,334

The accompanying notes are an integral part of these condensed consolidated financial statements.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (Unaudited)

(In thousands, except share data)

For the Three and Nine Months Ended September 30, 2026

	Common Stock		Additional Paid-in	Accumulated	Treasury Stock		Total Stockholders'
	Shares	Amount	Capital	Deficit	Shares	Amount	Equity
Balance at December 31, 2025	239,793,566	$ 24	$ 671,039	$ (161,653)	(1,919,070)	$ (32,090)	$ 477,320
Stock-based compensation	-	-	6,329	-	-	-	6,329
Vesting of Restricted Stock Units, net of shares withheld for taxes	979,735	-	(8,362)	-	-	-	(8,362)
Exercise of stock options	188,902	-	588	-	-	-	588
Acquisition of treasury stock	-	-	(19,798)	-	(6,754,156)	(111,080)	(130,878)
Net income	-	-	-	45,328	-	-	45,328
Balance at March 31, 2026	240,962,203	24	649,796	(116,325)	(8,673,226)	(143,170)	390,325
Stock-based compensation	-	-	6,135	-	-	-	6,135
Vesting of Restricted Stock Units, net of shares withheld for taxes	111,079	-	(625)	-	-	-	(625)
Exercise of stock options	16,710	-	35	-	-	-	35
Acquisition of treasury stock	-	-	19,798	-	(7,061,538)	(45,282)	(25,484)
Net income	-	-	-	37,822	-	-	37,822
Balance at June 30, 2026	241,089,992	24	675,139	(78,503)	(15,734,764)	(188,452)	408,208
Stock-based compensation	-	-	6,203	-	-	-	6,203
Vesting of Restricted Stock Units, net of shares withheld for taxes	158,285	-	(512)	-	-	-	(512)
Exercise of stock options	2,881	-	8	-	-	-	8
Acquisition of treasury stock	-	-	-	-	(2,722,563)	(25,284)	(25,284)
Net income	-	-	-	49,884	-	-	49,884
Balance at September 30, 2026	241,251,158	$ 24	$ 680,838	$ (28,619)	(18,457,327)	$ (213,736)	$ 438,507

For the Three and Nine Months Ended September 30, 2025

	Common Stock		Additional Paid-in	Accumulated	Treasury Stock		Total Stockholders'
	Shares	Amount	Capital	Deficit	Shares	Amount	Equity
Balance at December 31, 2024	236,620,545	$ 24	$ 657,577	$ (308,583)	-	$ -	$ 349,018
Stock-based compensation	-	-	4,624	-	-	-	4,624
Cashless exercise of warrants	866,302	-	-	-	-	-	-
Vesting of Restricted Stock Units, net of shares withheld for taxes	1,016,005	-	(7,228)	-	-	-	(7,228)
Exercise of stock options	29,400	-	101	-	-	-	101
Net income	-	-	-	26,904	-	-	26,904
Balance at March 31, 2025	238,532,252	24	655,074	(281,679)	-	-	373,419
Stock-based compensation	-	-	4,963	-	-	-	4,963
Vesting of Restricted Stock Units, net of shares withheld for taxes	105,543	-	(1,192)	-	-	-	(1,192)
Exercise of stock options	745,750	-	2,064	-	-	-	2,064
Acquisition of treasury stock	-	-	-	-	(816,237)	(15,148)	(15,148)
Net income	-	-	-	34,219	-	-	34,219
Balance at June 30, 2025	239,383,545	24	660,909	(247,460)	(816,237)	(15,148)	398,325
Stock-based compensation	-	-	5,047	-	-	-	5,047
Vesting of Restricted Stock Units, net of shares withheld for taxes	161,304	-	(963)	-	-	-	(963)
Exercise of stock options	116,192	-	389	-	-	-	389
Acquisition of treasury stock	-	-	-	-	(512,411)	(8,040)	(8,040)
Net income	-	-	-	36,428	-	-	36,428
Balance at September 30, 2025	239,661,041	$ 24	$ 665,382	$ (211,032)	(1,328,648)	$ (23,188)	$ 431,186

The accompanying notes are an integral part of these condensed consolidated financial statements.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

(In thousands)	Nine Months Ended September 30, 2026	2025
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	$ 133,034	$ 97,551
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	5,409	6,050
Gain on sale of plasma centers	(7,980)	-
Loss on disposal of fixed assets	42	-
Deferred income tax provision	2,569	9,848
Stock-based compensation	18,667	14,634
Amortization of debt discount	589	520
Loss on extinguishment of debt	-	3,336
Amortization of license revenue	(107)	(107)
Changes in operating assets and liabilities:		
Accounts receivable, net	(10,794)	(87,674)
Inventories	(59,650)	(26,432)
Prepaid expenses and other current assets	(2,514)	(978)
Deposits and other assets	192	(261)
Accounts payable	12,958	4,533
Accrued expenses	13,675	(5,427)
Other current and non-current liabilities	(934)	(836)
Net cash provided by operating activities	105,156	14,757
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchase of property and equipment	(6,801)	(21,491)
Acquisition of intangible assets	(119)	(124)
Proceeds on the sales of assets held for sale	5,000	-
Net cash used in investing activities	(1,920)	(21,615)
CASH FLOWS FROM FINANCING ACTIVITIES:		
Ares term loan payments	-	(32,500)
Ares revolving facility payments	-	(72,500)
Ares revolving facility proceeds	-	30,000
JPM term loan payments	(1,875)	(469)
JPM revolving facility proceeds	125,000	75,000
Prepayment penalties on repayment of debt	-	(1,031)
Taxes paid on vested restricted stock units	(9,769)	(9,383)
Debt issuance costs	-	(2,224)
Net proceeds from the exercise of stock options	633	2,554
Payment of end of term fee	-	(1,313)
Acquisition of treasury stock	(180,300)	(23,038)
Net cash used in financing activities	(66,311)	(34,904)
Net increase (decrease) in cash and cash equivalents	36,925	(41,762)
Cash and cash equivalents - beginning of period	87,630	103,147
Cash and cash equivalents - end of period	$ 124,555	$ 61,385

The accompanying notes are an integral part of these condensed consolidated financial statements.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

1. ORGANIZATION AND BUSINESS

ADMA Biologics, Inc. (the "Company," "ADMA," "we," "us" or "our") is a U.S. based, end-to-end commercial biopharmaceutical company dedicated to manufacturing, marketing and developing specialty biologics for the treatment of immunodeficient patients at risk for infection and others at risk for certain infectious diseases. The Company's targeted patient populations include immune-compromised individuals who suffer from an underlying immune deficiency disorder or who may be immune-suppressed for medical reasons.

ADMA operates through its wholly owned subsidiaries ADMA BioManufacturing, LLC ("ADMA BioManufacturing") and ADMA BioCenters Georgia Inc. ("ADMA BioCenters"). ADMA BioManufacturing was formed in January 2017 to facilitate the acquisition of certain assets held by the Company's former third-party contract manufacturer, which included the U.S. Food and Drug Administration ("FDA")-licensed BIVIGAM and Nabi-HB immunoglobulin products, and an FDA-licensed plasma fractionation manufacturing facility located in Boca Raton, Florida (the "Boca Facility"). ADMA BioCenters is the Company's source plasma collection business with seven plasma collection facilities located throughout the U.S., all of which hold an approved license with the FDA.

The Company currently has three FDA-approved products, all of which are currently marketed and commercially available: (i) ASCENIV (Immune Globulin Intravenous, Human – slra 10% Liquid), an intravenous immune globulin ("IVIG") product indicated for the treatment of Primary Humoral Immunodeficiency ("PI"), also known as Primary Immunodeficiency Disease ("PIDD") or Inborn Errors of Immunity in adults and children ages two and above, for which the Company received FDA approval in April 2019 and commenced first commercial sales in October 2019; (ii) BIVIGAM (Immune Globulin Intravenous, Human), an IVIG product indicated for the treatment of PI in adults and children ages two and above, and for which the Company received FDA approval in May 2019 and commenced commercial sales in August 2019; and (iii) Nabi-HB (Hepatitis B Immune Globulin, Human), which is indicated for the treatment of acute exposure to blood containing Hepatitis B surface antigen and other listed exposures to Hepatitis B. In addition to its commercially available immunoglobulin products, the Company generates revenues from the sale of intermediate by-products that result from the immunoglobulin production process and from time to time provides contract manufacturing and laboratory services for certain clients.

The Company is also developing a pipeline of plasma-derived therapeutics, including a product related to its issued U.S. Patent Nos. 10,259,865, 11,084,870, 11,897,943, and 12,612,450 pertaining to methods of treatment and prevention of *S. pneumoniae* infection using an immunoglobulin manufactured to contain standardized antibodies to *S. pneumoniae* serotypes. The Company successfully completed production of a pilot-scale batch and is conducting animal studies for its *S. pneumoniae* hyperimmune globulin program, SG-001.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Principles of consolidation and basis of presentation

The accompanying unaudited condensed consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP") for interim financial information. In the opinion of management, the accompanying unaudited condensed consolidated financial statements include all adjustments, consisting only of normal recurring adjustments, necessary for a fair statement of the Company's financial position, results of operations and cash flows for the periods presented. Any reference in these notes to applicable guidance is meant to refer to U.S. GAAP as found in the Accounting Standards Codification ("ASC") and Accounting Standards Updates ("ASU") of the Financial Accounting Standards Board (the "FASB").

The accompanying unaudited condensed consolidated financial statements should be read in conjunction with the annual audited consolidated financial statements and notes thereto as of and for the year ended December 31, 2025 included in the Company's Annual Report on Form 10-K for the year ended December 31, 2025 (the "2025 10-K"). All intercompany balances and transactions have been eliminated in consolidation. The preparation of our interim consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the amounts reported and disclosed. We have made reasonable estimates and judgments of such items within our financial statements and there may be changes to those estimates in future periods.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

During the three and nine months ended September 30, 2026 and 2025, comprehensive income was equal to the net income amounts presented for the respective periods in the accompanying condensed consolidated statements of operations. Results for interim periods are not necessarily indicative of the results that may be expected for the full fiscal year.

Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Significant estimates include estimates related to the Company's effective tax rate.

Accounts Receivable

Accounts receivable is reported at realizable value, net of credit losses and allowances for customer credits, such as chargebacks, which totaled $2.7 million and $0.3 million at September 30, 2026 and December 31, 2025, respectively. The Company extends credit to its customers based upon an evaluation of each customer's financial condition and credit history. Evaluations of the financial condition, payment history and associated credit risk of customers are performed on an ongoing basis. Based on these evaluations, the Company has concluded that its credit risk is minimal. At September 30, 2026 and December 31, 2025, two customers accounted for an aggregate of approximately 84% and 87%, respectively, of the Company's total accounts receivable.

Inventories

Raw materials inventory consists of normal source plasma and respiratory syncytial virus ("RSV") high-titer plasma collected at the Company's plasma collection facilities or purchased from third parties, along with various materials purchased from suppliers, used in the production of the Company's products. Work-in-process and finished goods inventories (see Note 3) reflect the cost of raw materials as well as costs for direct and indirect labor, primarily salaries, wages and benefits for applicable employees, as well as an allocation of overhead costs related to the Boca Facility including utilities, property taxes, general repairs and maintenance, consumable supplies and depreciation.

Inventories, including plasma intended for resale and plasma intended for internal use in the Company's manufacturing, commercialization or research and development activities, are carried at the lower of cost or net realizable value determined by the first-in, first-out method. For both the Company's immune globulin products and plasma intended for resale and internal use, net realizable value is generally determined based upon the consideration the Company expects to receive when the inventory is sold, less costs to deliver the inventory to the recipient. The estimates for net realizable value of inventory are based on contractual terms or upon historical experience and certain other assumptions, and the Company believes that such assumptions are reasonable. Inventory is periodically reviewed to ensure that its carrying value does not exceed its net realizable value, and adjustments are recorded to write down such inventory, with a corresponding charge to cost of product revenue, when the carrying value or historical cost exceeds its estimated net realizable value. In addition, costs associated with the production of engineering lots that would not qualify as immediately available for commercial sale are charged to cost of product revenue and not capitalized into inventory.

Goodwill

Goodwill represents the excess of purchase price over the fair value of net assets acquired by the Company. Goodwill at September 30, 2026 and December 31, 2025 was $3.5 million, all of which is attributable to its ADMA BioManufacturing business segment.

The Company did not record any impairment charges related to goodwill for the three and nine months ended September 30, 2026 and 2025.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

Revenue Recognition

Revenues are comprised of (i) revenues from the sale of the Company's immunoglobulin products, ASCENIV, BIVIGAM and Nabi-HB, (ii) product revenues from the sale of human plasma collected by the Company's Plasma Collection Centers business segment, (iii) contract manufacturing and laboratory services revenue, (iv) revenues from the sale of intermediate by-products and (v) license and other revenues primarily attributable to the out-licensing of ASCENIV to Biotest AG ("Biotest") in 2012 to market and sell this product in Europe and certain countries in Northern Africa and the Middle East. Biotest has provided the Company with certain services and financial payments in accordance with the related Biotest license agreement and is obligated to pay the Company certain amounts in the future if certain milestones are achieved. Deferred revenue is amortized into income over the term of the Biotest license, representing a period of approximately 22 years.

Product revenue is recognized when the customer is deemed to have control over the product and the performance obligation is satisfied. Control is determined based on when the product is shipped or delivered and title passes to the customer. Revenue is recorded in an amount that reflects the consideration the Company expects to receive in exchange. Revenue from the sale of the Company's immunoglobulin products is recognized when the product reaches the customer's destination, and is recorded net of estimated rebates, wholesaler distribution and related fees, customer incentives, including prompt pay discounts, wholesaler chargebacks, group purchasing organization fees and reimbursements for patient assistance. These estimates are based on contractual arrangements, historical experience and certain other assumptions, and while the Company believes that such estimates are reasonable, they are subject to change based on future developments and other factors.

For revenues associated with contract manufacturing and the sale of intermediates, control transfers to the customer and the performance obligation is satisfied when the customer takes possession of the product from the Boca Facility.

Product revenues from the sale of human plasma collected at the Company's plasma collection centers are recognized at the time control of the product has been transferred to the customer and the performance obligation is satisfied, which generally occurs at the time of shipment from one of the Company's plasma collection facilities or from a third-party warehouse that is utilized by the Company. Product revenues are recognized at the time of delivery if the Company retains control of the product during shipment.

For the three and nine months ended September 30, 2026, three customers represented an aggregate of approximately 86% and 81%, respectively, of the Company's consolidated revenues. For the three and nine months ended September 30, 2025, three customers represented an aggregate of approximately 78% and 79%, respectively, of the Company's consolidated revenues.

Cost of Product Revenue

Cost of product revenue includes costs associated with the manufacture of the Company's FDA approved products and intermediates and for the collection of human source plasma, as well as expenses related to conformance batch production, process development and scientific and technical operations when these operations are attributable to marketed products. When the activities of these operations are attributable to new products in development, the expenses are classified as research and development expenses.

Earnings Per Common Share

For the three and nine months ended September 30, 2026 and 2025, basic and diluted earnings per share are calculated as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Net income available to common stockholders ($000's) (numerator)	$ 49,884	$ 36,428	$ 133,034	$ 97,551
Weighted-average number of common shares (denominator)	223,695,193	238,602,978	229,291,798	238,408,042
Basic earnings per common share	$ 0.22	$ 0.15	$ 0.58	$ 0.41
Weighted-average number of common shares	223,695,193	238,602,978	229,291,798	238,408,042
Potential shares of common stock arising from outstanding stock options	2,125,485	3,165,210	2,461,623	3,810,380
Potential shares of common stock arising from outstanding warrants	-	-	-	18,936
Potential shares of common stock arising from outstanding RSUs	-	2,896,075	351,872	3,253,976
Total shares - diluted (denominator)	225,820,678	244,664,263	232,105,293	245,491,334
Diluted earnings per common share	$ 0.22	$ 0.15	$ 0.57	$ 0.40

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

For the three and nine months ended September 30, 2026 and 2025, the following awards were excluded from the computation of diluted net income per common share because of their anti-dilutive effects:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
Options	1,487,689	-	1,487,689	-
RSUs	428,728	-	428,728	-
Total	1,916,417	-	1,916,417	-

Fair Value of Financial Instruments

The carrying amounts of certain of the Company's financial instruments, including cash and cash equivalents, accounts receivable and accounts payable are shown at cost, which approximates fair value due to the short-term nature of these instruments. The debt outstanding under the Company's senior notes payable (see Note 7) also approximates fair value, based on a Level 3 classification under the fair value hierarchy, due to the variable interest rate on this debt.

Recent Accounting Pronouncements

In December 2025, the FASB issued ASU 2025-11, *Interim Reporting (Topic 270): Narrow-Scope Improvements* ("ASU 2025-11"), which clarifies the guidance in Topic 270 to improve the consistency of interim financial reporting. The ASU provides a comprehensive list of required interim disclosures and introduces a disclosure principle requiring entities to disclose events since the end of the last annual reporting period that have a material impact on the entity. ASU 2025-11 is effective for fiscal years beginning after December 15, 2027, including interim periods within those fiscal years, with early adoption permitted. The Company is currently evaluating the impact of adopting ASU 2025-11.

In November 2024, FASB issued ASU 2024-03, *Income Statement-Reporting Comprehensive Income-Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses* ("ASU 2024-03"), requiring public entities to disclose additional information about specific expense categories in the notes to the financial statements on an interim and annual basis. ASU 2024-03 is effective for fiscal years beginning after December 15, 2026, and for interim periods beginning after December 15, 2027, with early adoption permitted. The adoption of ASU 2024-03 will result in changes to the presentation of the Company's financial statements, the impact of which is currently being evaluated.

3. INVENTORIES

The following table provides the components of inventories:

(In thousands)	September 30, 2026	December 31, 2025
Raw materials	$ 102,335	$ 96,612
Work-in-process	75,997	57,798
Finished goods	87,783	52,055
Total inventories, net	$ 266,115	$ 206,465

Raw materials includes plasma and other materials expected to be used in the production of ASCENIV, BIVIGAM and Nabi-HB. These materials will be consumed in the production of goods expected to be available for sale or otherwise have alternative uses that provide a probable future benefit.

Work-in-process inventory primarily consists of the Company's IVIG products that are manufactured to the bulk drug substance and unlabeled filled vials stage of production.

Finished goods inventory is comprised of the Company's immunoglobulin products that have reached the filled, labeled and serialized vial stage of production and related intermediates that are available for commercial sale, as well as plasma collected at the Company's plasma collection centers which is expected to be sold to third-party customers.

4. PROPERTY AND EQUIPMENT

Property and equipment and related accumulated depreciation are summarized as follows:

(In thousands)	September 30, 2026	December 31, 2025
Manufacturing and laboratory equipment	$ 30,567	$ 28,119
Office equipment and computer software	6,307	6,307
Furniture and fixtures	5,636	5,614
Construction in process	11,365	8,457
Leasehold improvements	15,063	14,983
Land	13,039	13,039
Buildings and building improvements	28,230	26,886
	110,207	103,405
Less: Accumulated depreciation	(43,446)	(38,348)
Total property and equipment, net	$ 66,761	$ 65,057

The Company recorded depreciation expense on property and equipment for the three and nine months ended September 30, 2026 of $1.7 million and $5.2 million, respectively, and $2.0 million and $6.0 million for the three and nine months ended September 30, 2025, respectively.

5. ASSETS AND LIABILITIES HELD FOR SALE

In the first quarter of 2026, the Company completed the sale of its plasma collection centers located in Maryville, Tennessee ("Maryville Center"), Knoxville, Tennessee ("Knoxville Center"), and Laurel, Maryland ("Laurel Center" and, collectively with the Maryville Center and Knoxville Center, the "Disposal Group"), in that order. The sale was completed pursuant to an Asset Purchase Agreement entered into on December 31, 2025, which provided for an aggregate purchase price of $12.0 million, with fifty percent (50%) of the consideration in the form of one-year secured promissory notes bearing interest at ten percent (10%) and the remaining fifty percent (50%) payable in cash, $1.0 million of which was received in December 2025. As a result of the sale of the Disposal Group, the Company recognized a gain of approximately $8.0 million. The Company recorded the one-year secured promissory notes within prepaid expenses and other current assets and recognized the gain within Gain on sale of plasma centers.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

6. ACCRUED EXPENSES AND OTHER CURRENT LIABILITIES

Accrued expenses and other current liabilities at September 30, 2026 and December 31, 2025 are as follows:

(In thousands)	September 30, 2026	December 31, 2025
Accrued rebates	$ 8,189	$ 5,758
Accrued distribution fees	16,854	14,808
Accrued incentives	4,964	6,005
Accrued interest	123	172
Accrued testing	349	130
Accrued payroll and other compensation	2,785	809
Accrued income taxes	15,596	8,616
Other	5,357	4,168
Total accrued expenses and other current liabilities	$ 54,217	$ 40,466

7. DEBT

A summary of outstanding senior notes payable is as follows:

(In thousands)	September 30, 2026	December 31, 2025
JPM revolving credit facility	$ 125,000	$ -
JPM term loan	72,188	74,063
Less: Debt discount and issuance costs	(1,331)	(1,920)
Total debt	195,857	72,143
Less: current portion of long-term debt	(4,219)	(2,813)
Long-term debt	$ 191,638	$ 69,330

JPM Credit Agreement

On August 5, 2025 (the "JPM Closing Date"), the Company and all of the Company's subsidiaries entered into a Credit Agreement (the "JPM Credit Agreement") with the lenders party thereto and JPMorgan Chase Bank, N.A., as administrative agent. The JPM Credit Agreement provides for $300 million of senior secured credit facilities, consisting of (a) a term loan in the aggregate principal amount of $75 million (the "JPM Term Loan Facility"), which was drawn in full on the JPM Closing Date, and (b) a revolving credit facility in the aggregate principal amount of $225 million (the "JPM Revolving Facility"). The Company may also request, subject to customary conditions, additional incremental revolving commitments or term loans in an aggregate principal amount not to exceed $100 million (together with the JPM Term Loan Facility and the JPM Revolving Facility, the "JPM Credit Facilities"). The JPM Term Loan Facility has a maturity date of August 5, 2028 (the "JPM Term Maturity Date"), and the JPM Revolving Facility has a maturity date of August 5, 2028 or any earlier date on which the commitments under the JPM Revolving Facility are reduced to zero or otherwise terminated pursuant to the terms of the JPM Credit Agreement.

On March 2, 2026, the Company borrowed $125.0 million under the JPM Revolving Facility, used to fund the accelerated share repurchase agreement ("ASR Agreement"). See Note 8 for further details.

Interest on borrowings under the JPM Credit Facilities accrues at an applicable rate equal to (i) an alternate base rate plus an applicable spread (each such borrowing, an "ABR Borrowing") or (ii) Term Secured Overnight Financing Rate ("SOFR") plus an applicable spread (each such borrowing, a "Term Benchmark Borrowing"), in each case based on the lower of the applicable rates set forth in the JPM Credit Agreement, which are based on the Company's total leverage ratio. These applicable spreads range from 150 basis points to 200 basis points over the alternate base rate and 250 basis points to 300 basis points over Term SOFR, in each case, as determined in accordance with the provisions of the JPM Credit Agreement. The Company has agreed to pay a commitment fee at specified rates set forth in the JPM Credit Agreement, which, based on the Company's total leverage ratio, ranges from 30 basis points to 35 basis points on the daily amount of the undrawn portion of the aggregate commitments of the lenders under the JPM Revolving Facility. At the Company's request, each borrowing initially shall be either an ABR Borrowing or a Term Benchmark Borrowing, and the Company may thereafter elect to convert any such borrowing to a different type. During the occurrence and continuance of an Event of Default (as defined in the JPM Credit Agreement), all borrowings shall accrue interest at a rate per annum equal to 2% plus the applicable rate. As of September 30, 2026, the interest rate on the JPM Term Loan Facility and the JPM Revolving Facility was approximately 6.19%.

On the JPM Revolving Facility Maturity Date, the Company will repay the unpaid principal amount outstanding under the JPM Revolving Facility. Under the JPM Term Loan Facility, the Company will make principal payments in accordance with and on the dates specified in the amortization schedule set forth in the JPM Credit Agreement, with the remaining unpaid principal amount to be paid in full on the JPM Term Maturity Date. The Company may prepay at any time and from time to time any borrowing in whole or in part, without premium or penalty (other than, if applicable, any break funding expenses), subject to customary notice requirements.

All of the Company's obligations under the JPM Credit Agreement are secured by a first-priority lien and security interest in substantially all of the tangible and intangible assets, including intellectual property and equity interests, of the Company and all of its subsidiaries.

The JPM Credit Agreement contains certain representations and warranties, affirmative covenants, negative covenants and conditions that are customarily required for similar debt financings. The negative covenants include certain financial covenants, including a maximum total leverage ratio of 2.50 to 1.00 and a minimum fixed charge coverage ratio of 1.20 to 1.00. The negative covenants also restrict or limit the Company's ability and the ability of the Company's subsidiaries to, among other things and subject to certain exceptions contained in the JPM Credit Agreement, incur new indebtedness; create liens on assets; engage in certain fundamental corporate changes; make certain investments; dispose of certain assets; engage in sale and leaseback transactions or swap agreements; make dividend payments and other certain Restricted Payments (as defined in the JPM Credit Agreement); engage in certain affiliate transactions; enter into any other agreements that have the impact of restricting the Company's ability to make loan repayments under the JPM Credit Agreement; or amend certain material documents.

The debt maturities over the next five years are as follows (*in thousands*):

Fiscal year	**Amount**
2026	$ 938
2027	4,688
2028	191,562
2029	-
2030	-
Total	$ 197,188

As of September 30, 2026, the Company was in compliance with all of its debt covenants in the JPM Credit Agreement.

8. STOCKHOLDERS' EQUITY

Treasury Stock

In May 2025, the Company's board of directors (the "Board") authorized a share repurchase program of up to $500.0 million of the Company's outstanding shares of common stock (the "Repurchase Program"). The Repurchase Program does not obligate the Company to acquire any particular amount of its common stock, and may be modified, suspended, or terminated at any time. The Repurchase Program has no expiration date.

On March 2, 2026, the Company entered into the ASR Agreement with J.P. Morgan Chase Bank, National Association ("J.P. Morgan") to repurchase $125.0 million of the Company's common stock. In connection with the ASR Agreement, the Company made an upfront cash prepayment of $125.0 million to J.P. Morgan and received an initial delivery of 6,422,608 shares of common stock. The initial delivery of shares was valued at approximately $105.2 million based on the closing price of the Company's common stock of $16.38 on the March 3, 2026 delivery date, and was recorded as treasury stock in the consolidated balance sheet. The remaining $19.8 million of the prepayment, representing the embedded forward contract component, was initially recorded within Additional Paid-In Capital ("APIC") in the consolidated balance sheet as of March 31, 2026.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

On May 7, 2026, upon final settlement of the ASR Agreement, the Company received an additional 4,337,879 shares of common stock from J.P. Morgan. The final number of shares received was based on the volume-weighted average price of the Company's common stock during the term of ASR Agreement, less a discount and subject to adjustments. In connection with the final settlement of ASR Agreement, the $19.8 million previously recorded in APIC was reclassified to treasury stock during the second quarter of 2026.

The delivery of shares resulted in an immediate reduction of the outstanding shares used to calculate the weighted-average common shares outstanding for basic and diluted net income per share.

In addition to the shares repurchased under the ASR Agreement, during the three and nine months ended September 30, 2026, the Company repurchased 2,722,563 and 5,777,770 shares of common stock under the Repurchase Program at a total cost of $25.1 million and $55.3 million, respectively.

During the three and nine months ended September 30, 2026, the Company recognized $0.2 million and $1.3 million of excise tax liability related to share repurchases in accordance with the Inflation Reduction Act of 2022, respectively.

The following table summarizes the common stock repurchase activity under the Repurchase Program:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
(In thousands)				
Shares repurchased	2,723	512	16,539	1,329
Total cost of shares repurchased	$ 25,284	$ 8,040	$ 181,646	$ 23,188

The repurchased shares are recorded at the repurchase cost in treasury stock in the Company's condensed consolidated balance sheet and are available for reissuance.

Preferred Stock

The Company is currently authorized to issue up to 10 million shares of preferred stock, $0.0001 par value per share. There were no shares of preferred stock outstanding at September 30, 2026 and December 31, 2025.

Common Stock

As of September 30, 2026 and December 31, 2025, the Company was authorized to issue 300,000,000 shares of its common stock, $0.0001 par value per share, and 222,793,831 and 237,874,496 shares of common stock were outstanding as of September 30, 2026 and December 31, 2025, respectively. After giving effect to shares reserved for the issuance of awards issued under the Company's equity incentive plans, 55,719,509 shares of common stock were available for issuance as of September 30, 2026.

Equity Incentive Plans

In 2022, the Company's stockholders approved the ADMA Biologics, Inc. 2022 Compensation Plan (the "2022 Equity Plan"), which replaced the Company's Amended and Restated 2014 Omnibus Incentive Compensation Plan. Approval of the 2022 Equity Plan resulted in approximately 18 million additional shares of the Company's common stock being reserved for future awards. The 2022 Equity Plan provides for the Board or a Committee of the Board (the "Committee") to grant awards to grantees and to determine the exercise price, vesting term, expiration date and all other terms and conditions of the awards, including acceleration of the vesting of an award at any time. Any options granted under the 2022 Equity Plan are intended to be Incentive Stock Options ("ISOs"), unless specified by the Committee to be Non-Qualified Options ("NQOs") as defined by the Internal Revenue Code. ISOs and NQOs may be granted to employees, consultants or Board members at an option price not less than the fair market value of the common stock subject to the stock option agreement. Shares issued in connection with the exercise of stock options or the vesting of restricted stock units ("RSUs") are newly issued shares.

Options

The fair value of stock options granted is determined on the date of grant using the Black-Scholes model. To determine the risk-free interest rate, the Company utilizes the U.S. Treasury yield curve in effect at the time of the grant with a term consistent with the term of the awards granted by the Company. The expected term of all options granted is in accordance with Staff Accounting Bulletins 107 and 110, which is based on the average between vesting terms and contractual terms as the Company had a limited history of option exercises prior to the middle of fiscal 2023. The expected dividend yield reflects the Company's current and expected future policy for dividends on the Company's common stock.

The following assumptions were used to determine the fair value of options granted during the nine months ended September 30, 2026 and 2025:

	Nine Months Ended September 30,	
	2026	**2025**
Expected term	5.5 - 6.3 years	5.5 - 6.3 years
Volatility	68%	66%
Dividend yield	0.0	0.0
Risk-free interest rate	3.80 - 4.35%	4.40%

The following table summarizes information about the Company's stock options under the Company's equity incentive plans and related information:

	Shares	**Weighted-Average Exercise Price**
Options outstanding, vested and expected to vest at December 31, 2025	4,682,783	$ 6.13
Forfeited	(117,629)	$ 14.85
Expired	(175)	$ 2.35
Granted	831,684	$ 15.13
Exercised	(212,171)	$ 3.25
Options outstanding, vested and expected to vest at September 30, 2026	5,184,492	$ 7.50
Options exercisable	3,455,056	$ 5.16

As of September 30, 2026, the Company had $12.3 million of unrecognized compensation expense related to stock options granted under the Company's equity incentive plans, which is expected to be recognized over a weighted-average period of 2.7 years.

Restricted Stock Units

The Company grants RSUs to certain employees and consultants of the Company and to members of its Board. The RSUs generally vest annually over a period of four years for employees and consultants, and in two installments over a period of one year for directors.

A summary of the Company's RSU activity and related information is as follows:

	Shares	Weighted-Average Grant Date Fair Value
Balance at December 31, 2025	5,144,503	$ 9.31
Granted	1,866,431	$ 13.75
Vested	(1,909,683)	$ 7.81
Forfeited	(306,713)	$ 11.90
Balance at September 30, 2026	4,794,538	$ 11.47

As of September 30, 2026, the Company had $45.2 million of unrecognized compensation expense related to unvested RSUs granted under the Company's equity incentive plans, which is expected to be recognized over a weighted-average period of 2.6 years.

Total stock-based compensation expense for all awards granted under the Company's equity incentive plans for the three and nine months ended September 30, 2026 and 2025 was as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(in thousands)	2026	2025	2026	2025
Research and development	$ 82	$ 54	$ 223	$ 145
Plasma center operating expenses	154	132	420	310
Selling, general and administrative	4,888	3,935	14,875	11,762
Cost of product revenue	1,079	926	3,149	2,417
Total stock-based compensation expense	$ 6,203	$ 5,047	$ 18,667	$ 14,634

9. RELATED PARTY TRANSACTIONS

The Company leases an office building and equipment from Areth, LLC ("Areth") pursuant to an agreement for services effective as of January 1, 2016, as amended from time to time, and pays monthly rent on this facility in the amount of $10,000. The Company amended the original Areth agreement to extend its term to December 31, 2026, with automatic successive one-year renewals thereafter. Either party may terminate the agreement by providing the other party with one year's prior written notice. Rent expense for the three and nine months ended September 30, 2026 and 2025 amounted to $30,000 and $90,000, respectively. Areth is a company controlled by Dr. Jerrold B. Grossman, the Vice Chairman of the Board, and Adam S. Grossman, the Company's President and Chief Executive Officer.

During the nine months ended September 30, 2025, the Company purchased certain specialized equipment and repair services used for the collection and processing of source plasma from GenesisBPS in the amount of approximately $34,000. GenesisBPS was owned by Dr. Grossman and Adam Grossman until September 30, 2025.

10. COMMITMENTS AND CONTINGENCIES

General Legal Matters

From time to time the Company is or may become subject to certain legal proceedings and claims arising in connection with the normal course of its business. Management does not expect that the outcome of any such claims or actions will have a material effect on the Company's liquidity, results of operations or financial condition.

On July 10, 2026, plaintiff Lisa Mazzarino filed a putative securities class action lawsuit, *Mazzarino v. ADMA Biologics, Inc. et al.,* Case No. 2:26-cv-06918 (D.N.J.), against the Company, Adam Grossman, the Company's director, President and Chief Executive Officer, Jerrold Grossman, the Company's Vice Chairman of the Board, and Brad Tade, the Company's former Chief Financial Officer and Treasurer, in the United States District Court for the District of New Jersey (the "Securities Class Action"). The complaint alleges violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and Rule 10b-5 promulgated thereunder. The action seeks monetary damages in an unspecified amount. On October 16, 2026, the Court appointed Seafarers Health and Benefits Plan and Seafarers Vacation Plan as the lead plaintiff and further ordered all securities class actions arising out of the same or substantially similar subject matter to be consolidated into the Securities Class Action. The parties plan to present a proposed schedule to the Court for an amended complaint and the defendants' anticipated motion to dismiss. The litigation remains at a preliminary stage. The Company believes that the claims asserted in the lawsuit are without merit and intends to vigorously defend against the action.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

Three stockholder derivative actions alleging substantially the same facts as the Securities Class Action have been filed to date: (1) *Zunya v. Elms, et al.*, Case No. 2:26-cv-10811-ES-AME (D.N.J.) (the "Zunya Action"), filed on August 24, 2026; (2) *Parris v. Elms, et al.*, Case No. 2:26-cv-11014-ES-AME (D.N.J.) (the "Parris Action"), filed on August 26, 2026; and (3) *ES Trust v. Grossman, et al.*, Case No. 2:26-cv-11361-ES-AME (D.N.J.) (the "ES Trust Action," and, collectively with the Zunya Action and Parris Action, the "Derivative Actions"), filed on September 2, 2026. The Derivative Actions were filed in the United States District Court for the District of New Jersey. The plaintiffs in the Derivative Actions purport to assert claims on the Company's behalf against certain of the Company's current and former executives and members of the Board for breach of fiduciary duty, aiding and abetting breach of fiduciary duty, corporate waste, unjust enrichment, and violations of the Exchange Act. The Derivative Actions seek unspecified monetary and punitive damages, disgorgement of profits from the named defendants, an award of costs and expenses, including reasonable attorneys' fees, and corporate governance reforms. On September 21, 2026, the Court consolidated the Derivative Actions with the new caption *In re Adma Biologics, Inc. Stockholder Derivative Litigation*, Lead Case No. 2:26-cv-10811-ES-AME. The Company intends to move for a stay of the Derivative Actions pending resolution of the Securities Class Action.

At this time, the Company is unable to predict the outcome of the litigation or reasonably estimate the amount or range of any potential loss, if any, that may result from the matters. Accordingly, no accrual has been recorded in the accompanying condensed consolidated financial statements with respect to these litigation matters.

The Company also received three demands to inspect books and records pursuant to Section 220 of the Delaware General Corporation Law seeking documents related to the facts alleged in the Securities Class Action (the "Section 220 Demands"). The Company has responded to each of the Section 220 Demands and continues to discuss those responses with the requesting stockholders. The stockholders who served the Section 220 Demands may file additional Derivative Actions.

Vendor Commitments

Pursuant to the terms of a Plasma Purchase Agreement entered into in November 2011 (the "2011 Plasma Purchase Agreement"), the Company agreed to purchase from its former contract manufacturer an annual minimum volume of source plasma containing antibodies to RSV to be used in the manufacture of ASCENIV. The Company must purchase a to-be-determined and agreed upon annual minimum volume from the counterparty, and under the original 2011 Plasma Purchase Agreement the Company was permitted to also collect high-titer plasma from up to five wholly owned ADMA plasma collection facilities. During 2015, the Company amended the 2011 Plasma Purchase Agreement to (i) allow the Company to collect its raw material high-titer plasma from any number of wholly owned ADMA plasma collection facilities and (ii) allow the Company to purchase its raw material high-titer plasma from other third-party collection organizations, in each case, provided that the annual minimum volumes from the Company's former contract manufacturer were met, thus allowing the Company to expand its reach for raw material supply as it executes its commercialization plans for ASCENIV. In December 2018, the Company's former contract manufacturer assigned its rights and obligations under the 2011 Plasma Purchase Agreement to Grifols Worldwide Operations Limited ("Grifols") as its successor-in-interest, effective January 2019. Effective October 2024, the Company entered into an Amended and Restated Plasma Purchase Agreement with Grifols (the "A&R Grifols Agreement") with a term expiring in September 2039, after which it may be renewed for two additional multi-year periods if agreed to by the parties. Pursuant to the A&R Grifols Agreement, Grifols supplies, on a non-exclusive basis, to ADMA BioManufacturing a minimum of 35,000 liters of RSV plasma annually to be used in the manufacture of ASCENIV, with an escalating price per liter depending on the volume supplied in a given 12-month period, with a minimum annual price increase every 12 months. Additionally, Grifols will be entitled to receive a fixed bonus payment in the event that a specified liter amount of high-titer plasma is supplied to the Company in any 12-month period during the term of the A&R Grifols Agreement.

Effective August 2024, the Company entered into a Plasma Purchase Agreement with KEDPlasma LLC ("KEDPlasma") with a term expiring in July 2031, after which it may be renewed for an additional five-year period if agreed to by the parties (the "KEDPlasma Agreement"). Pursuant to the KEDPlasma Agreement, KEDPlasma supplies, on a non-exclusive basis, to ADMA BioManufacturing a minimum of 35,000 liters of RSV plasma annually commencing with the 12-month period ended July 31, 2026, with an escalating price per liter depending on the volume supplied in a given 12-month period. The price per liter of high-titer plasma supplied pursuant to the KEDPlasma Agreement is also scheduled to increase on an annual basis. Additionally, KEDPlasma will be entitled to receive a fixed bonus payment in the event that a specified liter amount of RSV plasma is supplied to the Company in any 12-month period during the term of the KEDPlasma Agreement.

In June 2017, the Company entered into a Plasma Supply Agreement with its former contract manufacturer (the "Plasma Supply Agreement"), pursuant to which the counterparty supplies, on an exclusive basis subject to certain exceptions, to ADMA BioManufacturing an annual minimum volume of hyperimmune plasma that contain antibodies to the Hepatitis B virus for the manufacture of Nabi-HB. The Plasma Supply Agreement has a 10-year term. In July 2018, the Plasma Supply Agreement was amended to provide, among other things, that in the event the counterparty elects not to supply in excess of ADMA BioManufacturing's specified amount of Hepatitis B plasma and ADMA BioManufacturing is unable to secure Hepatitis B plasma from a third party at a price that is within a low double-digit percentage of the price that ADMA BioManufacturing pays to the counterparty, then the counterparty shall reimburse ADMA BioManufacturing for the difference in price ADMA BioManufacturing incurs. In December 2018, the Company's former contract manufacturer assigned its rights and obligations under the Plasma Supply Agreement to Grifols, effective January 2019.

Other Commitments

In the normal course of business, the Company enters into contracts that contain a variety of indemnifications with its employees, licensors, suppliers and service providers. Further, the Company indemnifies its directors and officers who are, or were, serving at the Company's request in such capacities. The Company's maximum exposure under these arrangements is unknown as of September 30, 2026. The Company does not anticipate recognizing any significant losses relating to these arrangements.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

11. SEGMENTS

The Company is engaged in the manufacture, marketing and development of specialty plasma-derived biologics. The Company's ADMA BioManufacturing operating segment reflects the Company's immunoglobulin manufacturing, commercial and development operations in Boca Raton, Florida. The Plasma Collection Centers operating segment consisted of seven plasma collection facilities as of September 30, 2026 and ten plasma collection facilities as of December 31, 2025, all located throughout the United States. All facilities were operational, collecting plasma and holding FDA licenses as of each respective period. The Company defines its operating segments as those business units whose operating results are regularly reviewed by the chief operating decision maker ("CODM") to analyze performance and allocate resources. The Corporate information included in the reconciliations below generally consists of certain unallocated general and administrative overhead expenses and interest expense on the Company's senior debt (see Note 7). The Company's CODM is its President and Chief Executive Officer. For the Company's two operating segments, the CODM uses income before taxes as the measure of segment profit to determine the allocation of resources for each segment. Transactions between the two operating segments consist solely of the transfer of raw material plasma inventory at cost from the Plasma Collection Centers segment to the ADMA BioManufacturing segment with no markup or intercompany profit. Income tax benefit/expense is recorded in the Corporate entity and is not allocated to the operating segments. Summarized financial information concerning reportable segments is shown in the following tables:

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

Three Months Ended September 30, 2026

(in thousands)	ADMA BioManufacturing	Plasma Collection Centers	Total
Revenues	$ 141,041	$ 25	$ 141,066
Cost of product revenue	41,072	113	41,185
Research and development	4,490	-	4,490
Plasma center operating expenses	-	1,055	1,055
Selling, marketing and distribution	7,529	-	7,529
Depreciation and amortization expense	1,328	462	1,790
General and administrative expense	8,398	-	8,398
Other income (expense), net	(24)	150	126
Income (loss) before taxes	79,468	(993)	78,475
Expenditures for additions to long-lived assets	2,047	(45)	2,002
Total assets	513,121	22,327	535,448
Reconciliation of revenues:			
Segment revenue			$ 141,066
License revenue			36
Consolidated revenues			$ 141,102
Reconciliation of selling, general and administrative expense:			
Segment selling, marketing and distribution expense			$ 7,529
Segment general and administrative expense			8,398
Corporate general and administrative expense (a)			10,628
Consolidated selling, general and administrative expense			$ 26,555
Reconciliation of income (loss) before taxes:			
Segment income before taxes			$ 78,475
License revenue			36
Unallocated interest expense, primarily related to interest on senior debt (see Note 7)			(3,427)
Unallocated interest income			1,148
Corporate general and administrative expense (a)			(10,628)
Consolidated income before taxes			$ 65,604
Reconciliation of total assets:			
Total segment assets			$ 535,448
Corporate (b)			197,037
Consolidated total assets			$ 732,485

(a) - Primarily includes compensation expense, including stock-based compensation expense, for certain executive officers and consultants, insurance, legal and investor relations expenses and accounting and tax fees that are not allocated to the Company's operating segments.

(b) - Primarily consists of cash and deferred tax assets.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

Nine Months Ended September 30, 2026

(in thousands)	ADMA BioManufacturing	Plasma Collection Centers	Total
Revenues	$ 378,419	$ 1,464	$ 379,883
Cost of product revenue	111,586	1,460	113,046
Research and development	13,101	-	13,101
Plasma center operating expenses	-	3,143	3,143
Gain on sale of plasma centers	-	(7,980)	(7,980)
Selling, marketing and distribution	22,359	-	22,359
Depreciation and amortization expense	3,883	1,526	5,409
General and administrative expense	25,196	-	25,196
Other income (expense), net	(231)	368	137
Income (loss) before taxes	205,776	5,209	210,985
Expenditures for additions to long-lived assets	6,819	(18)	6,801
Total assets	513,121	22,327	535,448
Reconciliation of revenues:			
Segment revenue			$ 379,883
License revenue			107
Consolidated revenues			$ 379,990
Reconciliation of selling, general and administrative expense:			
Segment selling, marketing and distribution expense			$ 22,359
Segment general and administrative expense			25,196
Corporate general and administrative expense (a)			32,479
Consolidated selling, general and administrative expense			$ 80,034
Reconciliation of income (loss) before taxes:			
Segment income before taxes			$ 210,985
License revenue			107
Unallocated interest expense, primarily related to interest on senior debt (see Note 7)			(8,947)
Unallocated interest income			3,303
Corporate general and administrative expense (a)			(32,479)
Consolidated income before taxes			$ 172,969
Reconciliation of total assets:			
Total segment assets			$ 535,448
Corporate (b)			197,037
Consolidated total assets			$ 732,485

(a) - Primarily includes compensation expense, including stock-based compensation expense, for certain executive officers and consultants, insurance, legal and investor relations expenses and accounting and tax fees that are not allocated to the Company's operating segments.

(b) - Primarily consists of cash and deferred tax assets.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

Three Months ended September 30, 2025

(in thousands)	ADMA BioManufacturing	Plasma Collection Centers	Total
Revenues	$ 134,188	$ -	$ 134,188
Cost of product revenue	58,406	192	58,598
Research and development	1,528	-	1,528
Plasma center operating expenses	-	1,272	1,272
Selling, marketing and distribution	8,150	-	8,150
Amortization of intangible assets	38	-	38
General and administrative expense	14,585	-	14,585
Other expense, net	(21)	-	(21)
Income (loss) before taxes	51,460	(1,464)	49,996
Expenditures for additions to long-lived assets	14,652	292	14,944
Total assets	403,917	27,028	430,945
Reconciliation of revenues:			
Segment revenue			$ 134,188
License revenue			36
Consolidated revenues			$ 134,224
Reconciliation of selling, general and administrative expense:			
Segment selling, marketing and distribution expense			$ 8,150
Segment general and administrative expense			14,585
Corporate general and administrative expense (a)			(959)
Consolidated selling, general and administrative expense			$ 21,776
Reconciliation of income before taxes:			
Segment income before taxes			$ 49,996
License revenue			36
Unallocated interest expense, primarily related to interest on senior debt (see Note 6)			(1,675)
Unallocated interest income			376
Loss on extinguishment of debt			(2,177)
Corporate general and administrative expense (a)			959
Consolidated income before taxes			$ 47,515
Reconciliation of total assets:			
Total segment assets			$ 430,945
Corporate (b)			137,742
Consolidated total assets			$ 568,687

(a) - Primarily includes compensation expense, including stock-based compensation expense, for certain executive officers and consultants, insurance, legal and investor relations expenses and accounting and tax fees that are not allocated to the Company's operating segments.

(b) - Primarily consists of cash and deferred tax assets.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

Nine Months ended September 30, 2025

(in thousands)	ADMA BioManufacturing	Plasma Collection Centers	Total
Revenues	$ 369,852	$ 1,050	$ 370,902
Cost of product revenue	166,220	841	167,061
Research and development	3,386	-	3,386
Plasma center operating expenses	-	3,710	3,710
Selling, marketing and distribution	17,827	-	17,827
Amortization of intangible assets	93	-	93
General and administrative expense	44,688	-	44,688
Other expense, net	(195)	-	(195)
Income (loss) before taxes	137,443	(3,501)	133,942
Expenditures for additions to long-lived assets	21,366	263	21,629
Total assets	403,917	27,028	430,945
Reconciliation of revenues:			
Segment revenue			$ 370,902
License revenue			108
Consolidated revenues			$ 371,010
Reconciliation of selling, general and administrative expense:			
Segment selling, marketing and distribution expense			$ 17,827
Segment general and administrative expense			44,688
Corporate general and administrative expense (a)			5,553
Consolidated selling, general and administrative expense			$ 68,068
Reconciliation of income (loss) before taxes:			
Segment income before taxes			$ 133,942
License revenue			108
Unallocated interest expense, primarily related to interest on senior debt (see Note 6)			(5,484)
Unallocated interest income			1,384
Loss on extinguishment of debt			(3,336)
Corporate general and administrative expense (a)			(5,553)
Consolidated income before taxes			$ 121,061
Reconciliation of total assets:			
Total segment assets			$ 430,945
Corporate (b)			137,742
Consolidated total assets			$ 568,687

(a) - Primarily includes compensation expense, including stock-based compensation expense, for certain executive officers and consultants, insurance, legal and investor relations expenses and accounting and tax fees that are not allocated to the Company's operating segments.

(b) - Primarily consists of cash and deferred tax assets.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

Net revenues according to geographic area, based on the location of where the product is shipped, were as follows:

	Three Months Ended September 30, 2026				
(in thousands)	ADMA BioManufacturing	Plasma Centers	Total Segment Revenue	License Revenue	Consolidated Revenue
United States	$ 140,766	$ 25	$ 140,791	$ 36	$ 140,827
International	275	-	275	-	275
Total revenues	$ 141,041	$ 25	$ 141,066	$ 36	$ 141,102

	Nine Months Ended September 30, 2026				
(in thousands)	ADMA BioManufacturing	Plasma Centers	Total Segment Revenue	License Revenue	Consolidated Revenue
United States	$ 377,382	$ 81	$ 377,463	$ 107	$ 377,570
International	1,037	1,383	2,420	-	2,420
Total revenues	$ 378,419	$ 1,464	$ 379,883	$ 107	$ 379,990

	Three Months Ended September 30, 2025				
(in thousands)	ADMA BioManufacturing	Plasma Centers	Total Segment Revenue	License Revenue	Consolidated Revenue
United States	$ 133,942	$ -	$ 133,942	$ 36	$ 133,978
International	246	-	246	-	246
Total revenues	$ 134,188	$ -	$ 134,188	$ 36	$ 134,224

	Nine Months Ended September 30, 2025				
(in thousands)	ADMA BioManufacturing	Plasma Centers	Total Segment Revenue	License Revenue	Consolidated Revenue
United States	$ 366,499	$ 85	$ 366,584	$ 108	$ 366,692
International	3,353	965	4,318	-	4,318
Total revenues	$ 369,852	$ 1,050	$ 370,902	$ 108	$ 371,010

Net revenues, disaggregated by product, are as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
(in thousands)				
ASCENIV	$ 124,742	$ 95,410	$ 325,149	$ 255,063
BIVIGAM	15,390	23,763	50,231	94,984
Intermediates and other [1]	909	15,015	3,039	19,805
ADMA BioManufacturing	141,041	134,188	378,419	369,852
Plasma Collection Centers	25	-	1,464	1,050
License revenue	36	36	107	108
Total	**$ 141,102**	**$ 134,224**	**$ 379,990**	**$ 371,010**

[1] Due to Nabi-HB historically representing less than 10% of the Company's revenue within the ADMA BioManufacturing segment, it has been included under intermediates and other.

ADMA BIOLOGICS, INC. AND SUBSIDIARIES
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

12. LEASE OBLIGATIONS

Aggregate lease expense for the Company's leases for the three months ended September 30, 2026 and 2025 was approximately $0.5 million and $0.6 million, respectively, and aggregate lease expense for the nine months ended September 30, 2026 and 2025 was approximately $1.4 million and $1.8 million, respectively. Cash paid for the Company's leases for the three months ended September 30, 2026 and 2025 was approximately $0.5 million and $0.6 million, respectively, and cash paid for the nine months ended September 30, 2026 and 2025 was approximately $1.5 million and $1.9 million, respectively.

The Company has aggregate lease liabilities of $6.9 million and $7.7 million as of September 30, 2026 and December 31, 2025, respectively, which are comprised primarily of the leases for the Company's plasma collection centers. As of September 30, 2026, the Company's operating leases have a weighted-average remaining term of 5.0 years. Scheduled payments under the Company's lease obligations are as follows (*in thousands*):

2026	$ 510
2027	1,947
2028	1,972
2029	1,896
2030	1,561
2031	1,008
Thereafter	445
Total payments	9,339
Less: imputed interest	(2,392)
Current portion	(1,180)
Balance at September 30, 2026	$ 5,767

13. INCOME TAXES

The Company uses the estimated annual effective tax rate approach as prescribed by ASC 740-270, *Interim Reporting*, to calculate its interim provision for income taxes.

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
(in thousands, except percentages)				
Provision for income taxes	$ 15,720	$ 11,087	$ 39,935	$ 23,510
Effective tax rate	24.0%	23.3%	23.1%	19.4%

The effective tax rate for the three and nine months ended September 30, 2026 differed from the federal statutory rate primarily due to the effect of state income taxes and the gain on sale of the plasma centers, offset by the excess tax benefits on stock-based compensation. The effective tax rate for the three and nine months ended September 30, 2025 differed from the federal statutory tax rate primarily due to the excess tax benefits on stock-based compensation.

14. SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION

Supplemental cash flow information for the nine months ended September 30, 2026 and 2025 is as follows:

	Nine Months Ended September 30,	
	2026	2025
(In thousands)		
SUPPLEMENTAL CASH FLOW INFORMATION:		
Cash paid for interest	$ 8,370	$ 7,717
Cash paid for income taxes	$ 30,535	$ 14,345
Noncash Financing and Investing Activities:		
Equipment acquired reflected in accounts payable and accrued liabilities	$ 1,061	$ 7
Operating lease right-of-use assets obtained in exchange for operating lease obligations	$ -	$ 1,825
Non-cash proceeds from the sale of assets previously held for sale	$ 6,000	$ -

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

The following discussion of our financial condition and results of operations, which refers to our historical results, should be read in conjunction with the other sections of this Quarterly Report on Form 10-Q, including "Risk Factors" and our unaudited consolidated financial statements and the notes thereto appearing elsewhere herein, and in conjunction with the Management's Discussion and Analysis of Financial Condition and Results of Operations set forth in our Annual Report on Form 10-K for the year ended December 31, 2025, filed on February 25, 2026 (the "2025 10-K"). The various sections of this discussion contain a number of forward-looking statements, all of which are based on our current expectations and could be affected by the uncertainties and risk factors described throughout or referenced within this Quarterly Report on Form 10-Q. See "Special Note Regarding Forward-Looking Statements." Our actual results may differ materially from our current expectations.

OVERVIEW

Our Business

ADMA Biologics, Inc. (the "Company," "ADMA," "we," "us" or "our") is a U.S. based, end-to-end commercial biopharmaceutical company dedicated to manufacturing, marketing and developing specialty biologics for the treatment of immunodeficient patients at risk for infection and others at risk for certain infectious diseases. Our targeted patient populations include immune-compromised individuals who suffer from an underlying immune deficiency disorder or who may be immune-suppressed for medical reasons.

Through our ADMA BioManufacturing business segment, we currently have three products with U.S. Food and Drug Administration (the "FDA") approval, all of which are currently marketed and commercially available: (i) ASCENIV (Immune Globulin Intravenous, Human – slra 10% Liquid), an intravenous immune globulin ("IVIG") product indicated for the treatment of Primary Humoral Immunodeficiency ("PI"), also known as Primary Immunodeficiency Disease ("PIDD") or Inborn Errors of Immunity in adults and children ages two and above, for which we received FDA approval in April 2019 and commenced first commercial sales in October 2019; (ii) BIVIGAM (Immune Globulin Intravenous, Human), an IVIG product indicated for the treatment of PI in adults and children ages two and above, and for which we received FDA approval in May 2019 and commenced commercial sales in August 2019; and (iii) Nabi-HB (Hepatitis B Immune Globulin, Human), which is indicated for the treatment of acute exposure to blood containing Hepatitis B surface antigen ("HBsAg") and other listed exposures to Hepatitis B. In addition to our commercially available immunoglobulin products, we generate revenues from the sale of intermediate by-products that result from the immunoglobulin production process and from time to time provide contract manufacturing and laboratory services for certain clients.

We are also developing a pipeline of plasma-derived therapeutics, including a product related to our issued U.S. Patent Nos. 10,259,865, 11,084,870, 11,897,943 and 12,612,450 pertaining to methods of treatment and prevention of S. pneumoniae infection using an immunoglobulin manufactured to contain standardized antibodies to S. pneumoniae serotypes. We have successfully completed production of a pilot-scale batch and are conducting animal studies for our S. pneumoniae hyperimmune globulin program, SG-001. During the third quarter of 2026, we submitted a pre-Investigational New Drug ("IND") package to the FDA. In October 2026, we received constructive feedback from the FDA on our pre-IND meeting package regarding the proposed clinical development strategy, including key elements of the planned clinical study. The FDA also indicated that our proposed assay would be acceptable for product testing, subject to appropriate validation. Based on the FDA's feedback, we intend to incorporate the FDA's recommendations into the final clinical protocol and advance preparations for an IND submission. We believe the preclinical findings and recently received FDA feedback on our pre-IND meeting package support continued development of SG-001.

We manufacture our commercial products at our FDA-licensed, plasma fractionation and purification facility located in Boca Raton, Florida with a peak annual processing capability of up to 600,000 liters (the "Boca Facility"). Based on current production yields, our completed and ongoing supply chain enhancements and capacity expansion initiatives, we believe this facility has the potential to produce sufficient quantities of our immune globulin products.

Through our ADMA BioCenters subsidiary, we currently operate seven source plasma collection facilities in the U.S., all of which hold FDA licenses. This business unit, which we refer to as our Plasma Collection Centers business segment, provides us with a significant portion of the blood plasma required for the manufacture of our products, and also allows us to sell certain quantities of source and hyperimmune plasma to third-party customers for further manufacturing. In addition, each of our FDA-approved plasma collection centers also has approval from the Korean Ministry of Food and Drug Safety, and ADMA BioCenters has FDA approval to operate a Hepatitis B immunization program. A typical plasma collection center, such as those operated by ADMA BioCenters, can collect approximately 30,000 to 50,000 liters of source plasma annually, which may be sold for different prices depending upon the type of plasma, quantity of purchase and market conditions at the time of sale. Plasma collected from ADMA BioCenters' facilities that is not used to manufacture our products is sold to third-party customers in the U.S. and in other locations outside the U.S. where we are approved under supply agreements or in the open "spot" market.

From time to time, we may provide contract manufacturing services for certain third-party clients. We also provide laboratory contracting services to certain customers and may provide contract filling, labeling and packing services utilizing our FDA-approved in-house fill-finish capabilities.

Trends and Developments

For the year ended December 31, 2024, we achieved net income of $197.7 million, the first time in our history that we achieved net income in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”), and generated positive cash flows from operations of $118.7 million. Positive cash flows from operations continued throughout fiscal year 2025. Our improved operating results were primarily the result of the substantial revenue growth and continued physician, patient and payer acceptance of ASCENIV.

In April 2025, the FDA approved our Prior Approval Supplement (a “PAS”) for our innovative yield enhancement production process benefiting both ASCENIV and BIVIGAM. This PAS approval amends the Biologics License Application (“BLA”) approvals for ASCENIV and BIVIGAM and will continue to be the process by which we will manufacture these products on a go-forward basis. The production methods approved in this PAS have resulted in additional bulk drug yield from the same starting raw material source plasma volumes and we believe we should experience meaningful revenue and earnings accretion accelerating further into 2026 and beyond. This innovative process has demonstrated an ability to increase ASCENIV and BIVIGAM production yields by 20% or more from the same starting source plasma volume. Fiscal year 2026 is our first full year of yield-enhanced production, supporting anticipated sustained margin expansion.

In July 2025, the One Big Beautiful Bill Act ("OBBBA") was enacted, which includes numerous changes to existing tax law including extending or making permanent certain business provisions initially established under the 2017 Tax Cuts and Jobs Act, which were set to expire. The OBBBA permanently eliminates the requirement to capitalize and amortize U.S.-based research and experimental expenditures, making these expenditures fully deductible in the period incurred. The OBBBA also permanently extends recognition of the accelerated bonus depreciation on qualifying assets in the period acquired. In 2025, these provisions resulted in a reduction of current income tax liabilities and a corresponding reduction to income tax expense.

In July 2025, we completed the acquisition of real estate in Boca Raton, Florida for a total purchase price of $12.6 million. This real estate purchase is intended to allow us to expand our production operations and related activities as well as provide for certain redundancies for ambient and cold-chain storage of raw materials, work in process and finished goods inventory.

In December 2025, we entered into an agreement for the divestiture of three of our plasma collection centers for an aggregate purchase price of $12.0 million. The sale of these plasma centers was completed during the first quarter of 2026. We continue to own and operate seven plasma collection centers. In conjunction with the divestiture agreement, we entered into a long-term respiratory syncytial virus (“RSV”) plasma supply agreement with the purchaser of the three plasma collection centers, further diversifying our third-party high-titer plasma supply base. Collectively, these actions reflect a deliberate focus on a more flexible, capital-efficient supply model and are expected to deliver accretive cost savings in fiscal year 2026, improve capital efficiency, support increased ASCENIV production capacity, and provide durable plasma supply confidence through the late 2030s.

Beginning in the second half of 2025 and continuing in 2026, new FDA-approved non-ADMA IVIG products, and other pharmaceutical products which compete with certain IVIG product uses entered the market with aggressive pricing tactics, including extended payment terms, rebates and discounts. This has led to increases in raw material plasma supply and finished goods inventory across the distribution network. This created competitive intensity and distribution recalibration across the industry which has impacted our results for the first three quarters of 2026, mainly as it relates to BIVIGAM, but broadly across the IVIG complex. If this trend of competitive pricing tactics continues, future results and market adoption for our products may be adversely impacted.

Our Products

ASCENIV

ASCENIV is a plasma-derived IVIG product that contains naturally occurring polyclonal antibodies, which are proteins that are used by the body's immune system to neutralize microbes, such as bacteria and viruses, and prevent against infection and disease. We manufacture ASCENIV under U.S. Department of Health and Human Services ("HHS") License No. 2019 using a process known as fractionation. The Centers for Medicare and Medicaid Services ("CMS") has issued a permanent, product-specific-J-code for ASCENIV. Under the Healthcare Common Procedure Coding System, the J-code (J1554) became effective in April 2021. As part of our proprietary manufacturing process for ASCENIV, we leverage our unique, patented plasma donor screening methodology and tailored plasma pooling design, which blends normal source plasma and plasma from donors tested to have high levels of neutralizing antibody titers to RSV using our proprietary microneutralization testing assay. With our patented testing methods and assay, we are able to identify the high-titer or "hyperimmune" plasma that meets our internal and required specifications for ASCENIV. This type of high-titer plasma is typically found in less than 10% of the total donor collection samples we test.

ASCENIV is approved for the treatment of PIDD or PI, a class of inherited genetic disorders that causes a deficient or absent immune system in adults and children ages two and above. Our pivotal Phase III clinical trial in 59 PIDD patients met the primary endpoint of no Serious Bacterial Infections reported during 12 months of treatment. Secondary efficacy endpoints further demonstrated the benefits of ASCENIV in the low incidence of infection, therapeutic antibiotic use, reduced days missed from work, school and daycare and reduced unscheduled medical visits and hospitalizations. We believe this clinical data together with the FDA approval of ASCENIV for the treatment of PIDD better positions ADMA to potentially further evaluate ASCENIV in immune-compromised patients infected with or at-risk for RSV infection or potentially other respiratory viral pathogens at an appropriate time. In the future, we may elect to work with the FDA and the immunology and infectious disease community to design an appropriate clinical trial to evaluate the use of ASCENIV in this patient population. Following FDA approval in April 2019, commercial sales of ASCENIV commenced in October 2019 and in 2023 we commenced manufacturing ASCENIV at the 4,400 liter production scale. This expansion has improved the product's margin profile and increased plant production capacity as fewer batches are needed to support our revenue goals. ASCENIV's prescriber and patient base continued to expand during 2024 and 2025, which drove record end-user utilization for this product. These elevated demand trends have sustained during the first three quarters of 2026, and we currently expect that this product's rapid growth will continue in the fourth quarter of 2026 and beyond.

In May 2026, we announced that the FDA approved the expansion of ASCENIV's label in the United States to include the pediatric setting for those two years of age and older.

BIVIGAM

BIVIGAM is a plasma-derived IVIG product that contains a broad range of antibodies similar to those found in normal human plasma. These antibodies are directed against bacteria and viruses and help to protect PI patients against serious infections. BIVIGAM is a purified, sterile, ready-to-use preparation of concentrated human Immunoglobulin G antibodies indicated for the treatment of PI, a group of genetic disorders. This includes, but is not limited to, the humoral immune defect in common variable immunodeficiency, X-linked agammaglobulinemia, congenital agammaglobulinemia, Wiskott-Aldrich syndrome and severe combined immunodeficiency. Based on recent estimates, these disorders are no longer considered to be very rare, with as many as one in every 1,200 people in the United States having some form of PI.

In May 2019, the FDA approved our PAS for the use of our IVIG manufacturing process (known as fractionation), thereby enabling us to re-launch and commercialize this product in the United States. Following our acquisition of the Boca Facility, which included BIVIGAM and Nabi-HB, in June 2017, we resumed production of BIVIGAM during the fourth quarter of 2017 and commercial production is ongoing, using our FDA-approved IVIG manufacturing process under HHS License No. 2019. The commercial re-launch and first commercial sales for this product under our leadership commenced in August 2019.

In April 2021, we announced that the FDA granted approval for our expanded plasma pool production scale process, allowing for a 4,400-liter plasma pool for the manufacture of our BIVIGAM IVIG product. This increased IVIG plasma pool scale, which allows us to produce BIVIGAM at an expanded capacity utilizing the same equipment, release testing assays and labor force, has had a favorable impact on our gross margins, manufacturing efficiencies and operating results.

In December 2023, we announced that the FDA approved the expansion of BIVIGAM's label in the United States to include the pediatric setting for those two years of age and older.

Nabi-HB

Nabi-HB is a hyperimmune globulin that is rich in antibodies to the Hepatitis B virus. Nabi-HB is a purified human polyclonal antibody product collected from plasma donors who have been previously vaccinated with a Hepatitis B vaccine. Nabi-HB is indicated for the treatment of acute exposure to blood containing HBsAg, prenatal exposure of infants born to HBsAg-positive mothers, sexual exposure to HBsAg-positive persons and household exposure to persons with acute Hepatitis B virus infection in specific, listed settings. Hepatitis B is a potentially life-threatening liver infection caused by the Hepatitis B virus, which is a major global health problem. The Hepatitis B virus can cause chronic infection and places people at high risk of death from cirrhosis and liver cancer. Nabi-HB has a well-documented record of long-term safety and effectiveness since its initial market introduction. The FDA approved Nabi-HB in March 1999. Production of Nabi-HB at the Boca Facility has continued under our leadership since the third quarter of 2017. In early 2018, we received authorization from the FDA for the release of our first commercial batch of Nabi-HB for commercial distribution in the United States and we continue to manufacture Nabi-HB under HHS License No. 2019.

RESULTS OF OPERATIONS

Critical Accounting Policies and Estimates

This Management's Discussion and Analysis of Financial Condition and Results of Operations is based on our condensed consolidated financial statements, which have been prepared in accordance with U.S. GAAP. The preparation of these condensed consolidated financial statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses. On an ongoing basis, we evaluate these estimates and assumptions, including those described below. We base our estimates on our historical experience and on various other assumptions that we believe to be reasonable under the circumstances. These estimates and assumptions form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results and experiences may differ materially from these estimates. Significant estimates include estimates related to the Company's effective tax rate.

Some of the estimates and assumptions we are required to make under U.S. GAAP require difficult, subjective and/or complex judgments about matters that are inherently uncertain and, as a result, actual results could differ from those estimates. Due to the estimation processes involved, the following summary of accounting estimates and their application are considered to be critical to understanding our business operations, financial condition and results of operations. For a description of our significant accounting policies, see Note 2 to the consolidated financial statements included in our 2025 10-K.

Revenue Deductions for Rebates and Chargebacks

Our gross product revenues are subject to a variety of deductions which are estimated and recorded in the same period that the revenues are recognized. These deductions primarily consist of rebates, distribution fees, chargebacks and sales allowances. These deductions represent estimates of the related obligations, some of which are contractual in nature and do not require extensive judgment to be exercised by management, while other estimates require complex or subjective matters of knowledge and judgment when estimating the impact of these revenue deductions on net revenues for a reporting period.

Effective Tax Rate

Our provision for income taxes and the determination of our effective tax rate are subject to significant judgment and complexity. We estimate our income tax expense based on enacted tax laws and statutory tax rates in the jurisdictions in which we operate, as well as our interpretation of relevant tax regulations. The effective tax rate includes the impact of various estimates and judgments. Changes in these estimates or in tax laws could significantly affect our effective tax rate and results of operations. Due to the complexity of tax regulations and the potential for differing interpretations, it is reasonably possible that the ultimate resolution of these matters could result in material adjustments to our effective tax rate in future periods.

Three Months Ended September 30, 2026 Compared to Three Months Ended September 30, 2025

The following table presents a summary of the changes in our results of operations for the three months ended September 30, 2026, compared to the three months ended September 30, 2025:

	Three Months Ended September 30,		
(in thousands)	2026	2025	Increase (Decrease)
Revenues	$ 141,102	$ 134,224	$ 6,878
Cost of product revenue	41,185	58,598	(17,413)
Gross profit	99,917	75,626	24,291
Research and development expenses	4,490	1,528	2,962
Plasma center operating expenses	1,055	1,272	(217)
Amortization of intangibles	60	38	22
Selling, general and administrative expenses	26,555	21,776	4,779
Income from operations	67,757	51,012	16,745
Interest and other income	1,298	376	922
Interest expense	(3,432)	(1,675)	(1,757)
Loss on extinguishment of debt	-	(2,177)	2,177
Other expense, net	(19)	(21)	2
Income before taxes	65,604	47,515	18,089
Provision for income taxes	15,720	11,087	4,633
Net income	$ 49,884	$ 36,428	$ 13,456
Adjusted EBITDA*	$ 77,279	$ 58,740	$ 18,539
Adjusted Net Income*	$ 51,062	$ 38,906	$ 12,156

** - See Non-GAAP Financial Measures appearing at the end of this discussion*

Revenues

We recorded total revenues of $141.1 million for the three months ended September 30, 2026, as compared to $134.2 million for the three months ended September 30, 2025, an increase of $6.9 million, or approximately 5.1%. Revenues by product for the three months ended September 30, 2026 and 2025 were as follows:

	Three Months Ended September 30,			
(in thousands)	2026	2025	Increase/ (Decrease)	Increase/ (Decrease) %
ASCENIV	$ 124,742	$ 95,410	$ 29,332	30.7%
BIVIGAM	15,390	23,763	(8,373)	(35.2)%
Intermediates and other products [1]	909	15,015	(14,106)	(93.9)%
ADMA BioManufacturing	141,041	134,188	6,853	5.1%
Plasma Collection Centers	25	-	25	100.0%
License revenue	36	36	-	0.0%
Total Revenues	**$ 141,102**	**$ 134,224**	**$ 6,878**	**5.1%**

[1] Due to Nabi-HB historically representing less than 10% of the Company's revenue within the ADMA BioManufacturing segment, it has been included under intermediates and other products.

The increase in total revenue for the three months ended September 30, 2026 as compared to the prior-year period was primarily driven by the $29.3 million increase in ASCENIV sales, reflecting continued growth in market acceptance of the product. This increase was partially offset by the reduction of $8.4 million in BIVIGAM sales due to the market penetration of non-ADMA IVIG products and by the reduction of $14.1 million in sales of normal source plasma.

Cost of Product Revenue and Gross Profit

Cost of product revenue was $41.2 million for the three months ended September 30, 2026, as compared to $58.6 million for the three months ended September 30, 2025. This decrease is primarily attributable to the lack of normal source plasma sales and lower BIVIGAM sales volume in 2026, partially offset by higher ASCENIV sales volume.

For the three months ended September 30, 2026, we had gross profit of $99.9 million, as compared to $75.6 million for the same period of a year ago, which represented gross margin in the third quarter of 2026 of 70.8%, as compared to 56.3% in the third quarter of 2025. The improvement in gross margin is primarily driven by the favorable product mix with proportionally higher sales of ASCENIV at a higher margin, along with the margin benefits of the yield enhancement manufacturing process.

Research and Development Expenses

Research and development expenses totaled $4.5 million for the third quarter of 2026, as compared to $1.5 million for the third quarter of 2025. The increase of $3.0 million is mainly attributed to the research and development activities associated with SG-001.

Plasma Center Operating Expenses

Plasma center operating expenses, which primarily consist of compensation and benefits for plasma center management and administrative staff, decreased from $1.3 million for the three months ended September 30, 2025 to $1.1 million for the three months ended September 30, 2026, primarily due to the sale of three plasma centers in the first quarter of 2026 and lower related operating costs.

Amortization of Intangibles

Amortization expense mainly pertains to internally developed software and was less than $0.1 million for both the three months ended September 30, 2026 and 2025.

Selling, General and Administrative Expenses

Selling, general and administrative (“SG&A”) expenses were $26.6 million for the three months ended September 30, 2026, as compared to $21.8 million for the three months ended September 30, 2025. This increase of $4.8 million, or 21.9%, was primarily driven by higher employee-related costs, increased software costs and higher professional and legal fees associated with ongoing litigation and related matters.

Interest and Other Income

Interest and other income for the three months ended September 30, 2026 was $1.3 million, as compared to $0.4 million for the three months ended September 30, 2025, driven by the higher average cash balances in 2026 and refinement of our cash investment strategy.

Interest Expense

Interest expense for the three months ended September 30, 2026 was $3.4 million, as compared to $1.7 million for the three months ended September 30, 2025. This increase of $1.7 million was driven by the March 2026 borrowing under our current credit facility with JPMorgan Chase Bank, N.A. and certain other lenders party thereto (“JPMorgan”) to support the accelerated share repurchase agreement (the "ASR Agreement").

Loss on Extinguishment of Debt

Loss on extinguishment of debt recorded during the three months ended September 30, 2025 was driven by the prepayment penalties and write-off of the remaining unamortized debt issuance costs and discounts associated with our former senior secured credit facility with Ares Capital Corporation and certain affiliated credit funds (the “Ares Credit Agreement”).

Other Expense

Other expense was less than $0.1 million for both the three months ended September 30, 2026 and 2025.

Income Tax Expense

The provision for income taxes of $15.7 million for the three months ended September 30, 2026 represented an effective tax rate of 24.0%, as compared to the provision of $11.1 million for the three months ended September 30, 2025, with an effective tax rate of 23.3%. The increase was primarily driven by lower year-over-year excess tax benefits on stock-based compensation.

Nine Months Ended September 30, 2026 Compared to Nine Months Ended September 30, 2025

The following table presents a summary of the changes in our results of operations for the nine months ended September 30, 2026, compared to the nine months ended September 30, 2025:

	Nine Months Ended September 30,		
(in thousands)	**2026**	**2025**	**Increase (Decrease)**
Revenues	$ 379,990	$ 371,010	$ 8,980
Cost of product revenue	113,046	167,061	(54,015)
Gross profit	266,944	203,949	62,995
Research and development expenses	13,101	3,386	9,715
Plasma center operating expenses	3,143	3,710	(567)
Amortization of intangibles	170	93	77
Gain on sale of plasma centers	(7,980)	-	(7,980)
Selling, general and administrative expenses	80,034	68,068	11,966
Income from operations	178,476	128,692	49,784
Interest and other income	3,629	1,384	2,245
Interest expense	(8,956)	(5,484)	(3,472)
Loss on extinguishment of debt	-	(3,336)	3,336
Other expense, net	(180)	(195)	15
Income before taxes	172,969	121,061	51,908
Provision for income taxes	39,935	23,510	16,425
Net income	$ 133,034	$ 97,551	$ 35,483
Adjusted EBITDA*	$ 198,778	$ 157,444	$ 41,334
Adjusted Net Income*	$ 130,698	$ 108,240	$ 22,458

** - See Non-GAAP Financial Measures appearing at the end of this discussion*

Revenues

We recorded total revenues of $380.0 million for the nine months ended September 30, 2026, as compared to $371.0 million for the nine months ended September 30, 2025, an increase of $9.0 million, or approximately 2.4%. Revenues by product for the nine months ended September 30, 2026 and 2025 were as follows:

(in thousands)	Nine Months Ended September 30, 2026	2025	Increase/ (Decrease)	Increase/ (Decrease) %
ASCENIV	$ 325,149	$ 255,063	$ 70,086	27.5%
BIVIGAM	50,231	94,984	(44,753)	(47.1)%
Intermediates and other products [1]	3,039	19,805	(16,766)	(84.7)%
ADMA BioManufacturing	378,419	369,852	8,567	2.3%
Plasma Collection Centers	1,464	1,050	414	39.4%
License revenue	107	108	(1)	(0.9)%
Total Revenues	**$ 379,990**	**$ 371,010**	**$ 8,980**	**2.4%**

[1] Due to Nabi-HB historically representing less than 10% of the Company's revenue within the ADMA BioManufacturing segment, it has been included under intermediates and other products.

The increase in total revenue for the nine months ended September 30, 2026 as compared to the prior-year period was primarily driven by the $70.1 million increase in ASCENIV volume reflecting robust and continued market acceptance. This increase was offset by the $44.8 million decrease in BIVIGAM volume due to the market penetration of non-ADMA IVIG products and by the reduction of $16.8 million in sales of normal source plasma.

Cost of Product Revenue and Gross Profit

Cost of product revenue was $113.0 million for the nine months ended September 30, 2026, as compared to $167.1 million for the nine months ended September 30, 2025. This decrease is primarily attributable to the lack of normal source plasma sales and lower BIVIGAM sales volume in 2026, partially offset by higher ASCENIV sales volume.

For the nine months ended September 30, 2026, we had gross profit of $266.9 million, as compared to $203.9 million for the same period of a year ago, which represents gross margin of 70.3%, as compared to 55.0% for the same period of 2025. The improvement in gross margin is primarily driven by favorable product mix with proportionally higher sales of ASCENIV at a higher margin in 2026, along with the margin benefits of the yield enhancement manufacturing process optimizations.

Research and Development Expenses

Research and development expenses totaled $13.1 million for the nine months ended September 30, 2026, as compared to $3.4 million for the nine months ended September 30, 2025. The increase is mainly due to the ramp-up of clinical development and clinical trial activities related to SG-001.

Plasma Center Operating Expenses

Plasma center operating expenses, which primarily consist of compensation and benefits for plasma center management and administrative staff, decreased from $3.7 million for the nine months ended September 30, 2025 to $3.1 million for the nine months ended September 30, 2026. The decrease is primarily due to the sale of three plasma centers in the first quarter of 2026 and lower related operating costs.

Amortization of Intangibles

Amortization expense mainly pertains to internally developed software and was $0.2 million and $0.1 million for the nine months ended September 30, 2026 and 2025, respectively.

Gain on sale of plasma centers

Gain on sale of plasma centers was $8.0 million for the nine months ended September 30, 2026, as a result of the sale of three of our plasma centers completed during the first quarter of 2026.

Selling, General and Administrative Expenses

SG&A expenses were $80.0 million for the nine months ended September 30, 2026, an increase of $11.9 million as compared to $68.1 million for the nine months ended September 30, 2025. The increase is primarily driven by the increase in personnel costs, including stock-based compensation, and an increase in professional and consulting fees associated with ongoing litigation and related matters and costs associated with strategic initiatives supporting corporate growth.

Interest and Other Income

Interest and other income for the nine months ended September 30, 2026 was $3.6 million, as compared to $1.4 million for the nine months ended September 30, 2025, driven by the higher average cash balances in 2026 and refinement of our cash investment strategy.

Interest Expense

Interest expense for the nine months ended September 30, 2026 was $9.0 million, as compared to $5.5 million for the nine months ended September 30, 2025, driven by higher average outstanding debt balances under our senior secured credit facility with JPMorgan.

Loss on Extinguishment of Debt

We recognized no loss on extinguishment of debt during the nine months ended September 30, 2026. Loss on extinguishment of debt of $3.3 million recognized during the nine months ended September 30, 2025 was driven by the early partial paydown of debt outstanding under the Ares Credit Agreement.

Other Expense

Other expense was $0.2 million for the nine months ended September 30, 2026 and 2025, respectively.

Income Tax Expense

The provision for income taxes of $39.9 million for the nine months ended September 30, 2026 represented an effective tax rate of 23.1%, as compared to the provision of $23.5 million for the nine months ended September 30, 2025, with an effective tax rate of 19.4%. The increase in expense is driven by an increase in net income and lower year-over-year excess tax benefits on stock-based compensation.

Non-GAAP Financial Measures

Earnings Before Interest, Taxes, Depreciation and Amortization ("EBITDA"), Adjusted EBITDA, Adjusted Net Income and Adjusted Basic Earnings Per Share ("EPS")

EBITDA, Adjusted EBITDA, Adjusted net income and Adjusted Basic EPS are important non-GAAP financial measures used by our management and our board of directors (our "Board") to assess our operating performance. We use EBITDA, Adjusted EBITDA, Adjusted net income and Adjusted Basic EPS as key performance measures because we believe that they facilitate operating performance comparisons from period to period that exclude, in the case of Adjusted net income, items that are expected to be non-recurring, and in the case of EBITDA and Adjusted EBITDA, potential differences driven by the impact of variations of non-cash items such as depreciation and amortization, as well as, in the case of Adjusted EBITDA, stock-based compensation or certain one-time and non-recurring items, and in the case of Adjusted Basic EPS, the impact of the adjustments reflected in Adjusted Net Income on basic weighted-average outstanding shares. In addition, we believe that EBITDA, Adjusted EBITDA, Adjusted net income and Adjusted Basic EPS and similar measures are widely used by investors, securities analysts, ratings agencies and other parties in evaluating companies in our industry as a measure of financial performance and debt-service capabilities. See below for a reconciliation of our (i) EBITDA, Adjusted EBITDA, and Adjusted net income to net income and (ii) Adjusted Basic EPS to basic earnings per common share, in each case, the most directly comparable financial measure calculated and presented in accordance with U.S. GAAP.

Because EBITDA, Adjusted EBITDA, Adjusted net income and Adjusted Basic EPS are measures not deemed to be in accordance with U.S. GAAP and are susceptible to varying calculations, our EBITDA, Adjusted EBITDA, Adjusted net income and Adjusted Basic EPS may not be comparable to similarly titled measures of other companies, including companies in our industry, because other companies may calculate EBITDA, Adjusted EBITDA, Adjusted net income and Adjusted Basic EPS in a different manner than we calculate these measurements. Although we use Adjusted EBITDA as one of several financial measures to assess our operating performance, our use is limited as we exclude certain significant operating expenses. EBITDA, Adjusted EBITDA, Adjusted net income and Adjusted Basic EPS are not intended to represent cash flows for the periods presented, nor have they been presented as an alternative to operating income, net income or as an indicator of operating performance and should not be considered in isolation or as a substitute for measures of performance prepared in accordance with U.S. GAAP.

The following table presents the reconciliation of net income to EBITDA and Adjusted EBITDA for the three and nine months ended September 30, 2026 and 2025:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
(In thousands)				
Net income	$ 49,884	$ 36,428	$ 133,034	$ 97,551
Depreciation	1,729	1,987	5,239	5,957
Amortization	60	38	170	93
Income taxes	15,720	11,087	39,935	23,510
Interest expense, net	2,134	1,675	5,303	5,484
EBITDA	69,527	51,215	183,681	132,595
Stock-based compensation	6,203	5,047	18,667	14,634
Voluntary Withdrawal and product replacements	-	-	-	4,001
Yield enhancement	181	301	1,022	1,696
Gain on sale of plasma centers	-	-	(7,980)	-
Loss on extinguishment of debt	-	2,177	-	3,336
Non-recurring professional fees	1,368	-	3,388	1,182
Adjusted EBITDA	$ 77,279	$ 58,740	$ 198,778	$ 157,444

Adjusted EBITDA increased for each of the three and nine months ended September 30, 2026, as compared to the same periods of a year ago, by $18.5 million and $41.3 million, respectively. The improvement is primarily due to the increase in operating income.

The following table presents the reconciliation of net income to Adjusted net income, and basic earnings per common share to Adjusted Basic EPS for the three and nine months ended September 30, 2026 and 2025:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2026	2025	2026	2025
(In thousands)				
Net income	$ 49,884	$ 36,428	$ 133,034	$ 97,551
Stock-based compensation modifications	-	-	609	474
Customer credits related to the Voluntary Withdrawal	-	-	-	4,001
Loss on extinguishment of debt	-	2,177	-	3,336
Yield Enhancement	138	301	788	1,696
Gain on sale of plasma centers	-	-	(6,332)	-
Non-recurring professional fees	1,040	-	2,599	1,182
Adjusted net income [(a)]	$ 51,062	$ 38,906	$ 130,698	$ 108,240
Basic earnings per common share	$ 0.22	$ 0.15	$ 0.58	$ 0.41
Stock-based compensation modifications	-	-	-	-
Customer credits related to the Voluntary Withdrawal	-	-	-	0.02
Loss on extinguishment of debt	-	0.01	-	0.01
Yield Enhancement	-	-	-	0.01
Gain on sale of plasma centers	-	-	(0.03)	-
Non-recurring professional fees	0.01	-	0.01	-
Adjusted basic EPS [(b)]	$ 0.23	$ 0.16	$ 0.56	$ 0.45

(a) Add-backs reflected during the three and nine months ended September 30, 2025 exclude estimated tax effect of $0.6 million and $2.1 million, respectively. Add-backs reflected during the three months and nine months ended September 30, 2026 were tax affected using the respective effective tax rates.

(b) Adjusted basic EPS is measured using basic weighted-average shares outstanding.

LIQUIDITY AND CAPITAL RESOURCES

At September 30, 2026, we had working capital of $480.6 million, primarily consisting of $266.1 million of inventory, cash and cash equivalents of $124.6 million and $169.2 million of accounts receivable, partially offset by current liabilities of $95.3 million, as compared to working capital at December 31, 2025 of $397.0 million, primarily consisting of $206.5 million of inventory, cash and cash equivalents of $87.6 million and accounts receivable of $158.4 million, partially offset by current liabilities of $69.5 million. Our material cash requirements are primarily comprised of:

- The collection and procurement of raw material source plasma, which includes plasma donor fees and plasma center supplies, and other raw materials necessary to maintain and scale up our manufacturing operations;
- The purchase of RSV plasma under our purchase agreements with third parties;
- The purchase of our common stock pursuant to our Board-approved share repurchase program;
- Employee compensation and benefits;

- Capital expenditures for equipment upgrades and capacity expansion at the Boca Facility and for maintenance of our plasma collection facilities;
- Interest on our debt;
- Marketing programs, medical education and continued commercialization efforts;
- Boca Facility maintenance, improvements, repairs and supplies;
- Research and development, including studies and development activities relating to SG-001;
- Expansion and renovation-related improvements for the real estate acquired in July 2025 in Boca Raton, Florida, as further described below; and
- Ongoing improvements and updates to our IT infrastructure, laboratory equipment and assays, and facilities and engineering equipment.

In July 2025, we completed the acquisition of real estate in Boca Raton, Florida for a total purchase price of $12.6 million. This real estate purchase is intended to allow us to expand our production operations and related activities as well as provide for certain redundancies for ambient and cold-chain storage of raw materials, work in process and finished goods inventory.

Our end-to-end production cycle time from procurement of raw materials to commercial release of finished product can take between seven and 12 months or potentially longer, requiring substantial inventories of raw material plasma and other manufacturing and laboratory testing materials and single use disposables.

We currently anticipate, based upon our projected revenue and expenditures, that our current cash, cash equivalents and accounts receivable, along with our projected future operating cash flow, will be sufficient to fund our operations, as currently conducted, for the next twelve months and foreseeable future. Based on current operations and assuming continued market acceptance and utilization of our finished drug products, we do not anticipate the need to raise additional capital at this time. However, should the market for our products or political, economic or inflationary conditions change, we may need to seek additional capital which may not be available due to a variety of potential factors beyond our control (see “Risk Factors” appearing elsewhere in this report).

We continue to evaluate a variety of strategic alternatives, and the exploration of value-creating opportunities remains a top corporate priority.

JPM Credit Agreement

On August 5, 2025 (the “JPM Closing Date”), we entered into a Credit Agreement (the “JPM Credit Agreement”) with JPMorgan. The JPM Credit Agreement provides for $300 million of senior secured credit facilities, consisting of (a) a term loan in the aggregate principal amount of $75 million (the “JPM Term Loan Facility”), which was drawn in full on the JPM Closing Date, and (b) a revolving credit facility in the aggregate principal amount of $225 million (the “JPM Revolving Facility”). We may also request, subject to customary conditions, additional incremental revolving commitments or term loans in an aggregate principal amount not to exceed $100 million (together with the JPM Term Loan Facility and the JPM Revolving Facility, the “JPM Credit Facilities”). The JPM Term Loan Facility has a maturity date of August 5, 2028 (the “JPM Term Maturity Date”), and the JPM Revolving Facility has a maturity date of August 5, 2028 or any earlier date on which the commitments under the JPM Revolving Facility are reduced to zero or otherwise terminated pursuant to the terms of the JPM Credit Agreement.

On March 2, 2026, we borrowed $125.0 million under the JPM Revolving Facility, used to fund the ASR Agreement. See Note 8 in our unaudited condensed consolidated financial statements for further details.

Interest on borrowings under the JPM Credit Facilities accrues at an applicable rate equal to (i) an alternate base rate plus an applicable spread (each such borrowing, an “ABR Borrowing”) or (ii) Term Secured Overnight Financing Rate (“SOFR”) plus an applicable spread (each such borrowing, a “Term Benchmark Borrowing”), in each case based on the lower of the applicable rates set forth in the JPM Credit Agreement, which are based on the Company’s total leverage ratio. These applicable spreads range from 150 basis points to 200 basis points over the alternate base rate and 250 basis points to 300 basis points over Term SOFR, in each case, as determined in accordance with the provisions of the JPM Credit Agreement. We have agreed to pay a commitment fee at specified rates set forth in the JPM Credit Agreement, which, based on our total leverage ratio, ranges from 30 basis points to 35 basis points on the daily amount of the undrawn portion of the aggregate commitments of the lenders under the JPM Revolving Facility. At our request, each borrowing initially shall be either an ABR Borrowing or a Term Benchmark Borrowing, and we may thereafter elect to convert any such borrowing to a different type. During the occurrence and continuance of an Event of Default (as defined in the JPM Credit Agreement), all borrowings shall accrue interest at a rate per annum equal to 2% plus the applicable rate. As of September 30, 2026, the interest rate on the JPM Term Loan Facility and the JPM Revolving Facility was approximately 6.19%.

On the JPM Revolving Facility Maturity Date, we will repay the unpaid principal amount outstanding under the JPM Revolving Facility. Under the JPM Term Loan Facility, we will make principal payments in accordance with and on the dates specified in the amortization schedule set forth in the JPM Credit Agreement, with the remaining unpaid principal amount to be paid in full on the JPM Term Maturity Date. We may prepay at any time and from time to time any borrowing in whole or in part, without premium or penalty (other than, if applicable, any break funding expenses), subject to customary notice requirements.

All of our obligations under the JPM Credit Agreement are secured by a first-priority lien and security interest in substantially all of our tangible and intangible assets, including intellectual property and equity interests.

The JPM Credit Agreement contains certain representations and warranties, affirmative covenants, negative covenants and conditions that are customarily required for similar debt financings. The negative covenants include certain financial covenants, including a maximum total leverage ratio of 2.50 to 1.00 and a minimum fixed charge coverage ratio of 1.20 to 1.00. The negative covenants also restrict or limit our ability to, among other things and subject to certain exceptions contained in the JPM Credit Agreement, incur new indebtedness; create liens on assets; engage in certain fundamental corporate changes; make certain investments; dispose of certain assets; engage in sale and leaseback transactions or swap agreements; make dividend payments and other certain Restricted Payments (as defined in the JPM Credit Agreement); engage in certain affiliate transactions; enter into any other agreements that have the impact of restricting our ability to make loan repayments under the JPM Credit Agreement; or amend certain material documents.

As of September 30, 2026, we were in compliance with all of our debt covenants in the JPM Credit Agreement.

Repurchase Program

In May 2025, the Board authorized a share repurchase program of up to $500.0 million of our outstanding shares of common stock (the "Repurchase Program"). The Repurchase Program does not obligate us to acquire any particular amount of our common stock, and may be modified, suspended, or terminated at any time. The Repurchase Program has no expiration date. As of September 30, 2026, a total of $212.2 million of common stock had been repurchased over the lifetime of the Repurchase Program.

On March 2, 2026, we entered into the ASR Agreement with JPMorgan to repurchase $125.0 million of shares of our common stock under the Repurchase Program. During the three and nine months ended September 30, 2026, we received 0 and 10,760,487 shares of common stock, respectively, pursuant to the terms of the ASR Agreement.

During the three and nine months ended September 30, 2026, in addition to the shares repurchased under the ASR Agreement, we repurchased 2,722,563 and 5,777,770 shares of common stock under the Repurchase Program at a total cost of $25.1 million and $55.3 million, respectively.

We remain active with share repurchases under the Repurchase Program and are on track to complete our previously stated $200 million or more 2026 share repurchase target.

Cash Flows

The following table sets forth a summary of our cash flows for the periods indicated:

	Nine Months Ended September 30,	
(in thousands)	**2026**	**2025**
Net cash provided by operating activities	$ 105,156	$ 14,757
Net cash used in investing activities	(1,920)	(21,615)
Net cash used in financing activities	(66,311)	(34,904)
Net change in cash and cash equivalents	36,925	(41,762)
Cash and cash equivalents - beginning of period	87,630	103,147
Cash and cash equivalents - end of period	$ 124,555	$ 61,385

Net Cash Provided by Operating Activities

Cash provided in operations for the nine months ended September 30, 2026 was $105.2 million, an increase of $90.5 million from the same period of a year ago, primarily driven by growth in net income and favorable timing of cash collections from accounts receivable. The following table illustrates the primary components of our cash flows from operations:

	Nine Months Ended September 30,	
(in thousands)	**2026**	**2025**
Net income	$ 133,034	$ 97,551
Non-cash expenses, gains and losses	19,189	34,281
Changes in accounts receivable	(10,794)	(87,674)
Changes in inventories	(59,650)	(26,432)
Change in prepaid expenses and other current assets	(2,514)	-
Changes in accounts payable and accrued expenses	26,633	(894)
Other	(742)	(2,075)
Net cash provided by operating activities	$ 105,156	$ 14,757

Net Cash Used in Investing Activities

Net cash used in investing activities for the nine months ended September 30, 2026 decreased by $19.6 million from the same period of a year ago. The decrease is primarily due to the proceeds received from the sale of three of our plasma centers during the first quarter of 2026 and reduction in capital expenditures.

Net Cash Used in Financing Activities

Net cash used in financing activities was $66.3 million and $34.9 million for the nine months ended September 30, 2026 and 2025, respectively. The increase is primarily driven by higher share repurchases made during the nine months ended September 30, 2026 compared to the prior year period.

Effect of Inflation

Inflation impacted a number of facets of our business during the nine months ended September 30, 2026 and 2025 at each of our business segments. Disruptions in the global economy have impeded global supply chains, resulted in longer lead times and delays in procuring certain raw materials, and resulted in inflationary cost increases in certain raw materials, labor and transportation. We also experienced price increases for, among other items, consumable supplies, services for repairs and maintenance of our facilities, utilities, shipping and freight charges, fuel surcharges and labor costs, among other expenses. Based upon the macroeconomic environment, publicly available information and reports from the U.S. government, we expect this trend to continue in the fourth quarter of 2026 and into 2027. Although we cannot predict the extent to which future domestic and global economic conditions, including, but not limited to, supply chain constraints, tariffs or trade wars, changes in federal regulatory policies or priorities, general economic and geopolitical conditions, or the continuing conflicts in Europe, the Middle East and surrounding areas will impact us, such factors could have a significant impact on our future results of operations. In addition, some of our third-party inventory purchase agreements provide for scheduled price increases that are tied to various consumer price indices, which have resulted in higher than historical percentage price increases and could result in higher source plasma and other raw material and supplies costs during the remainder of 2026 and beyond. Also, in a higher inflationary environment, we may not be able to raise the prices of our products to maintain the rate of inflation, and this may affect our product margins.

Off-Balance Sheet Arrangements

None.

Item 3. Quantitative and Qualitative Disclosures About Market Risk.

We are exposed to market risk as the result of changes in interest rates. The JPM Credit Agreement requires monthly payments of interest based on the adjusted Term SOFR plus the applicable margin. We currently do not utilize any derivative financial instruments, such as interest rate swaps or caps, to mitigate this risk. As of September 30, 2026, we had $197.2 million outstanding under our JPM Credit Agreement that was subject to a variable interest rate. The effect of a hypothetical, instantaneous and unfavorable change of 100 basis points in the interest rate would have an approximate $2.0 million annualized negative impact on our earnings and cash flows.

Item 4. Controls and Procedures.

Evaluation of Disclosure Controls and Procedures

We designed our disclosure controls and procedures, as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), to provide reasonable assurance that information required to be disclosed by us in reports we file or submit under the Exchange Act is (i) recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and (ii) accumulated and communicated to our management, including our principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosures.

Under the supervision of and with the participation of our management, including our principal executive officer and principal financial officer, we conducted an evaluation of our disclosure controls and procedures as of September 30, 2026. Based on this evaluation, our principal executive officer and principal financial officer concluded that our disclosure controls and procedures as of September 30, 2026 were effective to provide reasonable assurance that the information required to be disclosed by us in reports filed under the Exchange Act is (i) recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and (ii) accumulated and communicated to our management, including our principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding disclosures.

A control system, no matter how well designed and operated, cannot provide absolute assurance that the objectives of the control system are met, and no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, within a company have been detected. We do not expect that our disclosure controls and procedures or our internal control over financial reporting are able to prevent with certainty all errors and all fraud.

Changes in Internal Control Over Financial Reporting

There have been no changes in our internal control over financial reporting during the quarter ended September 30, 2026 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II
OTHER INFORMATION

Item 1. Legal Proceedings.

On July 10, 2026, plaintiff Lisa Mazzarino filed a putative securities class action lawsuit, *Mazzarino v. ADMA Biologics, Inc. et al.*, Case No. 2:26-cv-06918 (D.N.J.), against the Company, Adam Grossman, our director, President and Chief Executive Officer, Jerrold Grossman, our Vice Chairman of the Board, and Brad Tade, our former Chief Financial Officer and Treasurer, in the United States District Court for the District of New Jersey (the "Securities Class Action"). The complaint alleges violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, as amended, and Rule 10b-5 promulgated thereunder. The action seeks monetary damages in an unspecified amount. On October 16, 2026, the Court appointed Seafarers Health and Benefits Plan and Seafarers Vacation Plan as the lead plaintiff and further ordered all securities class actions arising out of the same or substantially similar subject matter to be consolidated into the Securities Class Action. The parties plan to present a proposed schedule to the Court for an amended complaint and the defendants' anticipated motion to dismiss. The litigation remains at a preliminary stage. We believe that the claims asserted in the lawsuit are without merit and intend to vigorously defend against the action. At this time, we are unable to predict the outcome of the litigation or reasonably estimate the amount or range of any potential loss, if any, that may result from the matter.

Three stockholder derivative actions alleging substantially the same facts as the Securities Class Action have been filed to date: (1) *Zunya v. Elms, et al.*, Case No. 2:26-cv-10811-ES-AME (D.N.J.) (the "Zunya Action"), filed on August 24, 2026; (2) *Parris v. Elms, et al.*, Case No. 2:26-cv-11014-ES-AME (D.N.J.) (the "Parris Action"), filed on August 26, 2026; and (3) *ES Trust v. Grossman, et al.*, Case No. 2:26-cv-11361-ES-AME (D.N.J.) (the "ES Trust Action," and, collectively with the Zunya Action and Parris Action, the "Derivative Actions"), filed on September 2, 2026. The Derivative Actions were filed in the United States District Court for the District of New Jersey. The plaintiffs in the Derivative Actions purport to assert claims on the Company's behalf against certain of the Company's current and former executives and members of our Board for breach of fiduciary duty, aiding and abetting breach of fiduciary duty, corporate waste, unjust enrichment, and violations of the Securities Exchange Act of 1934, as amended. The Derivative Actions seek unspecified monetary and punitive damages, disgorgement of profits from the named defendants, an award of costs and expenses, including reasonable attorneys' fees, and corporate governance reforms. On September 21, 2026, the Court consolidated the Derivative Actions with the new caption *In re Adma Biologics, Inc. Stockholder Derivative Litigation*, Lead Case No. 2:26-cv-10811-ES-AME. We intend to move for a stay of the Derivative Actions pending resolution of the Securities Class Action.

We also received three demands to inspect books and records pursuant to Section 220 of the Delaware General Corporation Law seeking documents related to the facts alleged in the Securities Class Action (the "Section 220 Demands"). We responded to each of the Section 220 Demands and continue to discuss those responses with the requesting stockholders. The stockholders who served the Section 220 Demands may file additional Derivative Actions.

Item 1A. Risk Factors.

Summary of Risk Factors

Below is a summary of the principal factors that make an investment in our common stock speculative or risky. This summary does not address all of the risks that we face. Additional discussion of the risks summarized in this risk factor summary, and other risks that we face, can be found below under the heading "Risk Factors" and should be carefully considered, together with other information in this Quarterly Report on Form 10-Q, the 2025 10-K and our other filings with the SEC, before making an investment decision regarding our common stock.

- Although we achieved net income on a GAAP basis for the fiscal years ended December 31, 2025 and 2024, we may not be able to maintain profitability and continue to generate positive cash flows in the future.
- We contract with third parties for the filling, packaging, testing and labeling of the drug substance we manufacture, and we also obtain source plasma from certain third parties. This reliance on third parties carries the risk that the services and raw materials upon which we rely may not be performed in a timely manner, in sufficient quantities or according to our specifications, which could delay the availability of our finished drug product and could adversely affect our commercialization efforts and our revenues.
- The estimates of market opportunity and forecasts of market and revenue growth included in our filings may prove to be inaccurate, and even if the markets in which we compete achieve the forecasted growth, our business could fail to grow at similar rates, if at all.
- Both of our business segments and our facilities, as well as our suppliers and contractors, are subject to periodic inspections by the FDA and other regulatory authorities, which, depending on the outcome of such inspections, could result in certain regulatory actions, including the issuance of observations, notices, citations, warning letters or other enforcement actions.
- Business interruptions could adversely affect our business.
- We and certain of our directors and officers have been named as defendants in a securities class action lawsuit and in derivative actions. This lawsuit and these actions, and any similar or related proceedings that may be filed in the future, could result in substantial costs, divert management's attention and resources from our business, and may have a material adverse effect on our business, financial condition, results of operations and cash flows.
- Issues in the development and use of AI may result in reputational harm and increased liability exposure.
- Although we have received approval from the FDA to market ASCENIV as a treatment for PIDD, our ability to market or seek approval for ASCENIV for alternative indications could be limited unless additional clinical trials are conducted successfully and the FDA approves a BLA or other required submission for review.
- With the approval of ASCENIV, there can be no assurance that we will be successful in further developing and expanding commercial operations, collecting and procuring an adequate supply of high-titer antibody RSV plasma or balancing our research and development activities with our commercialization activities.

- We depend on third-party researchers, developers and vendors to develop, manufacture, supply materials for or test our products and product candidates, as well as for other pre-and post-approval services, and such parties' performance is, to some extent, outside of our control.

- We may be unable to successfully expand our manufacturing processes to fulfill demand for our products or increase our production capabilities through the addition of new equipment, including if we do not obtain requisite approval from the FDA.

- Our products, and any additional products for which we may obtain marketing approval in the future, could be subject to post-marketing restrictions or withdrawal from the market and we could be subject to substantial penalties if we fail to comply with regulatory requirements or if we experience unanticipated problems with our products following approval.

- Historically, a few customers have accounted for a significant amount of our total revenue and accounts receivable and the loss of any of these customers could have a material adverse effect on our business, results of operations and financial condition.

- Issues with product quality and compliance could have a material adverse effect upon our business, subject us to regulatory actions and cause a loss of customer confidence in us or our products.

- If physicians, payers and patients do not accept and use our current products or our future product candidates, our ability to generate revenue from these products will be materially impaired.

- Our accruals for U.S. Medicaid rebates and other liabilities related to the sale of our immunoglobulin products are estimates based on historical experience and other assumptions. These estimates are subject to change based on actual results and other factors. Any such change could have a material effect on our business, financial position and operating results.

- Our long-term success may depend on our ability to supplement our existing product portfolio through new product development or the in-license or acquisition of other new products, product candidates and label expansion of existing products, and if our business development efforts are not successful, our ability to maintain profitability may be adversely impacted.

- Our ADMA BioCenters operations collect information from donors in the United States that subjects us to consumer and health privacy laws, which could create enforcement and litigation exposure if we fail to meet their requirements.

- Our senior secured credit facility with JPMorgan Chase Bank, N.A. and certain other lenders party thereto (collectively "JPMorgan") is subject to acceleration in specified circumstances, which may result in JPMorgan taking possession and disposing of any collateral.

- If we are unable to protect our patents, trade secrets or other proprietary rights, if our patents are challenged or if our provisional patent applications do not get approved, our competitiveness and business prospects may be materially damaged.

- Cyberattacks and other security breaches could compromise our proprietary and confidential information or otherwise penetrate our network, which could harm our business and reputation.

- Our ability to continue to produce safe and effective products depends on the safety of our plasma supply, testing by third parties and the timing of receiving the testing results, and the manufacturing processes we have in place to counter transmittable diseases.

- We could become supply-constrained and our financial performance would suffer if we cannot obtain adequate quantities of FDA-approved source and high-titer plasma with proper specifications or other necessary raw materials.

- Our ability to use our net operating loss carryforwards ("NOLs") may be limited.

- Fluctuations in our tax obligations and effective tax rate and realization of our net deferred tax assets may result in volatility of our operating results and materially impact our financial condition or financial results.

- The market price of our common stock may be volatile and may fluctuate in a way that is disproportionate to our operating performance.

Risk Factors

Described below are various risks and uncertainties that may affect our business. These risks and uncertainties are not the only ones we face. You should recognize that other significant risks and uncertainties may arise in the future, which we cannot foresee at this time. Also, the risks that we now foresee might affect us to a greater or different degree than expected. Certain risks and uncertainties, including ones that we currently deem immaterial or that are similar to those faced by other companies in our industry or business in general, may also affect our business. If any of the risks described below actually occur, our business, financial condition, results of operations or cash flows could be materially and adversely affected. You should carefully consider the following risk factors and the section entitled "Special Note Regarding Forward-Looking Statements" before you decide to invest in our securities.

Risks Relating to our Business

Although we achieved net income on a GAAP basis for the years ended December 31, 2024 and 2025, we may not be able to maintain profitability and continue to generate positive cash flows in the future.

Although we achieved net income of $197.7 million and $146.9 million for the years ended December 31, 2024 and 2025, respectively, for the year ended December 31, 2023 we incurred a net loss of $28.2 million. From our inception in 2004 through December 31, 2025, we have incurred an accumulated deficit of $161.7 million. We may not be able to maintain profitability in the future, and if we are unable to continue to consistently achieve positive cash flows, we may need to finance our operations through additional equity or debt financings or corporate collaboration and licensing agreements. If, in the future, our operating or financial results for a particular period do not meet our guidance, analyst estimates or the expectations of investors, or if we reduce our guidance for future periods, our stock price may decline. Any sustained or increased profitability or financial performance may contribute to increased scrutiny from the investment community and applicable federal, state and foreign regulatory authorities and government bodies. We also expect to continue to incur significant operating and capital expenditures and anticipate that as our business continues to grow our operating expenses will increase accordingly as we:

- expand commercialization and marketing efforts;
- expand our research and development programs;
- implement additional internal systems, controls and infrastructure;
- hire additional personnel; and
- expand production capacity at the Boca Facility.

As a result, we will need to continue to generate significant revenues in order to maintain profitability. We may not be able to generate these revenues or maintain profitability in the future.

Our business may be adversely affected by a pandemic, epidemic, or outbreak of an unknown or emerging infectious disease.

Our business could be adversely affected by health epidemics in regions where we have concentrations of business activities and such epidemics could cause significant disruption in the operations of third-party service providers upon whom we rely. The occurrence of a global pandemic or health epidemic could adversely affect our business, financial condition, liquidity or results of operations. These adverse effects include, but are not limited to, the potential adverse effects on the global economy, our manufacturing processes, including our supply chain, our submissions or applications to the FDA and our employees. The ultimate impact will depend on the severity and duration of the pandemic and actions taken by governmental authorities and other third parties in response, each of which is unforeseeable and difficult to predict.

We contract with third parties for a portion of the filling, packaging, testing and labeling of the drug substance we manufacture, and also obtain plasma from certain third parties. This reliance on third parties carries the risk that the services and raw materials upon which we rely may not be performed in a timely manner, in sufficient quantities or according to our specifications, which could delay the availability of our finished drug product and could adversely affect our commercialization efforts and our revenues.

Third parties may not perform as agreed or in accordance with FDA requirements. Any significant problem that our third-party providers experience could delay or interrupt our supply of finished drug product until the service provider cures the problem or until we locate, negotiate for, validate and receive FDA approval for an alternative provider (when necessary), if one is available, which may be time consuming and costly. Failure to obtain the needed services, raw materials and products meeting the necessary quality standards, in sufficient quantities or at all could have a material and adverse effect on our products, business, financial condition and results from operations.

Although we are utilizing our FDA-approved fill/finish suite that we built at the Boca Facility for a portion of our finished drug product and although we receive raw material plasma from our ADMA BioCenters plasma collection facilities, we also intend to continue to utilize third parties to supplement our fill/finish process for final drug product and to supply high-titer RSV plasma. Any failure by us, our contract fill/finishers, or other third parties involved in the process for producing our products or product candidates to comply with the applicable manufacturing and regulatory requirements, including quality requirements, could place us and them at risk of regulatory enforcement actions, recalls and other adverse consequences, could adversely impact our products or product candidates, and could adversely impact patients receiving our products or product candidates, which may negatively impact our business and our ability to produce and supply products to meet commercial and clinical needs.

Our anticipated reliance on a limited number of third-party contractors exposes us to the following risks:

- we may be unable to identify contractors on acceptable terms or at all because the number of potential service providers is limited and the FDA must inspect and qualify any contract manufacturers for current cGMP compliance as part of our marketing application;
- a new fill/finisher would have to be educated in, or develop substantially equivalent processes for, the production of our products and product candidates;
- a pandemic, or the resurgence of a pandemic such as the COVID-19 pandemic, or a cyberattack or data breach, could adversely affect our contractors' operations, supply chain or workforce;
- our contracted fill/finishers' resources and level of expertise with plasma-derived biologics may be limited, therefore they may require a significant amount of support from us in order to implement and maintain the infrastructure and processes required to deliver our finished drug product;
- our third-party contractors might be unable to timely provide finished drug product or raw material plasma in sufficient quantity or in accordance with our specifications to meet our commercial or clinical needs;
- contractors may not be able to execute our inspection procedures and required tests appropriately or timely, and we may be reliant on a single or limited number of contract laboratories;
- contractors are subject to ongoing periodic unannounced inspection by the FDA and corresponding state agencies to ensure strict compliance with cGMP and other government regulations, and we do not have control over third-party providers' compliance with these regulations;
- contractors may fail to comply with applicable regulatory requirements, placing them and us at risk of regulatory enforcement actions, recalls and other adverse consequences, and which place our patients at risk, which may negatively impact our business and their ability to supply products to meet our development, clinical and commercial needs;

- our third parties could breach or terminate their agreements with us; and

- our contract fill/finishers may have unacceptable or inconsistent drug product quality success rates and yields, and we have no direct control over our contract fill/finishers' ability to maintain adequate quality control, quality assurance and qualified personnel.

Each of these risks could delay or prevent production, the completion of our finished drug product and the release of finished drug product by us or the FDA, which could result in higher costs or adversely impact our revenues. These risks could also result in the delay in obtaining clinical supplies, which would delay our development programs, or could result in the need to repeat clinical or preclinical studies. Any failure of any third parties to meet the applicable regulatory requirements could also result in the need for time-consuming and costly corrective actions. In addition, our contract fill/finishers and our other third-party vendors may source their materials and supplies globally and are therefore subject to potential tariffs, which could be passed along to us in whole or in part and adversely impact our results of operations, and supply disruptions in the event of fire, weather related events such as hurricanes, earthquakes, wind and rain, international conflicts, strikes, embargoes, trade and sanction requirements and limits, other acts of God or force majeure events or global health occurrences and emergencies which could materially impact our ability to manufacture our products and product candidates and therefore adversely impact our business and results of operations.

The estimates of market opportunity and forecasts of market and revenue growth included in our filings may prove to be inaccurate, and even if the markets in which we compete achieve the forecasted growth, our business could fail to grow at similar rates, if at all.

Our market opportunity estimates and growth forecasts are subject to significant uncertainty and are based on assumptions and estimates that may not prove to be accurate. In particular, the size and growth of the overall U.S. IVIG and source plasma markets and the potential market opportunity for our products and product candidates, including an *S. pneumoniae* hyperimmune globulin, are subject to significant variables that can be difficult to measure, estimate or quantify.

Our business depends on, among other things, successful manufacturing and commercialization of our existing products, strong payer access to our products, successful medical education initiatives, market acceptance of such products and ensuring that our products are safe and effective. Further, there can be no assurance that we will be able to generate the revenue that we believe our products and plasma collection facilities are capable of generating, including but not limited to our current expectations with respect to our yield enhancement production process, which received FDA approval in April 2025. We generate our opportunity estimates and growth forecasts from independent and paid market research, as well as industry and general publications obtained from third parties. Additionally, we purchase data from our authorized distributors and end-user customers in the ordinary course and rely on this data as inputs informing our opportunity estimates and growth forecasts. As a result, we may not be able to accurately forecast or predict revenue. For these reasons, the estimates and forecasts in our filings relating to revenue generation and growth may prove to be inaccurate. Even if the markets in which we compete meet our size estimates and forecasted growth, our business could fail to grow at similar rates, if at all.

Geopolitical and economic conditions, war, terrorism or other military actions may have a material adverse effect on our business.

Geopolitical conflicts, war or other military action or international acts of terrorism may cause significant disruption to commerce throughout the world. To the extent that such disruptions result in disruptions to our supply chain, delays or cancellations of customer orders, a general decrease in consumer spending, our inability to effectively market and distribute our products and/or our inability to access the capital markets, our business and results of operations could be materially and adversely affected. For example, in response to the ongoing conflicts between Russia and Ukraine, and between the United States and Iran, the United States has imposed and may further impose, and other countries may additionally impose, broad sanctions or other restrictive actions against governmental and other entities in Russia. Additionally, further escalation of geopolitical tensions, such as ongoing conflicts in certain countries in South America, Northern Africa and in the Middle East and the surrounding areas could have a broader impact that extends into other markets where we do business. We are unable to predict whether geopolitical or economic conditions, acts of international terrorism or the involvement in a war or other military actions will result in any long-term commercial disruptions or if such involvement or responses will have any long-term material adverse effect on our business, results of operations, or financial condition.

Both of our business segments and our facilities, as well as our suppliers and contractors, are subject to periodic inspections by the FDA and other regulatory authorities, which, depending on the outcome of such inspections, could result in certain regulatory actions, including the issuance of observations, notices, citations, warning letters or other enforcement actions.

We and our suppliers and contractors may be unable to comply with our specifications, cGMP requirements and with other FDA, state, and foreign regulatory requirements for commercial and clinical supply. We and they may need to maintain certain licenses that we or they may not be able to maintain. The FDA and other regulatory authorities are authorized to perform inspections (remotely and in person) of our and our suppliers' facilities, including the Boca Facility. The FDA and other regulatory authorities also may inspect and approve our and our third-parties' facilities before they may be used for commercial production. If we or our suppliers are not able to comply with the applicable regulatory requirements, we or they may be subject to regulatory enforcement actions, which can materially impact our business. For instance, at the end of such an inspection, the FDA could issue a Form 483 Notice of Inspectional Observations, which could cause the FDA to not approve the use of the facility and cause us to modify certain activities identified during the inspection. Following such inspections, the FDA may issue an untitled letter as an initial correspondence that cites violations that do not meet the threshold of regulatory significance of a warning letter. FDA guidelines also provide for the issuance of warning letters for violations of "regulatory significance" for which the failure to adequately and promptly achieve correction may be expected to result in an enforcement action. FDA also may issue warning letters and untitled letters in connection with events or circumstances unrelated to an FDA inspection. Depending on the seriousness of any findings, we or our suppliers may be subject to additional significant enforcement or other actions and events, may need to undertake product recalls, may have a disruption in the supply of commercial or clinical product, or may need to modify or repeat studies, which could have a material impact on our business.

In the event of any enforcement actions, we and our third-party contractors would need to implement remedial actions which may be time-intensive or costly. We may not be able to timely resolve concerns raised by the applicable regulator as a result of an inspection or without expending significant resources. We are unable to control the timing of inspections, communications and actions, and will be required to respond to the regulator and make certain submissions within certain timeframes. We also do not know whether or not the regulator will change its requirements, guidance or expectations. If the regulator determines that we have not remediated the issues identified in a warning letter or any other inspection issues and deficiencies, any failure of ours to address or provide requested documentation of corrections for these issues could disrupt our business operations and the timing of our commercialization efforts and could have a material adverse effect on our financial condition and operating results.

If we fail to comply with environmental, health and safety laws and regulations, we could become subject to fines or penalties or incur costs that could have a material adverse effect on the success of our business.

We are subject to numerous environmental, health and safety laws and regulations, including those governing laboratory procedures and the handling, use, storage, treatment and disposal of hazardous materials and wastes. Our commercial manufacturing and any research and development activities involve the use of biological and hazardous materials and produce hazardous waste products. We generally contract with third parties for the disposal of these materials. We cannot eliminate the risk of contamination or injury from these materials, which could cause an interruption to our commercialization efforts, research and development efforts and business operations, environmental damage resulting in costly clean-up and liabilities under applicable laws and regulations governing the use, storage, handling and disposal of these materials and specified waste products. Although we believe that the safety procedures utilized internally and by our third-party manufacturers and service providers for handling and disposing of these materials generally comply with the standards prescribed by these laws and regulations, we cannot guarantee that this is the case or eliminate the risk of accidental contamination or injury from these materials. In such an event, we may be held liable for any resulting damages and such liability could exceed our resources and state or federal or other applicable authorities may curtail our use of certain materials and/or interrupt our business operations. Furthermore, environmental laws and regulations are complex, change frequently and have tended to become more stringent. We cannot predict the impact of such changes and cannot be certain of our future compliance. In addition, we may incur substantial costs in order to comply with current or future environmental, health and safety laws and regulations. These current or future laws and regulations may impair our commercial manufacturing, research and development, or production efforts. Failure to comply with these laws and regulations also may result in substantial fines, penalties, or other sanctions.

Business interruptions could adversely affect our business.

Our operations, including the Boca Facility, our real estate in Boca Raton, Florida acquired in July 2025 and our plasma collection facilities, are vulnerable to natural disasters (including as a result of climate change), such as interruption by fires, weather related events such as hurricanes, earthquakes, wind and rain, other acts of God or force majeure events, electric power loss, telecommunications failure, equipment failure and breakdown including the disruption or misalignment of specialized laboratory machinery, cyberattacks on our operations and information technology systems as well as the systems of our customers, suppliers and related entities, human error, employee issues, global health occurrences such as a pandemic, global and economic uncertainty, war, terrorism, geopolitical conditions and emergencies, product liability claims and events beyond our control. While we maintain several insurance policies with reputable carriers that provide partial coverage for a variety of these risks, including replacing or rebuilding a part of our facilities, these policies are subject to the insurance carriers' final determination of compensation to us and we may not have adequate coverage if we need to rebuild or replace our inventory, infrastructure, business income or our entire facilities. In addition, our disaster recovery plans for our facilities may not be adequate and we do not have an alternative manufacturing facility or contractual arrangements with other manufacturers in the event of a casualty to or destruction of any of our facilities. If we are required to rebuild or relocate any of our facilities, a substantial investment in improvements and equipment would be necessary. We carry only a limited amount of business interruption insurance, which may not sufficiently compensate us for losses that may occur. As a result, any significant business interruption could adversely affect our business, financial condition and results of operations.

If we are unsuccessful in obtaining regulatory approval for any of our product candidates or if any of our product candidates do not provide positive results, we may be required to delay or abandon development of such product candidate, which would have a material adverse impact on our business.

Product candidates require extensive clinical data analysis and regulatory review and may require additional testing. Clinical trials and data analysis can be very expensive, time-consuming and difficult to design and implement. The conduct of preclinical studies and clinical trials is subject to numerous risks and results of the studies and trials are highly uncertain. Human clinical trials are very expensive and difficult to design and implement, in part because they are subject to rigorous regulatory requirements. The clinical trial process is also time-consuming. Furthermore, delays or setbacks can occur at any stage of the process, and we could encounter problems that cause us to abandon our product development programs and related IND applications or BLAs, or to repeat clinical trials. The commencement and completion of clinical trials or ultimate product approval for any current or future development product candidate may be delayed by several factors, including:

- unforeseen safety issues;
- determination of dosing issues;
- lack of safety or effectiveness, or other adverse study results during clinical trials;
- slower than expected rates of patient recruitment or noncompliance with clinical trial requirements;
- inability to monitor patients adequately during or after treatment; and
- inability or unwillingness of medical investigators to follow our clinical protocols.

We cannot be certain as to what type and how many clinical trials the FDA, or equivalent foreign regulatory agencies, will require us to conduct before we may successfully gain approval to market any of our product candidates that still require regulatory approval. Prior to approving a new drug or biologic, the FDA generally requires that the effectiveness of the product candidate (which is not typically fully investigated until Phase III) be demonstrated in two adequate and well-controlled clinical trials. However, if the FDA or an equivalent foreign regulatory authority determines that our Phase III clinical trial results do not demonstrate a statistically significant, clinically meaningful benefit with an acceptable safety profile, or if a relevant regulator requires us to conduct additional Phase III clinical trials in order to gain approval, we will incur significant additional development costs and commercialization of these product candidates would be prevented or delayed and our business could be adversely affected. Regulators may also disagree with our interpretation of data from our studies, with our study design, or with the statistical analyses that we use. They may also find issues within our study data, including confounding factors, which make data difficult to interpret.

In addition, the FDA or an institutional review board ("IRB") may not permit us to commence a clinical trial, may require amendments to our clinical trial protocols, or may suspend our clinical trials at any time if it appears that we are exposing participants to unacceptable health risks or if the FDA or an IRB finds deficiencies in our IND submissions or the conduct of these trials. Regulatory authorities may also not accept data from clinical trials if the trials are not conducted in accordance with the applicable regulatory requirements. Failure to comply with the applicable regulatory requirements may also result in enforcement actions. Therefore, we cannot provide any assurance or predict with certainty the schedule for future clinical trials. In the event we do not ultimately receive regulatory approval for our product candidates, we may be required to terminate development of such product candidates. If we fail to obtain regulatory approval to market and sell our product candidates, or if approval is delayed, we will be unable to generate revenue from the sale of these product candidates and the capital necessary to fund our operations will increase.

We and certain of our directors and officers have been named as defendants in a securities class action lawsuit and in derivative actions. This lawsuit and these actions, and any similar or related proceedings that may be filed in the future, could result in substantial costs, divert management's attention and resources from our business, and may have a material adverse effect on our business, financial condition, results of operations and cash flows.

On July 10, 2026, a putative securities class action lawsuit, *Mazzarino v. ADMA Biologics, Inc. et al.*, Case No. 2:26-cv-06918 (D.N.J.), was filed against us and certain of our directors and officers. The complaint alleges violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, as amended, and Rule 10b-5 promulgated thereunder and seeks monetary damages in an unspecified amount. The litigation remains at a preliminary stage. Additionally, there were derivative actions filed on the same conduct as alleged in the Mazzarino action that the Court subsequently consolidated into one action, bearing the caption *In re Adma Biologics, Inc. Stockholder Derivative Litigation*, Lead Case No. 2:26-cv-10811-ES-AME. We have also received three demands to date for the inspection of books and records pursuant to Section 220 of the Delaware General Corporation Law, based on the allegations and claims set forth in the Mazzarino class action. We believe that the claims asserted in the class and derivative lawsuits are without merit, and we intend to vigorously defend against the actions.

We may also become subject to additional securities class action lawsuits, stockholder derivative actions, regulatory inquiries, investigations or other proceedings arising out of the same or similar allegations.

The ultimate outcomes of the litigation matters are inherently uncertain, and there can be no assurance that we will prevail. Regardless of the merits or ultimate outcome of the proceedings, defending against litigation can be costly and time-consuming and may divert the attention and resources of management and other personnel from the operation of our business. Any such litigation or proceedings may result in substantial defense costs, damages, settlement amounts, fines, penalties, reputational harm, increased regulatory scrutiny or other adverse consequences.

At this time, we cannot reasonably estimate the ultimate outcomes of the litigation matters or the amount of any potential loss associated with the matters. If we are required to incur significant defense costs, enter into a settlement, pay damages or otherwise incur liabilities relating to the litigation matters, or if our insurance coverage is unavailable or insufficient to cover such costs, our business, financial condition, results of operations and cash flows could be materially adversely affected.

If the results of our clinical trials do not support our product candidate claims, completing the development of such product candidate may be significantly delayed or we may be forced to abandon development of such product candidate altogether.

We cannot be certain that the clinical trial results of our product candidates will support our product candidates' claims. Success in preclinical testing and early clinical trials does not ensure that later clinical trials will be successful, and we cannot be sure that the results of later clinical trials will replicate the results of prior clinical trials and preclinical testing.

The clinical trial process may fail to demonstrate that our product candidates are safe for humans and effective for indicated uses. This failure would cause us to abandon a product candidate and may delay the development of other product candidates. Any delay in, or termination of, our clinical trials will delay our ability to commercialize our product candidates and generate product revenues.

Other issues that may impact our clinical trials and that could delay or prevent our ability to receive marketing approval or commercialize our product candidates, include:

- Delays in reaching, or failure to reach, agreement on acceptable clinical trial contracts or clinical trial protocols with prospective trial sites and our contract research organizations ("CROs");
- Regulators requiring us to perform additional or unanticipated clinical trials to obtain approval or becoming subject to additional post-marketing testing, surveillance, or Risk Evaluation and Mitigation Strategies requirements to maintain regulatory approval;
- Failure by our third-party contractors to comply with regulatory requirements or the clinical trial protocol, or meet their contractual obligations to us in a timely manner, or at all, or our being required to engage in additional clinical trial site monitoring;
- The cost of clinical trials of our product candidates and user fees being greater than we anticipate;
- Insufficient supply or inadequate quality of our product candidates or other materials necessary to conduct clinical trials;
- Inability to achieve sufficient study enrollment, subjects dropping out or withdrawing from our studies, delays in adding new investigators or clinical trial sites or a withdrawal of clinical trial sites;
- Flaws in our clinical trial design that are not discoverable until the clinical trial has progressed;
- Disagreement by the FDA or comparable foreign regulatory authorities with our intended indications or study design, including endpoints, or our interpretation of data from preclinical studies and clinical trials, finding that a product candidate's benefits do not outweigh its safety risks or requiring that we conduct additional development or study work;
- Regulatory authorities may not accept data from foreign clinical studies or sites or may find that such data is not sufficiently representative of the population of the approving jurisdiction;
- The need to make changes to our product candidates that require additional testing or that cause our product candidates to perform differently than expected;
- Global trade policies that may impact our ability to obtain raw materials and/or finished product for commercialization;
- FDA or comparable foreign regulatory authorities taking longer than we anticipate to make decisions on our product candidates; and
- Potential inability to demonstrate our product candidates provide an advantage over current standards of care or current or future competitive therapies in development.

In addition, our clinical trials involve a relatively small patient population. Because of the small sample size, the results of these clinical trials may not be indicative of future results. In addition, certain portions of our clinical trials and product testing for our product candidates may be performed outside of the United States, and therefore, may not be performed in accordance with standards normally required by the FDA and other regulatory agencies.

If we do not obtain and maintain the necessary U.S. or international regulatory approvals to commercialize a product candidate, we will not be able to sell that product candidate, which would make it difficult for us to recover the costs of researching and developing such product candidate.

If we are not able to generate revenue from our products and product candidates, our sources of revenue may continue to be from a product mix consisting only of plasma collection and sales revenues, revenues generated from sales of our FDA-approved commercial products, sales of intermediates and revenues generated from new contract manufacturing arrangements with third parties. We cannot assure you that we will receive the approvals necessary to commercialize any product candidate we may acquire or develop in the future or that we will be able to maintain such approvals. In order to obtain FDA approval of any product candidate requiring FDA approval, our clinical development must demonstrate that the product candidate is safe for humans and effective for its intended use, and we must successfully complete an FDA BLA review. Obtaining FDA approval of a product candidate generally requires significant research and testing, referred to as preclinical studies, as well as human tests, referred to as clinical trials. Satisfaction of the FDA's regulatory requirements typically takes many years, depends upon the type, complexity and novelty of the product candidate and requires substantial resources for research, development and testing. We cannot predict whether our research and clinical approaches will result in products that the FDA considers safe for humans and effective for indicated uses. The FDA has substantial discretion in the product approval process and may require us to conduct additional preclinical and clinical testing or to perform post-marketing studies or may require additional Chemistry, Manufacturing, and Controls ("CMC") or other data and information, and the development and provision of this data and information may be time-consuming and expensive. The approval process may also be delayed by changes in government regulation, future legislation or administrative action or changes in FDA policy that occur prior to or during our regulatory review. Delays in obtaining regulatory approvals may:

- delay commercialization of, and our ability to derive revenues from, our product candidates;
- impose costly procedures on us; and
- diminish any competitive advantages that we may otherwise enjoy.

Even if we comply with all FDA requests, the FDA may ultimately reject our product candidate's BLA. In addition, the FDA could determine that we must test additional subjects and/or require that we conduct further studies with more subjects. We may never obtain regulatory approval for any future potential product candidate or label expansion activity. Failure to obtain FDA approval for any of our product candidates will severely undermine our business by leaving us without the ability to generate additional accretive revenues. There is no guarantee that we will ever be able to develop or acquire other product candidates. In foreign jurisdictions, we must receive approval from the appropriate regulatory authorities before we can commercialize any products in such jurisdictions. Foreign regulatory approval processes generally include all of the risks and uncertainties associated with the FDA review, inspection and approval procedures described above. We cannot assure you that we will receive the approvals necessary to commercialize any product candidate for sale outside the United States.

Although we have received approval from the FDA to market ASCENIV as a treatment for PIDD, our ability to market or seek approval for ASCENIV for alternative indications could be limited, unless additional clinical trials are conducted successfully and the FDA approves a BLA or other required submission for review.

The FDA and other governmental authorities strictly regulate and monitor marketing, labeling and the advertising and promotion of prescription drugs. These regulations include standards and restrictions for direct-to-consumer advertising, industry-sponsored scientific and educational activities, promotional activities involving the Internet and off-label promotion. The FDA does not allow drugs to be promoted for "off-label" uses - that is, uses that are not described in the product's labeling and that differ from those that were approved by the FDA. The FDA limits approved uses to those studied by a company in its clinical trials. In addition to the FDA approval required for new formulations, any new indication for an approved product also requires FDA approval. Although we have received approval from the FDA to market ASCENIV as a treatment for PIDD, we cannot be sure whether we will be able to obtain FDA approval for any desired future indications for ASCENIV.

While physicians in the United States may choose, and are generally permitted, to prescribe drugs for uses that are not described in the product's labeling, and for uses that differ from those tested in clinical studies and approved by the regulatory authorities, our ability to promote our products is narrowly limited to those indications that are specifically approved by the FDA. "Off-label" uses are common across medical specialties and may constitute an appropriate treatment for some patients in varied circumstances. Regulatory authorities in the United States generally do not regulate the behavior of physicians in their choice of treatments. Regulatory authorities do, however, restrict communications by pharmaceutical companies on the subject of off-label use. If the FDA determines that our promotional activities fail to comply with the FDA's regulations or guidelines, we may be subject to warnings from, or enforcement action by, these authorities. In addition, our failure to follow FDA rules and guidelines related to promotion and advertising may cause the FDA to issue warning letters or untitled letters, bring an enforcement action against us, suspend or withdraw an approved product from the market, require a recall, require payment of civil fines or could result in disgorgement of money, operating restrictions, injunctions or criminal prosecution, among other consequences, any of which could harm our reputation and our business.

With the approval of ASCENIV, there can be no assurance that we will be successful in further developing and expanding commercial operations, collecting and procuring an adequate supply of high-titer antibody RSV plasma or balancing our research and development activities with our commercialization activities.

Since receiving FDA approval for ASCENIV, we have been commercializing this product while also continuing our research and development activities. There can be no assurance that we will be able to successfully manage the balance of our research and development operations with our commercialization activities. Potential investors and stockholders should be aware of the problems, delays, expenses and difficulties frequently encountered by companies balancing development of product candidates, which can include problems such as unanticipated issues related to clinical trials and receipt of approvals from the FDA and foreign regulatory bodies, with commercialization efforts, which can include problems related to managing manufacturing and supply, including supply chain constraints, reimbursement, marketing challenges, development of a comprehensive compliance program, and other related and additional costs. For example, the raw material plasma we collect and procure to manufacture ASCENIV using our patented proprietary microneutralization assay is comprised of plasma collected from donors which contains high-titer antibodies to RSV. This high-titer plasma which meets our internal specifications for the manufacture of ASCENIV that we are able to identify with our patented testing assay amounts to less than 10% of the total donor collection samples we test. As a result, we may experience an insufficient supply of this plasma.

We depend on third-party researchers, developers and vendors to develop, manufacture, supply materials for or test our products and product candidates, as well as for other pre and post-approval services, and such parties' performance is, to some extent, outside of our control.

We depend on independent investigators and collaborators, such as universities and medical institutions, contract laboratories, CROs, contract manufacturers, contract fill/finishers, third-party plasma centers and consultants to conduct our preclinical activities, clinical trials, CMC testing and other activities under agreements with us. These collaborators are not our employees and we cannot control the amount or timing of resources that they devote to our programs. These third parties may not assign as great a priority to our programs or pursue them as diligently as we would if we were undertaking such programs ourselves. If outside collaborators fail to devote sufficient time and resources to our products and/or development programs, or if their performance is substandard or does not comply with the applicable regulatory standards, our trials may be repeated, extended, delayed, or terminated, the approval of our FDA application(s), if any, and our introduction of new products, if any, will be delayed, and we may not be able to maintain existing approvals or meet our regulatory requirements or we may not be able to produce forecasted amounts of product. We or they may also be subject to regulatory enforcement actions, may need to take corrective actions, including initiating recalls, and we may not be able to meet commercial demand. These collaborators may also have relationships with other commercial entities, some of whom may compete with us. If our collaborators assist our competitors at our expense, our competitive position would be harmed. We also depend on third-party suppliers for materials used in our operations. Certain of our third-party suppliers may be single-sourced, or may not be able to supply sufficient materials for our operations at a reasonable price or on a timely basis, and it may be time-consuming, expensive or otherwise not feasible to locate an alternative supplier. In the event a single-source supplier is unable to provide us with a sufficient amount of materials on a timely basis, such shortage and/or delay could have a material adverse effect on our business, results of operations and financial condition. Additionally, any change in the regulatory compliance status of any of our vendors may impede our ability to receive and maintain approval for our product candidates.

We may be unable to successfully expand our manufacturing processes to fulfill demand for our products or increase our production capabilities through the addition of new equipment, including if we do not obtain requisite approval from the FDA.

We may expand our manufacturing capacity and product output capability of the Boca Facility. Following any expansion of any of our manufacturing processes or the addition of new equipment, we will be required to validate the expanded facility, process changes if any and equipment, make the necessary submissions to FDA, obtain any FDA-required approvals and have it inspected by the FDA. Any other changes to the manufacturing process will also potentially require validation, FDA submissions, and approvals and inspections. Changes may also require that further studies are conducted before the change is approved by regulatory authorities or product marketing approval is obtained. Given the significant delays that may result during the validation and approval process, we may not receive the necessary manufacturing or product approvals, experience a supply shortage of our products or our production capabilities may be limited until completion of and validation of our facility expansion and new manufacturing equipment and until the necessary approvals are obtained.

Our products, and any additional products for which we may obtain marketing approval in the future, could be subject to post-marketing restrictions or withdrawal from the market and we could be subject to substantial penalties if we fail to comply with regulatory requirements or if we experience unanticipated problems with our products following approval.

Our products, and any additional products for which we may obtain marketing approval in the future, could be subject to post-marketing restrictions, new FDA guidance, or other regulatory actions, such as withdrawal from the market. Such products, as well as the manufacturing processes, post-marketing studies and measures, labeling and advertising and promotional activities for such products, among other things, are subject to ongoing regulatory compliance requirements, and oversight, review, and inspection by the FDA and other regulatory authorities. These requirements include submissions of safety and other post-marketing information and reports, registration and listing requirements, adherence with labeling and promotional requirements and restrictions, requirements related to manufacturing, quality control, quality assurance and corresponding maintenance of records and documents, requirements regarding safeguarding the drug supply chain as well as the distribution of samples to physicians and recordkeeping. For example, the FDA's approval of our application supplement to allow for the commercial relaunch of BIVIGAM, as well as the FDA's approval of our BLA for ASCENIV, required us to conduct specified post-marketing studies, including pediatric and safety studies. If, during the post-marketing period (after marketing approval) previously unknown adverse events emerge, there is the discovery that the product is less effective than previously thought, or other potential concerns regarding our products or their manufacturing processes emerge, or, if before or after approval, we are observed in any way to fail to comply with the numerous regulatory requirements to which we are subject, those circumstances may yield various results, including:

- restrictions on such products or manufacturing processes;
- restrictions on the labeling or marketing of a product;
- restrictions on product distribution or use;
- clinical holds or termination of clinical trials;
- requirements to conduct further post-marketing studies or clinical trials, implement risk mitigation strategies, or to issue corrective information;
- warning letters or untitled letters;
- withdrawal of the products from the market;

- refusal to approve pending applications or supplements to approved applications that we submit;
- recall of products;
- restrictions on coverage by third-party payers;
- fines, restitution or disgorgement of profits or revenues;
- suspension or withdrawal of marketing approvals;
- refusal to permit the import or export of products;
- FDA debarment, suspension and debarment from government programs, refusal of orders under existing government contracts, exclusion from participation in federal healthcare programs, consent decrees, deferred or non-prosecution agreements or corporate integrity agreements;
- product seizure or detention; or
- injunctions or the imposition of civil penalties or criminal fines.

Historically, a few customers have accounted for a significant amount of our total revenue and accounts receivable and the loss of any of these customers could have a material adverse effect on our business, results of operations and financial condition.

For the nine months ended September 30, 2026 and 2025, two customers, BioCare, Inc. ("BioCare") and Priority Healthcare Distribution, Inc. d/b/a CuraScript SD Specialty Distribution ("Curascript"), represented an aggregate of approximately 69% and 72%, respectively, of our consolidated revenues.

As of September 30, 2026, BioCare and Curascript represented an aggregate of approximately 84% of our consolidated accounts receivable. As of December 31, 2025, BioCare and CuraScript represented an aggregate of approximately 87% of our consolidated accounts receivable.

The loss of any key customers or a material change in the revenue generated by any of these customers, could have a material adverse effect on our business, results of operations and financial condition. Moreover, we anticipate deriving increased revenue from some of these customers over the next few years. Factors that could influence our relationships with our customers include, among other things:

- our ability to sell our products at competitive prices;
- our ability to maintain features and quality standards for our products sufficient to meet the expectations of our customers;
- our ability to produce and deliver a sufficient quantity of our products in a timely manner to meet our customers' requirements;
- the impact of a pandemic, or the resurgence of a pandemic, and government responses thereto on our customers and their businesses, operations and financial condition;
- the impact of a cyberattack or data breach on our customers or related entities;
- our customers' inability to comply with the terms of our distribution agreements; and
- widespread economic conditions or geopolitical conditions, including the exacerbated conflicts in Europe, certain countries in South America, Northern Africa and in the Middle East and the surrounding areas.

Additionally, an adverse change in the financial condition of any of our key customers could negatively affect revenue derived from such customer, which in turn could have a material adverse effect on our business and results of operations.

Issues with product quality and compliance could have a material adverse effect upon our business, subject us to regulatory actions and cause a loss of customer confidence in us or our products.

Our success depends upon the quality of our products. Quality management plays an essential role in meeting customer requirements, preventing defects, improving our products and services and assuring the safety and efficacy of our products. Our future success depends on our ability to maintain and continuously improve our quality management program. A quality or safety issue may result in failure to obtain product approval, adverse inspection reports, warning letters, product recalls or seizures, voluntary or involuntary withdrawals, monetary sanctions, injunctions to halt manufacture and distribution of products, civil or criminal sanctions, costly litigation, patient injury, refusal of a government to grant approvals and licenses, restrictions on operations or withdrawal of existing approvals and licenses. The FDA and similar foreign governmental authorities have the authority to require the recall of commercialized products. We may elect, in the interest of public safety, to voluntarily withdraw our products from the market for labeled adverse events or for other reasons. For example, during the three and nine months ended September 30, 2025, as a precautionary measure, we voluntarily withdrew three lots of BIVIGAM and we recorded a reduction to revenue of $0.2 million and $4.0 million, respectively, for credits issued to customers for the related product returns. Recalls or withdrawals of any of our products could divert managerial and financial resources which could have an adverse effect on our financial condition and results of operations. An inability to address a quality or safety issue by us or by a third-party vendor in an effective and timely manner may also cause negative publicity or a loss of customer confidence in us or our current or future products, which may result in the loss of current or future sales and difficulty in successfully commercializing our current products and launching new products.

In addition, as a manufacturer of biological products, we are subject to the risks inherent in biological production, which could include normal course losses and failures inherent in the manufacturing process. As our biologics production levels increase, there may be normal course inventory losses or write-downs as we ensure product quality and compliance with cGMP, FDA and state and local regulations, or due to testing results not meeting specifications. As a result, our operating results are subject to potentially significant variability from one reporting period to the next should such losses or write-downs occur in any given period. Additionally, because our products and product candidates are plasma-based products, not only are we subject to the FDA's drug and biologic cGMP requirements, but we are also subject to special requirements for the collection, testing, handling, storage, and use of blood products. This adds an extra level of compliance and complexity to our operations, which we may not be able to successfully meet. Failure to meet any regulatory quality standards could have an adverse impact on our business.

If physicians, payers and patients do not accept and use our current products or our future product candidates, our ability to generate revenue from these products will be materially impaired.

Even if the FDA approves a product made by us, physicians, payers and patients may not accept and use it. Acceptance and use of our products depends on a number of factors including, but not limited to:

- perceptions by members of the healthcare community, including physicians, about the safety and effectiveness of our products;
- cost-effectiveness of our products relative to competing products;
- availability of reimbursement for our products from government or other healthcare payers; and
- the effectiveness of marketing and distribution efforts by us and our licensees and distributors, if any.

The failure of our current or future products to find market acceptance would harm our business and could require us to seek additional financing or make such financing difficult to obtain on favorable terms, if at all.

Our accruals for U.S. Medicaid rebates and other liabilities related to the sale of our immunoglobulin products are estimates based on historical experience and other assumptions. These estimates are subject to change based on actual results and other factors. Any such change could have a material effect on our business, financial position, and operating results.

Our gross product revenues are subject to a variety of deductions which are estimated and recorded in the same period that the revenues are recognized. These deductions primarily consist of rebates, distribution fees, chargebacks and sales allowances. These deductions represent estimates of the related obligations, some of which are contractual in nature and do not require extensive judgment to be exercised by management, while other estimates require complex or subjective matters of knowledge and judgment when estimating the impact of these revenue deductions on net revenues for a reporting period. Estimates include, among other things, accruals for U.S. Medicaid rebates related to the sale of our immunoglobulin products. We accrue these rebates at the time of sale based on our estimates of the sales mix of our products and the portion of the products we sell that will be prescribed to Medicaid beneficiaries. These estimates are based on historical experience and certain other assumptions, and while we believe that such estimates are reasonable, they are subject to change based on future experience, Medicaid utilization trends and other factors. If any of our ratios, factors, assessments, experiences or judgments are not indicative or accurate estimates of our future experience, our results could be materially affected. Estimates that are most at risk for material adjustment include those associated with U.S. Medicaid rebates because of the extensive time delay between the recording of the accrual and its ultimate settlement, an interval that can generally take up to several years or more. These estimates may change from time to time based on changes in utilization, payer and channel mixes or the ultimate settlement or resolution of payer claims. For example, during 2024 we engaged a third-party specialist to assist in the evaluation of our accrual for U.S. Medicaid rebates related to the sale of our immunoglobulin products. As a result of this evaluation, we recognized a reduction in this accrual and a corresponding increase to net revenues of $12.6 million for the year ended December 31, 2024. We considered several qualitative factors when evaluating our rebate accrual, such as the absence of a statutory limitation on the rebate amounts drug manufacturers pay to state Medicaid programs and general uncertainty that pharmaceutical manufacturers have historically seen with government payers often submitting lagged claims many periods after the initial dispensing of a product to an end patient. There was additional new information that arose during June 2024 that suggested our liabilities for certain payer claims were successfully resolved, which resulted in the $12.6 million adjustment to the accrual for U.S. Medicaid rebates in June 2024.

In addition, the Patient Protection and Affordable Care Act (“ACA”) included a significant expansion of state Medicaid programs. If more states decide to take advantage of these programs such that more individuals become eligible for coverage, Medicaid utilization of our products could increase, resulting in a corresponding increase in our rebate payments. Such rebate payments may exceed what we have accrued for during the applicable period. Increases in Medicaid rebate payments could decrease our net revenues from product sales, which in turn could adversely affect our business, financial position, and operating results.

Our long-term success may depend on our ability to supplement our existing product portfolio through new product development or the in-license or acquisition of other new products, product candidates and label expansion of existing products, and if our business development efforts are not successful, our ability to maintain profitability may be adversely impacted.

Our current product development portfolio consists primarily of label expansion activities for ASCENIV, as well as expanding our IP estate with patents issued for *S. pneumoniae* hyperimmune immune globulin. We have initiated small-scale preclinical activities to potentially expand our current portfolio through new product development efforts. For example, we successfully completed production of a pilot-scale batch and are conducting animal studies for our *S. pneumoniae* hyperimmune globulin program, SG-001. We intend to incorporate the October 2026 FDA feedback into the final clinical protocol and advance preparations for an IND submission for SG-001. If we are not successful in developing or acquiring additional products and product candidates, we will have to depend on our ability to continue to generate revenues from ASCENIV, BIVIGAM, Nabi-HB, intermediates, contract manufacturing and plasma attributable to the operations of ADMA BioCenters to support our operations.

Our ADMA BioCenters operations collect information from donors in the United States that subjects us to consumer and health privacy laws, which could create enforcement and litigation exposure if we fail to meet their requirements.

Consumer privacy is highly protected by federal and state law. The Health Insurance Portability and Accountability Act of 1996 (“HIPAA”), as amended by the Health Information Technology for Economic and Clinical Health Act of 2009 (“HITECH”), and their respective implementing regulations, impose requirements with respect to safeguarding the privacy, security and transmission of protected health information (“PHI”) held by covered entities and business associates. HIPAA “covered entities” include health plans/insurers, healthcare providers engaging in HIPAA standard electronic transactions and healthcare clearinghouses. A “business associate” provides services to covered entities (directly or as subcontractors to other business associates) involving arranging, creating, receiving, maintaining, or transmitting PHI on a covered entity’s behalf. In order to legally provide access to PHI to service providers, covered entities and business associates must enter into a “business associate agreement” with the service provider that receives PHI on behalf of the entity.

Personal information that we obtain pursuant to a clinical trial may be subject to U.S. Federal Trade Commission (the "FTC") privacy regulation. Failing to take appropriate steps to keep consumers' personal information secure may constitute an unfair act or practice violating Section 5(a) of the Federal Trade Commission Act, 15 U.S.C § 45(a). The FTC expects a company's data security measures to be reasonable and appropriate in light of the sensitivity and volume of consumer information it holds, the size and complexity of its business, and the cost of available tools to improve security and reduce vulnerabilities. Medical data is considered sensitive data that merits stronger safeguards. The FTC's guidance for appropriately securing consumers' personal information is similar to, but less prescriptive than, what is required by the HIPAA Security Rule. In addition, states impose a variety of laws protecting consumer information, with certain sensitive information such as HIV/Sexually Transmitted Infection status subject to heightened standards. In addition, federal and state privacy, data security, and breach notification laws, rules and regulations, and other laws apply to the collection, use and security of personal information, such as Social Security Numbers, driver's license numbers, government identifiers, credit card and financial account numbers. For example, the California Consumer Privacy Act ("CCPA") was amended by the California Privacy Rights Act, effective January 1, 2023. The CCPA, among other things, imposes data privacy obligations for covered companies and provides new privacy rights to California residents, including the right to opt out of certain disclosures of their information. The CCPA also creates a private right of action with statutory damages for certain data breaches, thereby potentially increasing risks associated with data breach. We could be subject to enforcement action and litigation exposure if we fail to adhere to these data privacy and security laws. Virginia, Colorado, Connecticut and Utah have also enacted privacy laws that became effective in 2023 and are similar in many respects to the CCPA. Several other states have also enacted privacy laws similar to the CCPA that will become effective in the coming years, adding to potential privacy compliance obligations.

The JPMorgan Credit Facilities are subject to acceleration in specified circumstances, which may result in JPMorgan taking possession and disposing of any collateral.

On the JPM Closing Date, we entered into the JPM Credit Agreement (see "Liquidity and Capital Resources"). The JPM Credit Agreement provides for a total of $300 million in senior secured credit facilities (the "JPM Credit Facilities") of which $197.2 million is outstanding as of September 30, 2026. The JPM Credit Facilities have a maturity date of August 5, 2028.

The JPM Loans are secured by substantially all of our assets, including our intellectual property. Events of default include, among others, non-payment of principal, interest or fees, violation of covenants, inaccuracy of representations and warranties, bankruptcy and insolvency events, material judgments, cross-defaults to material contracts and events constituting a change of control. If there is an event of default, we would incur an increase in the rate of interest on the JPM Loans of 2% per annum. The occurrence of an event of default could result in, among other things, the termination of commitments under the JPM Credit Facilities, the declaration that all outstanding loans are immediately due and payable in whole or in part, and JPMorgan taking immediate possession of, and selling, any collateral securing the JPM Loans.

Developments by competitors may render our products or technologies obsolete or non-competitive.

The biotechnology and pharmaceutical industries are intensely competitive and subject to rapid and significant technological and business practice change. Our current products and any future product we may develop will have to compete with other marketed therapies, and certain of such therapies may be available at prices lower than our products. By way of example, beginning in the second half of 2025 and continuing in 2026, new FDA-approved non-ADMA IVIG products, and other pharmaceutical products which compete with certain IVIG product uses entered the market with aggressive pricing tactics, including extended payment terms, rebates and discounts, raw material plasma supply increased and finished goods inventory across the distribution network increased. This has created competitive intensity and distribution recalibration across the industry which, if continued, could impact our future results. In addition, other companies may pursue the development of pharmaceuticals that target the same diseases and conditions that we are targeting. We face competition from pharmaceutical and biotechnology companies in the United States and abroad. In addition, companies pursuing different but related fields represent substantial competition. Many of these organizations competing with us have substantially greater financial resources, larger research and development staff and facilities, longer product development history in obtaining regulatory approvals and greater manufacturing and marketing capabilities than we do. These organizations also compete with us to attract qualified personnel and parties for acquisitions, joint ventures or other collaborations.

If we are unable to protect our patents, trade secrets or other proprietary rights, if our patents are challenged or if our provisional patent applications do not get approved, our competitiveness and business prospects may be materially damaged.

As we move forward in clinical development, we continue to discover novel technologies related to our products and product candidates and we may draft patent applications directed to these technologies. We rely on a combination of patent rights, trade secrets, intellectual property assignment agreements and nondisclosure and non-competition agreements to protect our proprietary intellectual property, and we will continue to do so. There can be no assurance that our patents, trade secret policies and practices or other agreements will adequately protect our intellectual property. Our issued patents may be challenged, found to be over-broad or otherwise invalidated in subsequent proceedings before courts, the U.S. Patent and Trademark Office or foreign patent offices. Even if enforceable, we cannot provide any assurances that they will provide significant protection from competition. The processes, systems, and/or security measures we use to preserve the integrity and confidentiality of our data and trade secrets may be breached, and we may not have adequate remedies as a result of any such breaches. In addition, our trade secrets may otherwise become known or be independently discovered by competitors. There can be no assurance that the confidentiality, invention assignment, nondisclosure and non-competition agreements with employees, consultants and other parties with access to our proprietary information to protect our trade secrets, proprietary technology, processes and other proprietary rights, or any other security measures relating to such trade secrets, proprietary technology, processes and proprietary rights, will be adequate, will not be breached, that we will have adequate remedies for any breach, that others will not independently develop substantially equivalent proprietary information or that third parties will not otherwise gain access to our trade secrets or proprietary knowledge. To the extent that our consultants, contractors or collaborators use intellectual property owned by others in their work for us, disputes may arise as to the rights in related or resulting know-how and inventions.

We could lose market exclusivity of a product earlier than expected.

In the pharmaceutical and biotechnology industries, the majority of an innovative product's commercial value is realized during its market exclusivity period. In the United States and in some other countries, when market exclusivity expires and generic or biosimilar versions are approved and marketed or when biosimilars are introduced (even if only for a competing product), there are usually very substantial and rapid declines in a product's revenues.

Market exclusivity for our products is based upon patent rights and certain regulatory forms of exclusivity. The scope of our patent rights may vary from country to country and may also be dependent on the availability of meaningful legal remedies in a country. The failure to obtain patent and other intellectual property rights, limitations on the use or loss of such rights could be material to us. In some countries, basic patent protections for our products may not exist because certain countries did not historically offer the right to obtain specific types of patents and/or we (or our licensors) did not file in those markets. In addition, the patent environment can be unpredictable and the validity and enforceability of patents cannot be predicted with certainty. Absent relevant patent protection for a product, once the data exclusivity period expires, generic versions can be approved and marketed.

Patent rights covering our products may become subject to patent litigation. In some cases, manufacturers may seek regulatory approval by submitting their own clinical trial data to obtain marketing approval or choose to launch a generic product "at risk" before the expiration of our patent rights/or before the final resolution of related patent litigation. Enforcement of claims in patent litigation can be very costly, time-consuming and no assurance can be given that we will prevail. In addition, any such litigation may divert our management's attention from our core business and reduce the resources available for our clinical development, manufacturing and marketing activities, and consequently have a material and adverse effect on our business and prospects, regardless of the outcome.

There is no assurance that ASCENIV, or any other of our products for which we are issued a patent, will enjoy market exclusivity for the full time period of the respective patent.

Third parties could obtain patents that may require us to negotiate licenses to conduct our business, and there can be no assurance that the required licenses would be available on reasonable terms or at all.

We may not be able to operate our business without infringing third-party patents. Numerous U.S. and foreign patents and pending patent applications owned by third parties exist in fields that relate to the development and commercialization of immune globulin. In addition, many companies have employed intellectual property litigation as a way to gain a competitive advantage. It is possible that infringement claims may occur as the number of products and competitors in our market increases. In addition, to the extent that we gain greater visibility and market exposure as a public company, we face a greater risk of being the subject of intellectual property infringement claims. We cannot be certain that the conduct of our business does not and will not infringe intellectual property or other proprietary rights of others in the United States and in foreign jurisdictions. If our products, methods, processes and other technologies are found to infringe third-party patent rights, we could be prohibited from manufacturing and commercializing the infringing technology, process or product unless we obtain a license under the applicable third-party patent and pay royalties or are able to design around such patent. We may be unable to obtain a license on terms acceptable to us, or at all, and we may not be able to redesign our products or processes to avoid infringement. Even if we are able to redesign our products or processes to avoid an infringement claim, our efforts to design around the patent could require significant time, effort and expense and ultimately may lead to an inferior or more costly product and/or process. Any claim of infringement by a third party, even those without merit, could cause us to incur substantial costs defending against the claim and could distract our management from our business. Furthermore, if any such claim is successful, a court could order us to pay substantial damages, including compensatory damages for any infringement, plus prejudgment interest and could, in certain circumstances, treble the compensatory damages and award attorney fees. These damages could be substantial and could harm our reputation, business, financial condition and operating results. A court also could enter orders that temporarily, preliminarily or permanently prohibit us, our licensees, if any, or our customers from making, using, selling, offering to sell or importing one or more of our products or practicing our proprietary technologies or processes, or could enter an order mandating that we undertake certain remedial activities. Any of these events could seriously harm our business, operating results and financial condition.

If we are unable to successfully manage our growth, our business may be harmed.

Our success will depend on the expansion of our commercial and manufacturing activities, supply of raw material plasma and overall operations and the effective management of our growth, which will place a significant strain on our management and on our administrative, operational and financial resources. To manage this growth, we must expand our operational, financial and management systems and hire and train additional qualified personnel. If we are unable to manage our growth effectively, our business could be harmed.

The loss of one or more key members of our management team could adversely affect our business.

Our performance is substantially dependent on the continued service and performance of our management team, who have extensive experience and specialized expertise in our business. In particular, the loss of Adam S. Grossman, our President and Chief Executive Officer, could adversely affect our business and operating results. We do not have “key person” life insurance policies for any members of our management team. We have employment agreements with each of our executive officers; however, the existence of an employment agreement does not guarantee retention of members of our management team. The loss of services of key personnel, or the inability to attract and retain additional qualified personnel, could result in delays in development or approval of our product candidates and diversion of management resources.

Cyberattacks and other security breaches could compromise our proprietary and confidential information or otherwise penetrate our network, which could harm our business and reputation.

In the ordinary course of our business, we generate, collect and store proprietary information, including intellectual property and business information. The secure storage, maintenance, and transmission of and access to this information is important to our operations and reputation. Computer hackers may attempt to penetrate our computer systems and, if successful, misappropriate personal data and our proprietary and confidential information including e-mails and other electronic communications. Cybersecurity vulnerabilities can also arise from human error, fraud or malice on the part of our employees, other insiders, vendors, suppliers, other third parties, or from technology or product enhancements or the migration of information and data to new technology platforms, systems or applications. Hackers and other threat actors may impersonate our vendors, suppliers or other third parties with whom we do business, which may result in financial harm to our business. Further, while many of our employees and certain suppliers with whom we do business operate in a remote working environment, the risk of cybersecurity attacks and data breaches, particularly through phishing attempts and ransomware attacks, may be increased as we and third parties with whom we interact leverage our IT infrastructure in unanticipated ways. In addition, an employee, contractor, or other third parties with whom we do business may attempt to obtain such information and may purposefully or inadvertently cause a breach involving such information. While we have certain safeguards in place to reduce the risk of and detect cyberattacks, including a Company-wide cybersecurity policy and annual training, our information technology networks and infrastructure may be vulnerable to unpermitted access by hackers or other breaches, or employee error or malfeasance. Any such compromise of our data security and access to, integrity, availability of, or public disclosure or loss of, confidential business or proprietary information could disrupt our operations, damage our reputation, provide our competitors with valuable information and subject us to additional costs which could adversely affect our business and reputation. We have set out in our 2025 10-K our obligations relating to cybersecurity under certain laws and potential liabilities and risks arising from any infringements under these laws. We may also be subject to additional industry-specific privacy, cybersecurity, data protection, operational and information systems resilience, and artificial intelligence-related laws in the applicable jurisdictions which may subject us to additional similar risks and impacts.

Issues in the development and use of AI may result in reputational harm and increased liability exposure.

We have engaged a third-party firm to assist the Company with the development and deployment of an AI tool, ADMAlytics, to improve efficiencies across our supply chain, production, and commercial operations. This tool has been used to assist with activities including plasma pool composition and identifying other manufacturing efficiencies to streamline certain operational processes. While we have successfully implemented ADMAlytics in certain aspects of our commercial manufacturing and expanded its use throughout fiscal years 2025 and 2026, the development, implementation, and ongoing use of AI technologies involve inherent risks. While ADMA has not experienced any issues to date, these risks include potential data inaccuracies, flawed assumptions, system errors, cybersecurity vulnerabilities, unintended outcomes, and difficulties in integrating AI-driven insights into complex and highly regulated manufacturing and operational environments. If ADMAlytics fails to perform as intended or produces unreliable or biased outputs, our reputation could be harmed and we could be subject to legal exposure, which could adversely affect our business, results of operations, and financial condition.

If we are unable to hire and retain a substantial number of qualified personnel, our ability to sustain and grow our business may be harmed.

Our success depends in part on our ability to attract, motivate, and retain a sufficient number of qualified employees across various areas of our operations, such as research and development, manufacturing operations and sales, who understand and appreciate our strategy and culture and are able to contribute to our mission. We will need to hire additional qualified personnel with expertise in commercialization, sales, marketing, medical affairs, reimbursement, government regulation, formulation, quality control, manufacturing, finance, general and operational management and plasma collections. In particular, over the next 12-24 months, we may hire additional new employees devoted to our plasma collection centers, commercialization, sales, marketing, medical and scientific affairs, regulatory affairs, quality control, information technology, finance and general and operational management. Qualified individuals of the requisite caliber and number needed to fill these positions may be in short supply in some areas. We compete for qualified individuals with numerous biopharmaceutical companies, universities and other research institutions. Competition for such individuals is intense, and we cannot assure you that our search for such personnel will be successful. If we are unable to hire and retain personnel capable of consistently performing at a high level, our business and operations could be materially adversely affected. Additionally, any material increases in existing employee turnover rates or increases in labor costs could have a material adverse effect on our business, financial condition or operating results.

We currently collect human blood plasma at our ADMA BioCenters facilities, and if we cannot maintain FDA licensure for these facilities or obtain FDA licensure for additional facilities that we may construct or acquire rights to, we may be adversely affected and may not be able to sell or use this human blood plasma for future commercial purposes.

We intend to maintain FDA licensure of our current and future ADMA BioCenters collection facilities for the collection of human blood plasma and we may seek other governmental and regulatory approvals for these facilities. Collection facilities are subject to FDA and potentially other governmental and regulatory inspections and extensive regulation, including compliance with current cGMP and blood standards and FDA licensure and other governmental approvals, as applicable. Failure to comply with applicable governmental regulations or to receive applicable approvals for our current or future facilities may result in enforcement actions, such as adverse inspection reports, warning or untitled letters, product recalls or seizures, monetary sanctions, injunctions to halt manufacture and distribution of products, civil or criminal sanctions, costly litigation, refusal of regulatory authority approvals and licenses, restrictions on operations or withdrawal of existing approvals and licenses, any of which may significantly delay or suspend our operations for these locations, potentially having a material adverse effect on our ability to manufacture our products or offer for sale plasma collected at the affected sites. Failure to comply with applicable governmental regulations may also impact the ultimate quality and compliance of our finished biologic products, which may have a material adverse effect on our business.

We manufacture our current marketed products, pipeline products, and products for third parties in our manufacturing and testing facilities, and if we or our vendors cannot maintain appropriate FDA status for these facilities, we may be adversely affected, and may not be able to sell, manufacture or commercialize these products.

There are no assurances we will be able to maintain compliance with all FDA or other regulations. There is also no guarantee that we will be able to fulfill our contractual requirements to our customers. Moreover, to the extent that we use third-party vendors to fulfill our regulatory or contractual requirements, these third-party vendors may perform activities for themselves or other clients and we may not be privy to all regulatory findings or issues discovered by the FDA or other regulatory agencies. Such findings, which are out of our control, may adversely affect our ability to continue to work with these vendors, or our ability to release commercial drug product or perform necessary testing or other actions for us or our clients, which may be required in order to remain FDA compliant or to commercialize our products. If we are not able to maintain manufacturing compliance at our facilities or our vendors' facilities for our products and product candidates, we may not be able to successfully develop and commercialize our products and product candidates and we may face potential contractual or regulatory actions, which would have an adverse impact on our business.

We may incur substantial liabilities and may be required to limit commercialization of our products in response to product liability lawsuits.

The testing and marketing of medical products entail an inherent risk of product liability. If we cannot successfully defend ourselves against product liability claims, we may incur substantial liabilities or be required to limit commercialization of our products. Product liability claims may also result in recalls and/or regulatory enforcement actions. Even successful defense, however, could impair our results of operations. Our inability to obtain and maintain sufficient product liability insurance at an acceptable cost to protect against potential product liability claims could prevent or inhibit the commercialization of pharmaceutical products we develop, either alone or with collaborators.

Many of our business practices are subject to scrutiny by federal and state regulatory authorities, as well as to lawsuits brought by private citizens under federal and state laws. Failure to comply with applicable law or an adverse decision in lawsuits may result in adverse consequences to us.

The laws governing our conduct in the United States are enforceable on the federal, state and local levels by criminal, civil and administrative sanctions. Violations of laws such as the Federal Food, Drug and Cosmetic Act (the "FDCA"), the Social Security Act (including the Anti-Kickback Statute), the Public Health Service Act, the civil and criminal federal False Claims Act, the civil monetary penalty statute, requirements regarding the reporting and repayment of overpayments, other fraud and abuse laws and any regulations promulgated under the authority of the preceding, may result in significant criminal and/or civil sanctions, including criminal fines, imprisonment, civil monetary penalties and damages, exclusion from participation in federal healthcare programs (including Medicare and Medicaid), suspension and debarment from government contracts, and refusal of orders under existing government contracts, pursuant to enforcement actions by DOJ, CMS, OIG and other regulatory authorities. Similarly, the violation of applicable laws, rules and regulations of states, including the State of Florida, with respect to the manufacture and marketing of our products and product candidates may result in significant criminal and/or civil sanctions, including jail sentences, fines or exclusion from participation in applicable state healthcare programs. There can be no assurance that our activities will not come under the scrutiny of federal and/or state regulators and other government authorities or that our practices will not be found to violate applicable laws, rules and regulations or prompt lawsuits by private citizen "relators" under federal or state false claims laws.

For example, under the Anti-Kickback Statute and similar state laws and regulations, the offer or payment of anything of value to induce or reward patient referrals, or in return for purchasing, leasing, ordering or arranging for or recommending the purchase, lease, or ordering of any item or service reimbursable in whole or in part by a federal healthcare program is prohibited. This places constraints on the marketing and promotion of products and on common business arrangements, such as discounted terms and volume incentives for customers in a position to recommend or choose products for patients, such as physicians and hospitals, and these practices can result in substantial legal penalties, including, among others, exclusion from participation in the Medicare and Medicaid programs. Arrangements with referral sources such as purchasers, group purchasing organizations, healthcare organizations, physicians and pharmacists must be structured with care to comply with applicable requirements. Legislators and regulators may seek to further restrict the scope of financial relationships that are considered appropriate. For example, HHS promulgated a regulation in 2020 that is effective in two phases. First, the regulation excludes from the definition of "remuneration" limited categories of (a) PBM rebates or other reductions in price to a plan sponsor under Medicare Part D or a Medicaid Managed Care Organization plan reflected in point-of-sale reductions in price and (b) PBM service fees paid by a manufacturer to a PBM. Second, effective January 1, 2023, the regulation expressly provides that rebates to plan sponsors under Medicare Part D either directly to the plan sponsor under Medicare Part D, or indirectly through a pharmacy benefit manager, will not be protected under the Anti-Kickback Statute discounts safe harbor. Subsequent legislation and a final rule promulgated on December 29, 2023 delayed implementation of this portion of the rule until January 1, 2032.

Also, certain business practices, such as payments of consulting fees to healthcare professionals, sponsorship of educational or research grants, charitable donations, interactions with healthcare professionals who prescribe products for uses not approved by the FDA and financial support for continuing medical education programs, must be conducted within narrowly prescribed and controlled limits to avoid any possibility of wrongfully influencing healthcare professionals to prescribe or purchase particular products or as a reward for past prescribing. Under the ACA and the companion Healthcare and Education Reconciliation Act of 2010 (which together are referred to as the "Healthcare Reform Law"), payments and transfers of value by pharmaceutical manufacturers of drugs, devices, biologics and medical supplies for which payment is available under Medicare, Medicaid or the Children's Health Insurance Program (with certain exceptions) to or at the request of covered recipients, such as, but not limited to, U.S.-licensed physicians, physician assistants, nurse practitioners, clinical nurse specialists and certified registered nurse anesthetists and U.S. teaching hospitals, must be tracked and reported to CMS, and are publicly disclosed. Such "applicable manufacturers" are also required to report certain ownership interests held by physicians and their immediate family members. A number of states have similar laws in place. Additional and stricter prohibitions could be implemented by federal and state authorities. Where such practices have been found to be improper incentives to use such products, government investigations and sanctions against manufacturers have resulted in substantial fines, penalties and damages. Many manufacturers have been required to enter into consent decrees or orders that prescribe allowable corporate conduct and/or Corporate Integrity Agreements that impose ongoing compliance requirements on a manufacturer.

Failure to satisfy requirements under the FDCA can also result in penalties, as well as requirements to enter into consent decrees or orders that prescribe allowable corporate conduct. In addition, while regulatory authorities generally do not regulate physicians' discretion in their choice of treatments for their patients, they do restrict communications by manufacturers on unapproved uses of approved products or on the potential safety and efficacy of unapproved products in development. Companies in the United States, Canada and the European Union cannot promote approved products for other indications that are not specifically approved by the competent regulatory authorities such as the FDA in the United States, nor can companies promote unapproved products. In limited circumstances, companies may disseminate to physicians information regarding unapproved uses of approved products or results of studies involving investigational products. If such activities fail to comply with applicable regulations and guidelines of the various regulatory authorities, we may be subject to warnings from, or enforcement action by, these authorities. Furthermore, if such activities are prohibited, it may harm demand for our products. Promotion of unapproved drugs or devices or unapproved indications for a drug or device is a violation of the FDCA and subjects us to civil and criminal sanctions. Furthermore, sanctions under the federal False Claims Act have been brought against companies accused of promoting off-label uses of drugs, because such promotion induces unapproved use and subsequent claims for reimbursement under Medicare and other federal programs. Similar actions for off-label promotion have been initiated by several states for Medicaid fraud. The Healthcare Reform Law significantly strengthened provisions of the federal False Claims Act, the federal Anti-Kickback Statute that applies to government healthcare programs, and other healthcare fraud provisions, leading to the possibility of greatly increased lawsuits by whistleblowers for perceived violations. Violations or allegations of violations of the foregoing restrictions could materially and adversely affect our business.

We are required to report detailed pricing information, net of included discounts, rebates and other concessions, to CMS for the purpose of calculating national reimbursement levels, certain federal prices and certain federal and state rebate obligations. Inaccurate or incomplete reporting of pricing information could result in criminal and/or civil liability under the federal False Claims Act, the federal Anti-Kickback Statute and various other laws, rules and regulations.

We have established systems for collecting and reporting this data accurately to CMS and have instituted a compliance program to assure that the information collected is complete in all respects. If we report pricing information that is not accurate to the federal government, we could be subject to fines and other sanctions that could adversely affect our business. If we choose to pursue clinical development and commercialization in the European Union or otherwise market and sell our products outside of the United States, we must obtain and maintain regulatory approvals and comply with regulatory requirements in such jurisdictions. The approval procedures vary among countries in complexity and timing. We may not obtain approvals from regulatory authorities outside the United States on a timely basis, if at all, which would preclude us from commercializing products in those markets. Further, approval in one country does not mean we are more likely to obtain approval in another country.

In addition, some countries, particularly the countries of the European Union, regulate the pricing and reimbursement of prescription pharmaceuticals. In these countries, pricing discussions with governmental authorities can take considerable time after the receipt of marketing approval for a product. To obtain reimbursement or pricing approval in some countries, we may be required to conduct a clinical trial that compares the cost-effectiveness of our product candidate to other available therapies. Such trials may be time-consuming and expensive and may not show an advantage in efficacy for our products. If reimbursement of our products is unavailable or limited in scope or amount, or if pricing is set at unsatisfactory levels, in either the U.S. or the European Union, we could be adversely affected.

Also, under the U.S. Foreign Corrupt Practices Act, the United States has increasingly focused on regulating the conduct by U.S. businesses occurring outside of the United States, generally prohibiting remuneration to foreign officials for the purpose of obtaining or retaining business. To enhance compliance with applicable healthcare laws, and mitigate potential liability in the event of noncompliance, regulatory authorities such as the HHS Office of Inspector General (the "OIG") have recommended the adoption and implementation of a comprehensive healthcare compliance program that generally contains the elements of an effective compliance and ethics program described in Section 8B2.1 of the U.S. Sentencing Commission Guidelines Manual. Most U.S.-based pharmaceutical companies have such programs. We have instituted a healthcare compliance and ethics program that incorporates the OIG's recommendations and voluntary industry guidelines and have trained our employees. Maintaining such a program can be expensive and may not provide assurance that we will avoid compliance issues.

We are also required to comply with the applicable laws, rules, regulations and permit requirements of the various states and localities in which our business operates, including the State of Florida where our manufacturing facility is located. These regulations and permit requirements are not always in concert with applicable federal laws, rules and regulations regulating our business. Although compliant with applicable federal requirements, we may be required to comply with additional state and local laws, rules, regulations and permits. Failure to appropriately comply with such state and local requirements could result in temporary or long-term cessation of our manufacturing operations, as well as fines and other sanctions. Any such penalties may have a material adverse effect on our business and results of operations.

We are subject to extensive and rigorous governmental regulation, including the requirement of FDA and other federal, state and local business regulatory approvals before our products and product candidates may be lawfully marketed, and our ability to obtain regulatory approval of our products and product candidates from the FDA in a timely manner, access the public markets and obtain necessary capital in order to properly capitalize and continue our operations may be hindered by inadequate funding for the FDA, the SEC and other state and local government agencies.

Both before and after the approval of our products, our products, operations, facilities, suppliers and CROs are subject to extensive regulation by federal, state and local governmental authorities in the United States and other countries, with regulations differing from country to country. In the United States, the FDA regulates, among other things, the preclinical and nonclinical testing, clinical trials, manufacturing, safety, efficacy, potency, labeling, storage, record keeping, quality systems, advertising, promotion, sale and distribution of therapeutic products. Failure to comply with applicable requirements could result in, among other things, one or more of the following actions: notices of violation, untitled letters, warning letters, CRLs, fines and other monetary penalties, unanticipated expenditures, delays in approval or refusal to approve a product or product candidate, product recall or seizure, interruption of manufacturing or clinical trials, operating restrictions, injunctions and criminal prosecution. Our products and product candidates cannot be lawfully marketed in the United States without FDA and other federal, state and local business regulatory approvals. Any failure to receive the marketing approvals necessary to commercialize our products or product candidates could harm our business.

Additionally, the ability of the FDA and other federal, state and local business regulatory agencies to review and approve products and product candidates can be affected by a variety of factors, including government budget and funding levels, ability to hire and retain key personnel and to accept the payment of user fees, as well as statutory, regulatory, and policy changes. Average review times at the FDA and other federal, state and local business regulatory agencies have fluctuated in recent years as a result. In addition, government funding of the SEC and other government agencies on which our operations may rely, including those that fund research and development activities, is subject to the political process, which is inherently fluid and unpredictable. Disruptions at the FDA and other agencies may also slow the time necessary for products and product candidate submissions to be reviewed and/or approved by necessary government agencies, which would adversely affect our business. For example, over the last several years, including in December 2018, January 2019 and most recently in October 2025, the U.S. government has shut down several times and certain regulatory agencies, such as the FDA and the SEC, have had to furlough critical employees and stop critical activities. Separately, in response to the COVID-19 pandemic, the FDA postponed most inspections at domestic and foreign manufacturing facilities from March 2020 until July 2021. Also, in 2025, there was an FDA reduction in force. If a prolonged government shutdown or regulatory agency disruption reoccurs, or in the event the FDA has an insufficient amount of staff, it could significantly impact the ability of the FDA to timely review and process our regulatory submissions, conduct evaluations and inspections and other reporting requirements which could have a material adverse effect on our business. Further, future government shutdowns could impact our ability to access the public markets and obtain capital that may be necessary in order to properly capitalize and continue our operations.

There may be and have been changes in legal and regulatory requirements that may materially impact our results of operation.

We may face new risks as a result of changes in legal and regulatory requirements that may impact our operations and future prospects. For example, the 2025 change in the U.S. federal administration, as well as changes in legal standards, including the reduced level of judicial deference due to administrative agencies following a 2024 Supreme Court decision, may and does introduce regulatory and legal uncertainties that impact our operations. New federal or state laws and regulations may be, and have been, passed or enforced differently than they were before, requiring that we adapt, which we may not be able to do, and expend additional resources to ensure that we are able to comply. New laws and regulations, or the enforcement of the same, may also adversely restrict how we conduct our business. There could also be changes in the FDA's approval standards that could impact our ability to obtain and maintain product approvals and market our product candidates or that otherwise could impact the competitive market for our products. Legal and regulatory changes may additionally impact how we may market and sell our products and how they are reimbursed. We cannot predict the exact nature of any changes that may take place or whether and how they may impact our business and results of operation.

The manufacturing processes for plasma-based biologics are complex and involve biological intermediates that are susceptible to contamination and impurities.

Plasma is a raw material that is susceptible to damage and contamination and may contain human pathogens, any of which would render the plasma unsuitable as raw material for further manufacturing. For instance, improper storage of plasma, by us or third-party suppliers, may require us to destroy some of our raw material. If unsuitable plasma is not identified and discarded prior to the release of the plasma to the manufacturing process, it may be necessary to discard intermediate or finished product made from that plasma or to recall any finished product released to the market, resulting in a charge to cost of product revenue. The manufacture of our plasma products is an extremely complex process of fractionation, purification, testing, filling and finishing. Our products can become non-releasable or otherwise fail to meet our stringent specifications or regulatory agencies' specifications through a failure in one or more of these process steps. We may detect instances in which an unreleased product was produced without adherence to our manufacturing procedures or plasma used in our production process was not collected or stored in a compliant manner consistent with cGMP or other regulations. Such an event of noncompliance would likely result in our determination that the implicated products should not be released or may be replaced or withdrawn from the market and therefore should be destroyed. Once manufactured, our plasma-derived products must be handled carefully and kept at appropriate temperatures. Our failure, or the failure of third parties that supply, test, ship or distribute our products or product components to properly care for our products, may require that those products be destroyed. Even if handled properly, biologics may form or contain particulates or have other issues or problems after storage which may require products to be destroyed or recalled. While we expect to write off certain amounts of raw materials and work-in-process inventory in the ordinary course of business due to the complex nature of plasma, our processes and our products, unanticipated events may lead to write-offs and other costs materially in excess of our expectations and the reserves we have established for these purposes. Such write-offs or losses and other costs could cause material fluctuations in our results of operations. Product or component quality issues may also result in regulatory enforcement actions, liability, corrective actions and recalls, among other actions, as described in our 2025 10-K.

Furthermore, contamination of our products could cause investors, consumers, or other third parties with whom we conduct business to lose confidence in the reliability of our manufacturing procedures, which could adversely affect our revenues. In addition, faulty or contaminated products that are unknowingly distributed could result in patient harm, threaten the reputation of our products and expose us to product liability damages and claims from companies for whom we do contract manufacturing.

Our ability to continue to produce safe and effective products depends on the safety of our plasma supply, testing by third parties and the timing of receiving the testing results, and manufacturing processes we have in place to counter transmittable diseases.

Despite overlapping safeguards, including the screening of donors and other steps to remove or inactivate viruses and other infectious disease-causing agents, the risk of transmissible disease through blood plasma products cannot be entirely eliminated. For example, since plasma-derived therapeutics involves the use and purification of human plasma, there has been concern raised about the risk of transmitting HIV, prions, West Nile virus, H1N1 virus or "swine flu" and other blood-borne pathogens through plasma-derived products. There are also concerns about the future transmission of H5N1 virus, or "bird flu." In the 1980s, thousands of hemophiliacs worldwide were infected with HIV through the use of contaminated Factor VIII. Other producers of Factor VIII, though not us, were defendants in numerous lawsuits resulting from these infections. New infectious diseases emerge in the human population from time to time. If a new infectious disease has a period during which time the causative agent is present in the bloodstream but symptoms are not present, it is possible that plasma donations could be contaminated by that infectious agent. Typically, early in an outbreak of a new disease, tests for the causative agent do not exist. During this early phase, we must rely on screening of donors for behavioral risk factors or physical symptoms to reduce the risk of plasma contamination. Screening methods are generally less sensitive and specific than a direct test as a means of identifying potentially contaminated plasma units. During the early phase of an outbreak of a new infectious disease, our ability to manufacture safe products would depend on the manufacturing process' capacity to inactivate or remove the infectious agent. To the extent our manufacturing processes are inadequate to inactivate or remove an infectious agent, our ability to manufacture and distribute our products would be impaired. If a new infectious disease were to emerge in the human population or if there were a reemergence of an infectious disease, the regulatory and public health authorities could impose precautions to limit the transmission of the disease that would impair our ability to procure plasma, manufacture our products or both. Such precautionary measures could be taken before there is conclusive medical or scientific evidence that a disease poses a risk for plasma-derived products. In recent years, new testing and viral inactivation methods have been developed that more effectively detect and inactivate infectious viruses in collected plasma. There can be no assurance, however, that such new testing and inactivation methods will adequately screen for, and inactivate, infectious agents in the plasma used in the production of our products.

We could become supply-constrained and our financial performance would suffer if we cannot obtain adequate quantities of FDA-approved source and high-titer plasma with proper specifications or other necessary raw materials.

In order for plasma to be used in the manufacturing of our products, the individual centers at which the plasma is collected must generally be licensed by the FDA and approved by the regulatory authorities of any country in which we may wish to commercialize our products. States also may have their own licensing and regulatory requirements. When we or our third-party suppliers open a new plasma center, and on an ongoing basis after licensure, it must be inspected by the FDA and the applicable regulatory authorities for compliance with cGMP and other regulatory requirements. Therefore, even if we or our third-party suppliers are able to construct or acquire new plasma collection centers to complement our current plasma collection network, an unsatisfactory inspection could prevent a new center from being licensed or risk the suspension or revocation of an existing license, among other enforcement actions. Additionally, although we are currently self-sufficient in our normal source plasma supply through our existing plasma collection centers, we remain reliant on the purchase of RSV plasma from third parties and the collection of RSV and normal source plasma from our FDA-licensed plasma collection centers to manufacture our products. We can give no assurances that appropriate plasma will be available to us through our own plasma collection facilities or on commercially reasonable terms, or at all, to manufacture our products, or that third parties will be able to supply plasma to us in accordance with plasma purchase agreements. Further, the COVID-19 pandemic resulted in significant constraints in raw material supply across various different industries, including the supply of plasma. It is possible that in the future, pandemics and government responses thereto will have an adverse effect on our ability to source plasma from donors in quantity and quality sufficient for our manufacturing processes. In order to maintain a plasma center's license, its operations must continue to conform to cGMP and other regulatory requirements. In the event that we determine that plasma was not collected in compliance with cGMP and other applicable regulatory requirements, we may be unable to use and may ultimately destroy plasma collected from that center, which would be recorded as a charge to cost of product revenue. Additionally, if non-compliance in the plasma collection process is identified after the impacted plasma has been pooled with compliant plasma from other sources, entire plasma pools, in-process intermediate materials and final products could be impacted. Consequently, we could experience significant impairment provisions and write-offs which could adversely affect our business and financial results. We plan to increase our supplies of plasma for use in the manufacturing processes through increased purchases of plasma from third-party suppliers as well as collections from our existing ADMA BioCenters plasma collection facilities. This strategy is dependent upon our ability to maintain a cGMP compliant environment at our plasma collection facilities and to expand production and attract donors to our facilities. There is no assurance that the FDA will inspect and license any of our current or future unlicensed plasma collection facilities in a timely manner consistent with our production plans. If we misjudge the readiness of a center for an FDA inspection, we may lose credibility with the FDA and cause the FDA to more closely examine all of our operations. Such additional scrutiny could materially hamper our operations and our ability to increase plasma collections. Our ability to expand production and increase our plasma collection facilities to more efficient production levels may be affected by changes in the economic environment and population in selected regions where ADMA BioCenters operates its current or future plasma facilities, by the entry of competitive plasma centers into regions where ADMA BioCenters operates such centers, by misjudging the demographic potential of individual regions where ADMA BioCenters expects to expand production and attract new donors, by unexpected facility related challenges, or by unexpected management challenges at selected plasma facilities held by us from time to time.

Our ability to commercialize our products, alone or with collaborators, will depend in part upon the extent to which reimbursement will be available from governmental agencies, health administration authorities, private health maintenance organizations and health insurers and other healthcare payers, and also depends upon the approval, timing and representations by the FDA or other governmental authorities for our product candidates.

Our ability to generate product revenues will be diminished if our products sell for inadequate prices or patients are unable to obtain adequate levels of insurance coverage. Significant uncertainty exists as to the reimbursement status of newly approved healthcare products, as well as to the timing, language, specifications and other details pertaining to the approval of such products. Healthcare payers, including Medicare, are challenging the prices charged for medical products and services. Government and other healthcare payers increasingly attempt to contain healthcare costs by limiting both coverage and the level of reimbursement for products. Even if one of our product candidates is approved by the FDA, insurance coverage may not be available, and reimbursement levels may be inadequate, to cover such product. If government and other healthcare payers do not provide adequate coverage and reimbursement levels for one of our products, once approved, market acceptance of such product could be reduced. Prices in many countries, including many in Europe, are subject to local regulation and certain pharmaceutical products, such as plasma-derived products, are subject to price controls in several of the world's principal markets, including many countries within the European Union. In the United States, where pricing levels for our products are substantially established by third-party payers, including Medicare, if payers reduce the amount of reimbursement for a product, it may cause groups or individuals dispensing the product to discontinue administration of the product, to administer lower doses, to substitute lower cost products or to seek additional price-related concessions. These actions could have a negative effect on our financial results, particularly in cases where our products command a premium price in the marketplace, or where changes in reimbursement induce a shift in the site of treatment. The existence of direct and indirect price controls and pressures over our products could materially adversely affect our financial prospects and performance.

The biosimilar pathway established as part of healthcare reform may make it easier for competitors to market biosimilar products.

The Healthcare Reform Law introduced an abbreviated licensure pathway for biological products that are demonstrated to be biosimilar to an FDA-licensed biological product. A biological product may be demonstrated to be "biosimilar" if data shows that, among other things, the product is "highly similar" to an already-approved biological product, known as a reference product, and has no clinically meaningful differences in terms of safety and effectiveness from the reference product. The law provides that a biosimilar application may be submitted as soon as four years after the reference product is first licensed, and that the FDA may not make approval of an application effective until 12 years after the reference product was first licensed. This exclusivity period, however, is subject to certain limitations. For example, the exclusivity only applies to the first licensure of a product, as defined in statute and FDA guidance, and, thus, not all BLAs will have exclusivity protection. There may also be future legislative efforts to decrease this period of exclusivity. The FDA also may not consider a particular biologic to be a reference product or competitors may pursue full traditional BLAs, rather than the biosimilar pathway, which full BLAs would not be blocked by the regulatory exclusivity. Moreover, following the submission of a biosimilar application, we may need to institute patent infringement actions or may be subject to actions for declaratory judgment, which may be time consuming and costly.

Since the enactment of the law, the FDA has issued several guidance documents to assist sponsors of biosimilar products in preparing their approval applications. Moreover, in an effort to increase competition in the biologic product marketplace, Congress, the executive branch, and the FDA have taken certain legislative and regulatory steps. For example, in 2020 the FDA finalized guidance to facilitate biologic product importation. The 2020 Further Consolidated Appropriations Act included provisions requiring that sponsors of approved biologic products provide samples of the approved products to persons developing biosimilar products within specified timeframes, in sufficient quantities, and on commercially reasonable market-based terms. In 2025, the FDA also potentially made it easier for sponsors of biosimilar or interchangeable products to obtain approval, easing requirements for biosimilar comparative efficacy clinical studies and interchangeable product switching studies. The FDA approved the first biosimilar product in 2015 and has since approved a number of biosimilars. As a result of the biosimilar pathway in the United States, we expect in the future to face greater competition from biosimilar products, including a possible increase in patent challenges.

The implementation of the Healthcare Reform Law in the United States may adversely affect our business.

Through the March 2010 adoption of the Healthcare Reform Law in the United States, substantial changes have been made to the current system for paying for healthcare in the United States, including programs to extend medical benefits to millions of individuals who currently lack insurance coverage. This reform establishes significant cost-saving measures with respect to several government healthcare programs, including Medicaid and Medicare Parts B and D, that may cover the cost of our future products, and these efforts could have a material adverse impact on our future financial prospects and performance. For example, in order for a manufacturer's products to be reimbursed by federal funding under Medicaid, the manufacturer must enter into a Medicaid rebate agreement with the Secretary of HHS and pay certain rebates to the states based on utilization data provided by each state to the manufacturer and to CMS and pricing data provided by the manufacturer to the federal government. The states share these savings with the federal government, and sometimes implement their own additional supplemental rebate programs. Under the Medicaid drug rebate program, the rebate amount for most branded drug products was previously equal to a minimum of 15.1% of the Average Manufacturer Price ("AMP") or the AMP less Best Price, whichever is greater, plus the inflation penalty if applicable. Effective January 1, 2010, the Healthcare Reform Law generally increased the size of the Medicaid rebates paid by manufacturers for single source and innovator multiple source (brand name) drug products from a minimum of 15.1% to a minimum of 23.1% of AMP, subject to certain exceptions, plus the inflation penalty if applicable. For non-innovator multiple source (generic) products, the rebate percentage was increased from a minimum of 11.0% to a minimum of 13.0% of AMP, and the Bipartisan Budget Act of 2015 established a new inflation penalty for these drugs. In 2010, the Healthcare Reform Law also newly extended the Medicaid drug rebate obligation to prescription drugs covered by Medicaid managed care organizations. These increases in required rebates may adversely affect our future financial prospects and performance. In order for a pharmaceutical product to receive federal reimbursement under the Medicare Part B and Medicaid programs or to be sold directly to U.S. government agencies, the manufacturer must extend discounts to entities eligible to participate in the 340B drug pricing program. The required 340B discount on a given product is calculated based on the AMP and Medicaid rebate amounts reported by the manufacturer. As the 340B drug pricing is determined based on AMP and Medicaid rebate data, the revisions to the Medicaid rebate formula and AMP definition described above could cause the required 340B discount to increase, and regulations have established a civil monetary penalty for failure to refund these overcharges.

Effective in 2011, the Healthcare Reform Law imposed an annual, nondeductible fee on any entity that manufactures or imports certain branded prescription drugs and biologic agents, apportioned among these entities according to their market share in certain government healthcare programs. These fees may adversely affect our future financial prospects and performance.

The Inflation Reduction Act also amended certain discount obligations originally implemented under the Healthcare Reform Law. In January 2025, the Inflation Reduction Act implemented a new manufacturer discount program that requires participating manufacturers to provide discounts on applicable drugs in both the Initial Coverage and Catastrophic Coverage phases of the Part D benefit. The discount requirement could adversely affect our future financial performance, creating continued pressure to lower prices related to units sold to Medicare beneficiaries. Regarding access to our products, the Healthcare Reform Law established and provided significant funding for a Patient-Centered Outcomes Research Institute to coordinate and fund Comparative Effectiveness Research ("CER"). While the stated intent of CER is to develop information to guide providers to the most efficacious therapies, outcomes of CER could influence the reimbursement or coverage for therapies that are determined to be less cost-effective than others. Should any of our products be determined to be less cost effective than alternative therapies, the levels of reimbursement for these products, or the willingness to reimburse at all, could be impacted, which could materially impact our future financial prospects and results.

There have been repeated legal challenges and attempts by Congress to repeal or change the Healthcare Reform Law and the possibility of future challenges or legislative changes contribute to the uncertainty of the ongoing implementation and impact of the law and also underscores the potential for additional reform going forward. We cannot assure that the law, as currently enacted or as amended in the future, will not adversely affect our business and financial results and we cannot predict how future federal or state legislative or administrative changes relating to healthcare reform will affect our business. Certain provisions of enacted or proposed legislative changes may negatively impact coverage and reimbursement of, or rebates paid by manufacturers for, healthcare items and services. We will continue to evaluate the effect that the Healthcare Reform Law and any potential changes may have on our business.

Corporate responsibility, specifically related to Environmental, Social and Governance ("ESG") matters, may impose additional costs and expose us to new risks.

Public ESG and sustainability reporting is becoming more broadly expected by investors, stockholders and other third parties. Certain organizations that provide corporate governance and other corporate risk information to investors and stockholders have developed, and others may in the future develop, scores and ratings to evaluate companies and investment funds based upon ESG or "sustainability" metrics. Many investment funds focus on positive ESG business practices and sustainability scores when making investments and may consider a company's ESG or sustainability scores as a reputational or other factor in making an investment decision. In addition, investors, particularly institutional investors, use these scores to benchmark companies against their peers and if a company is perceived as lagging, these investors may engage with such company to improve ESG disclosure or performance and may also make voting decisions, or take other actions, to hold these companies and their boards of directors accountable. We may face reputational damage in the event our corporate responsibility initiatives or objectives do not meet the standards set by our investors, stockholders, lawmakers, listing exchanges or other constituencies, or if we are unable to achieve an acceptable ESG or sustainability rating from third-party rating services. A low ESG or sustainability rating by a third-party rating service could also result in the exclusion of our common stock from consideration by certain investors who may elect to invest with our competition instead. Ongoing focus on corporate responsibility matters by investors and other parties as described above may impose additional costs or expose us to new risks.

Risks Relating to our Finances, Capital Requirements and Other Financial Matters

We may not have cash available to us in amounts sufficient to enable us to make interest or principal payments on our indebtedness when due.

The JPM Credit Facilities provide for total senior secured loans in an aggregate principal amount of $300.0 million, of which $197.2 million is currently outstanding as of September 30, 2026. The borrowing under the JPM Credit Facilities currently bears interest at a rate equal to approximately 6.19% per annum, which reflects the one-month term SOFR rate; provided, however, that upon, and during the continuance of, an event of default, the interest rate will automatically increase by an additional 200 basis points. We are currently required to make (i) payments of interest for our revolving facility, at quarterly, one-month or three-month intervals, depending upon the type of borrowing, during the remaining term of the JPM Credit Facilities, with all principal and unpaid interest due at maturity, and (ii) principal under our term loan facility, in accordance with and on the dates specified in the amortization schedule set forth in the JPM Credit Agreement, through the JPM Term Maturity Date. In addition, our monthly interest rate obligation under our revolving facility is subject to rising interest rates. The JPM Credit Facilities are subject to acceleration pursuant to the JPM Credit Agreement, including upon an event of default. All of our obligations under the JPM Credit Facilities are secured by a first-priority lien and security interest in substantially all of our and our subsidiaries' tangible and intangible assets, including intellectual property, and all of the equity interests in our subsidiaries.

Our current and projected cash, cash equivalents and accounts receivable may not be sufficient to repay all of our current outstanding debt obligations as they mature. If we are unable to maintain sufficient positive cash flows to repay our outstanding debt obligations as they mature, we would need to obtain additional financing in the amounts necessary to repay our outstanding debt obligations when due. If we are unable to repay our outstanding debt obligations when they mature, our creditors would be able to accelerate all of the amounts due and, in the case of the JPM Credit Facilities, seek to enforce their security interests, which could lead to our creditors taking immediate possession of and selling substantially all of our assets with no return provided to our stockholders.

Raising additional funds by issuing securities or through licensing or lending arrangements may cause dilution to our existing stockholders, restrict our operations or require us to relinquish proprietary rights.

To the extent that we raise additional capital by issuing equity securities, the share ownership of existing stockholders will be diluted. Any future debt financing may involve covenants that, among other restrictions, limit our ability to incur liens or additional debt, pay dividends, redeem or repurchase our common stock, make certain investments or engage in certain merger, consolidation or asset sale transactions. In addition, if we raise additional funds through licensing arrangements or the disposition of any of our assets, it may be necessary to relinquish potentially valuable rights to our product candidates or grant licenses on terms that are not favorable to us.

Our cash and cash equivalents could be adversely affected if the financial institutions in which we hold our cash and cash equivalents fail.

We regularly maintain cash balances at third-party financial institutions in excess of the Federal Deposit Insurance Corporation insurance limit. While we monitor the cash balances in our operating accounts on a daily basis and adjust the balances as appropriate, these balances could be impacted, and there could be a material adverse effect on our business, if one or more of the financial institutions with which we deposit cash fails or is subject to other adverse conditions in the financial or credit markets. To date, we have experienced no loss or lack of access to our invested cash or cash equivalents; however, we can provide no assurance that access to our invested cash and cash equivalents will not be impacted by adverse conditions in the financial and credit markets.

If we fail to maintain proper and effective internal control over financial reporting in the future, our ability to produce accurate and timely financial statements could be impaired, which could result in investors losing confidence in the accuracy and completeness of our financial statements, harm our operating results and negatively affect the market price of our common stock.

Pursuant to Section 404 of the Sarbanes-Oxley Act of 2002 and related rules (the "Sarbanes-Oxley Act"), we are required to maintain internal control over financial reporting and our management is required to report on the effectiveness of our internal control over financial reporting, including any material weaknesses in such internal controls. The rules governing the standards that must be met for management to assess our internal control over financial reporting are complex and require significant documentation, testing and possible remediation. To comply with the requirements of being a reporting company under the Exchange Act, we have been required to upgrade, and will need to implement further upgrades, to our financial, information and operating systems, implement additional financial and management controls, reporting systems and procedures and hire additional accounting and finance staff.

Because we became a large accelerated filer effective December 31, 2023, the Sarbanes-Oxley Act requires our independent registered public accounting firm to attest to the effectiveness of our internal control over financial reporting. Our transition to large accelerated filer status and becoming subject to additional requirements of the Sarbanes-Oxley Act has been and will continue to be time-consuming, and there is a risk of noncompliance. In addition, as a large accelerated filer, we have incurred and anticipate incurring additional fees due to the increased complexity of our financial statements and the additional efforts required by our status, including, but not limited to, higher accounting and auditor costs. Further, the costs associated with the compliance with and implementation of procedures under these and future laws and related rules could have a material impact on our results of operations.

Consequently, we have incurred increased costs related to our compliance with Section 404 of the Sarbanes-Oxley Act and will continue to do so. Our Audit Committee has retained the services of BDO, a Sarbanes-Oxley advisor, to assist with our internal control over financial reporting and information technology related to the Sarbanes-Oxley Act. Moreover, if we have a material weakness in our internal control over financial reporting, we may not detect errors on a timely basis and our financial statements may be materially misstated. If we identify material weaknesses in our internal control over financial reporting, if we are unable to comply with the requirements of Section 404 of the Sarbanes-Oxley Act in a timely manner, if we are unable to assert that our internal control over financial reporting is effective or if our independent registered public accounting firm is unable to express an opinion as to the effectiveness of our internal control over financial reporting, investors may lose confidence in the accuracy and completeness of our financial reports, and the market price of our common stock could be negatively affected. In addition, we could become subject to investigations by any stock exchange on which our securities are listed, the SEC or other regulatory authorities, which could require additional financial and management resources, which could have an adverse impact on our business.

Our ability to use our NOLs may be limited.

We have incurred substantial losses during our history. As of December 31, 2025, we had federal and state NOLs of $265.6 million and $176.9 million, respectively. Federal and state NOLs of approximately $33.4 million and $62.0 million, respectively, will begin to expire at various dates beginning in 2029, if not limited by triggering events prior to such time. Under the provisions of the Internal Revenue Code of 1986, as amended (the "Code"), changes in our ownership, in certain circumstances, will limit the amount of federal NOLs that can be utilized annually in the future to offset taxable income. In particular, Section 382 of the Code ("Section 382") imposes limitations on a company's ability to use NOLs upon certain changes in such ownership. If we are limited in our ability to use our NOLs in future years in which we have taxable income, we will pay more taxes than if we were able to fully utilize our NOLs. The acquisition transaction that we completed in June 2017 resulted in a change in ownership of the Company under Section 382 and, as a result, we were required to write off $57.6 million of federal NOLs. In October 2021, we completed a public offering of our common stock whereby we issued 57,500,000 shares of our common stock resulting in another change of ownership for ADMA under section 382 of the Code, resulting in an additional write-off of $3.0 million of federal NOLs, $28.1 million of state NOLs and $1.0 million of research and development credits. Although we did not experience any ownership changes for the years ended December 31, 2025, 2024 and 2023, we may experience ownership changes in the future as a result of subsequent changes in our stock ownership that we cannot predict or control that could result in further limitations being placed on our ability to utilize our federal NOLs.

Fluctuations in our tax obligations and effective tax rate and realization of our net deferred tax assets may result in volatility of our operating results and materially impact our financial condition or financial results.

We are subject to taxes by the U.S. federal, state, and local tax authorities. We record income tax expense based on our estimates of future payments, which may include the recording of, or adjustments to, liabilities for uncertain tax positions, and the determination of a need for a valuation allowance related to our net deferred tax assets. In addition, at any one time, multiple tax years may be subject to audit by various tax authorities. The results of these audits and negotiations with taxing authorities may affect the ultimate settlement of these issues and impact our results of operations. For fiscal year 2026 and beyond, there could be ongoing variability in our effective tax rate as events occur and exposures are evaluated. The volatility of our future effective tax rate could be materially impacted by a number of factors, including:

- changes in our assessment of the lack of a need for a valuation allowance on our deferred tax assets; or
- changes in U.S. federal, state and local tax rates, tax laws, regulations, or interpretations thereof.

In addition, our effective tax rate in a given financial statement period may be materially impacted by a variety of other factors including, but not limited to, changes in the mix and level of earnings, changes in the states and other jurisdictions in which we operate, and deductible expenses and limitations on the use of NOLs resulting from ownership changes. Further, tax legislation may be enacted or amended, as applicable, in the future which could materially impact our current or future tax structure and effective tax rates. We may be subject to audits of our income, sales, and other transaction taxes by U.S. federal, state, and local taxing authorities. Outcomes from these audits could have a material effect on our financial condition or financial results.

Risks Associated with our Common Stock

The market price of our common stock may be volatile and may fluctuate in a way that is disproportionate to our operating performance.

Our stock price may experience substantial volatility as a result of a number of factors, including:

- sales or potential sales of substantial amounts of our common stock;
- delay or failure in initiating or completing preclinical or clinical trials or unsatisfactory results of these trials;
- delay in a decision by federal, state or local business regulatory authority;
- the timing of acceptance, third-party reimbursement and sales of BIVIGAM and ASCENIV;
- announcements about us or about our competitors, including clinical trial results, regulatory approvals or new product introductions;
- developments concerning our licensors or third-party vendors;

- litigation and other developments relating to our patents or other proprietary rights or those of our competitors;
- conditions in the pharmaceutical or biotechnology industries;
- governmental regulation and legislation;
- overall market volatility;
- global and economic uncertainty;
- variations in our anticipated or actual operating results;
- change in securities analysts' estimates of our performance, or our failure to meet analysts' expectations; and
- publications of negative or speculative reports by short sellers.

Many of these factors are beyond our control. The stock markets in general, and the market for pharmaceutical and biotechnology companies in particular, have historically experienced extreme price and volume fluctuations. These fluctuations often have been unrelated or disproportionate to the operating performance of these companies. These broad market and industry factors could reduce the market price of our common stock, regardless of our actual operating performance.

Sales of a substantial number of shares of our common stock, or the perception that such sales may occur, may adversely affect the market price of our common stock.

As of October 30, 2026, most of our 221,854,389 outstanding shares of common stock were available for sale in the public market, subject to certain restrictions with respect to sales of our common stock by our affiliates, either pursuant to Rule 144 under the Securities Act, or under effective registration statements. Sales of a substantial number of shares of our common stock, or the perception that such sales may occur, could cause the market price of our common stock to decline or adversely affect demand for our common stock.

Our affiliates control a substantial amount of our shares of common stock. Provisions in our Second Amended and Restated Certificate of Incorporation, as amended (the "Certificate of Incorporation"), our Amended and Restated Bylaws (the "Bylaws") and Delaware law might discourage, delay or prevent a change in control of our Company or changes in our management and, therefore, depress the trading price of our common stock.

As of September 30, 2026, BlackRock, Inc., State Street Corporation, Invesco Ltd., Vanguard Capital Management LLC and our directors and executive officers and their affiliates owned approximately 30% of the outstanding shares of our common stock. Provisions of our Certificate of Incorporation, our Bylaws and Delaware law may have the effect of deterring unsolicited takeovers or delaying or preventing a change in control of our Company or changes in our management, including transactions in which our stockholders might otherwise receive a premium for their shares over then current market prices. In addition, these provisions may limit the ability of stockholders to approve transactions that they may deem to be in their best interests. These provisions include:

- the inability of stockholders to call special meetings;
- classification of our Board and limitation on filling of vacancies could make it more difficult for a third party to acquire, or discourage a third party from seeking to acquire, control of our Company; and
- authorization of the issuance of "blank check" preferred stock, with such designation rights and preferences as may be determined from time to time by the Board, without any need for action by stockholders.

In addition, Section 203 of the Delaware General Corporation Law prohibits a publicly-held Delaware corporation from engaging in a business combination with an interested stockholder, generally a person which together with its affiliates owns, or within the last three years, has owned 15% of our voting stock, for a period of three years after the date of the transaction in which the person became an interested stockholder, unless the business combination is approved in a prescribed manner. The existence of the foregoing provisions and anti-takeover measures could limit the price that investors might be willing to pay in the future for shares of our common stock. They could also deter potential acquirers of our Company, thereby reducing the likelihood that you could receive a premium for your common stock in an acquisition. In addition, as a result of the concentration of ownership of our shares of common stock, our stockholders may, from time to time, observe instances where there may be less liquidity in the public markets for our securities.

We have never paid cash dividends and do not intend to pay cash dividends in the foreseeable future. As a result, capital appreciation, if any, will be your sole source of gain.

We have never paid cash dividends on any of our capital stock, and we currently intend to retain future earnings, if any, to fund the development and growth of our business. In addition, the terms of existing and future debt agreements may preclude us from paying dividends. For example, the JPM Credit Agreement prohibits us from paying dividends. As a result, capital appreciation, if any, of our common stock will be your sole source of gain for the foreseeable future.

If we fail to adhere to the strict listing requirements of the Nasdaq Global Market ("Nasdaq"), we may be subject to delisting. As a result, our stock price may decline and our common stock may be delisted. If our stock were no longer listed on Nasdaq, the liquidity of our securities likely would be impaired.

Our Common Stock currently trades on the Nasdaq Global Market under the symbol "ADMA." If we fail to adhere to Nasdaq's strict listing criteria, including with respect to stock price, market capitalization and stockholders' equity, our stock may be delisted. This could potentially impair the liquidity of our securities not only in the number of shares that could be bought and sold at a given price, which may be depressed by the relative illiquidity, but also through delays in the timing of transactions and the potential reduction in media coverage. As a result, an investor might find it more difficult to dispose of our common stock. We believe that current and prospective investors would view an investment in our common stock more favorably if it continues to be listed on Nasdaq. Any failure at any time to meet the Nasdaq continued listing requirements could have an adverse impact on the value and trading activity of our common stock. Although we currently satisfy the listing criteria for Nasdaq, if our stock price declines dramatically, we could be at risk of failing to meet the Nasdaq continued listing criteria.

Provisions in our charter documents could prevent or delay stockholders' attempts to takeover our company.

Our Board is authorized to issue "blank check" preferred stock, with designations, rights and preferences as they may determine. Accordingly, our Board may in the future, without stockholder approval, issue shares of preferred stock with dividend, liquidation, conversion, voting or other rights that could adversely affect the voting power or other rights of the holders of our common stock. This type of preferred stock could also be issued to discourage, delay, or prevent a change in our control. The ability to issue "blank check" preferred stock is a traditional anti-takeover measure. This provision in our charter documents makes it difficult for a majority stockholder to gain control of our company. Provisions like this may be beneficial to our management and our Board in a hostile tender offer and may have an adverse impact on stockholders who may want to participate in such a tender offer.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.

Repurchases of Equity Securities

In May 2025, the Board authorized a share repurchase program of up to $500.0 million of our outstanding shares of common stock (the "Repurchase Program"). The Repurchase Program does not obligate us to acquire any particular amount of our common stock, and may be modified, suspended, or terminated at any time. The Repurchase Program has no expiration date.

During the three and nine months ended September 30, 2026, in addition to the shares repurchased under the ASR Agreement, we repurchased 2,722,563 and 5,777,770 shares of common stock under the Repurchase Program at a total cost of $25.1 million and $55.3 million, respectively.

Accelerated Share Repurchase Program

On March 2, 2026, we entered into the ASR Agreement with JPMorgan to repurchase $125.0 million of shares of our common stock under the Repurchase Program. During the three and nine months ended September 30, 2026, we received 0 and 10,760,487 shares of common stock, respectively, pursuant to the terms of the ASR Agreement.

The table below reflects shares of common stock we repurchased during the third quarter of 2026:

For the Month Ended	Total Number of Shares Purchased	Average Price Paid per Share [1]	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Approximate Dollar Value of shares that may yet be Purchased Under the Plans or Programs [2]
July 31, 2026	1,418,913	$ 8.83	1,418,913	$ 300,286,118
August 31, 2026	1,303,650	$ 9.61	1,303,650	$ 287,760,037
September 30, 2026	-	$ -	-	$ 287,760,037
Total	2,722,563	$ 9.22	2,722,563	

(1) Includes broker commissions.
(2) Shares were repurchased pursuant to our share repurchase program publicly announced on May 5, 2025. There is no expiration date for this share repurchase program. The authorization to repurchase shares will end when we have repurchased the maximum number of shares authorized, or if we have determined to terminate such program.

Item 3. Defaults Upon Senior Securities.

None.

Item 4. Mine Safety Disclosures.

Not applicable.

Item 5. Other Information.

Insider Trading Arrangements

Our directors and officers may from time to time enter into plans or other arrangements for the purchase or sale of our common stock that are intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) or may represent a non-Rule 10b5-1 trading arrangement under the Exchange Act. During the quarter ended September 30, 2026, none of our directors or officers adopted or terminated a “Rule 10b5-1 trading arrangement” or a “non-Rule 10b5-1 trading arrangement,” as each term is defined in Item 408(a) of Regulation S-K.

Item 6. Exhibits.

See the Exhibit Index immediately preceding the signature page of this Quarterly Report on Form 10-Q.

EXHIBIT INDEX

Exhibit Number	Description
3.1	Second Amended and Restated Certificate of Incorporation of the Company (incorporated herein by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K, filed with the SEC on August 23, 2019).
3.1.1	Certificate of Amendment of the Second Amended and Restated Certificate of Incorporation of ADMA Biologics, Inc., dated as of May 27, 2021 (incorporated herein by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K filed with the SEC on May 28, 2021).
3.2	Second Amended and Restated Bylaws (incorporated herein by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K, filed with the SEC on June 28, 2024).
10.1	First Amendment to Employment Agreement, dated as of August 3, 2026, by and between ADMA Biologics, Inc. and Paul Terence Kohler, Jr. (incorporated herein by reference to Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q filed with the SEC on August 5, 2026).
31.1*	Certification of Principal Executive Officer pursuant to Rules 13a-14(a) and 15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2*	Certification of Principal Financial Officer pursuant to Rules 13a-14(a) and 15d-14(a), as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32.1**	Certification of Principal Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
32.2**	Certification of Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
101	The following materials from ADMA Biologics, Inc.'s Form 10-Q for the quarter ended September 30, 2026, formatted in Extensible Business Reporting Language (XBRL): (i) Condensed Consolidated Balance Sheets as of September 30, 2026 (Unaudited) and December 31, 2025, (ii) Unaudited Condensed Consolidated Statements of Operations for the three and nine months ended September 30, 2026 and 2025, (iii) Unaudited Condensed Consolidated Statements of Changes in Stockholders' Equity for the three and nine months ended September 30, 2026 and 2025, (iv) Unaudited Condensed Consolidated Statements of Cash Flows for the nine months ended September 30, 2026 and 2025, and (v) Notes to (Unaudited) Condensed Consolidated Financial Statements.
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

* Filed herewith.

** In accordance with SEC Release 33-8238, Exhibit 32.1 and Exhibit 32.2 are being furnished and not filed.

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 thereunto duly authorized.

ADMA Biologics, Inc.

Date: November 4, 2026

By: /s/ Adam S. Grossman

Name: Adam S. Grossman
Title: President and Chief Executive Officer
(Principal Executive Officer)

Date: November 4, 2026

By: /s/ Paul Terence Kohler, Jr.

Name: Paul Terence Kohler, Jr.
Title: Chief Financial Officer
(Principal Financial Officer and Principal Accounting Officer)

Exhibit 31.1

CERTIFICATIONS

I, Adam S. Grossman, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of ADMA Biologics, Inc. (the "registrant");

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 4, 2026

By: /s/ Adam S. Grossman
Name: Adam S. Grossman
Title: President and Chief Executive Officer
(Principal Executive Officer)

Exhibit 31.2

CERTIFICATIONS

I, Paul Terence Kohler, Jr., certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of ADMA Biologics, Inc. (the "registrant");

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

    a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

    b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

    c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

    d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

    a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

    b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 4, 2026

By: /s/ Paul Terence Kohler, Jr.
Name: Paul Terence Kohler, Jr.
Title: Chief Financial Officer
(Principal Financial Officer)

Exhibit 32.1

CERTIFICATIONS

In connection with the Quarterly Report of ADMA Biologics, Inc., a Delaware corporation (the "Company"), on Form 10-Q for the quarter ended September 30, 2026, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Adam S. Grossman, President and Chief Executive Officer of the Company, hereby certify, pursuant to 18 U.S.C. § 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: November 4, 2026

By: /s/ Adam S. Grossman
Name: Adam S. Grossman
Title: President and Chief Executive Officer
(Principal Executive Officer)

Exhibit 32.2

CERTIFICATIONS

In connection with the Quarterly Report of ADMA Biologics, Inc., a Delaware corporation (the "Company"), on Form 10-Q for the quarter ended September 30, 2026, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Paul Terence Kohler, Jr., Chief Financial Officer of the Company, hereby certify, pursuant to 18 U.S.C. § 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge:

3. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and

4. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: November 4, 2026

By: /s/ Paul Terence Kohler, Jr.
Name: Paul Terence Kohler, Jr.
Title: Chief Financial Officer
(Principal Financial Officer)