FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

| Washington,    | D.C. | 20549 |
|----------------|------|-------|
| rvasiliigtoii, | D.C. | 20040 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL |
|--------------|
|--------------|

OMB Number: 3235-0287 Estimated average burden

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Footnote<sup>(5)</sup>

Footnote<sup>(5)</sup>

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5           |
| obligations may continue. See          |
| Instruction 1(b).                      |

**EDELMAN JOSEPH** 

(First)

C/O PERCEPTIVE ADVISORS LLC 51 ASTOR PLACE, 10TH FLOOR

(Middle)

(Last)

| U obliga   | tions may conti<br>ction 1(b).  |  |  | File                          |                      |   |   |                   |                      | ities Exchan   |  | 1934   |  |   | hour      | s per res                               | ponse: | 0.5   |
|--|---|--|--|-------------------------------|----------------------|---|---|-------------------|----------------------|--|--|--|--|---|-----------|---|--------|---|
| or Section 30(h) of the Investment Company Act of 1940  1. Name and Address of Reporting Person*  PERCEPTIVE ADVISORS LLC  2. Issuer Name and Ticker or Trading Symbol ADMA BIOLOGICS, INC. [ ADMA ] |   |  |  |                               |                      |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director X 10% Owner |                   |                      |  |  |  |  |   |           |   |        |   |
| (Last) 51 AST(   | ,   | First)   | (Middle)   |                               |                      | e of Earliest<br>./2019                                     | Tran  | saction (M        | ion (Month/Day/Year) |  |  |  | Officer (give title Other (specify below) below) |   |           |   |        |   |
| (Street)   | ORK N   | ΙΥ   | 10003  |                               | 4. If A              | If Amendment, Date of Original Filed (Month/Day/Year)       |   |                   |                      |  | Individual or Joint/Group Filing (Check Applicable Line)     Form filed by One Reporting Person     X Form filed by More than One Reporting Person |  |  |   |           |   |        |   |
| (City)   | ()  | State)   | (Zip)  |                               |                      |   |   |                   |                      |  |  |  |  |   |           |   |        |   |
|  |   |  | Table I - No   |                               |                      |   |   | _                 | , Dis                | <del>-</del>   |  |  |  |   |           |   |        |   |
| 1. Title of  | Security (Ins   | tr. 3)   |  | 2. Transa<br>Date<br>(Month/D |                      | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |   | Code (<br>8)      | Instr.               | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4) |  | str. 3, 4 a  | and 5)   | Owned Fol<br>Reported<br>Transaction                          |           | Form: I<br>(D) or I<br>lowing (I) (Inst |        | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common   | ı Stock   |  |  | 05/21                         | /2019                | Code V Allouit (D) File                                     |   |                   |                      | \$4  | (Instr. 3 and  |  |  | See<br>Footnote <sup>(1)</sup>                                |           |   |        |   |
|  |   |  | Table II   | Deriva                        | tive S               | ecurities   | Ace   | quired, l         | Disp                 | osed of,   | , or Ber   | neficia<br>uritie  | ally O   | wned  |           |   |        |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year)     | 3A. Deemed<br>Execution Da<br>if any<br>(Month/Day/Y | te, 4.<br>Tran                | saction<br>e (Instr. |   |   | nd Amo            | ount of<br>rlying    | unt of 8. Price of Derivative                            |  | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported |  | 11. Natur<br>of Indirec<br>Beneficia<br>Ownersh<br>(Instr. 4) |           |   |        |   |
|  |   |  |  | Cod                           | e V                  | (A)   | (D)   | Date<br>Exercisal | ole                  | Expiration<br>Date                                       | Title  |  | unt or<br>ber of<br>es                           |   | (Instr. 4 | ction(s)<br>4)                          |        |   |
| Warrants<br>(right to<br>buy)  | \$3.2775 <sup>(2)</sup>   | 02/11/2019                                     |  | P                             |                      | 1,360,000   |   | 02/11/201         | 9 <sup>(3)</sup>     | 02/11/2029   | Common<br>Stock  | 1,36   | 50,000   | (4)   | 1,36      | 0,000                                   | I      | See<br>Footnote <sup>(</sup>                                      |
| Warrants<br>(right to<br>buy)  | \$4.64  | 05/03/2019                                     |  | P                             |                      | 250,000   |   | 05/03/201         | .9 <sup>(3)</sup>    | 05/03/2029   | Common<br>Stock  | 250  | 0,000  | (4)   | 250       | ),000                                   | I      | See<br>Footnote <sup>(</sup>                                      |
| ı  |   | f Reporting Person* ADVISORS I                 | <u>LC</u>  |                               |                      |   |   |                   |                      |  |  |  |  |   |           |   |        |   |
| (Last) 51 AST(   | OR PLACE  | (First)<br>, 10TH FLOOR                        | (Midd  | le)                           |                      |   |   |                   |                      |  |  |  |  |   |           |   |        |   |
| (Street)   | ORK   | NY   | 1000   | 3                             |                      |   |   |                   |                      |  |  |  |  |   |           |   |        |   |
| (City)   |   | (State)  | (Zip)  |                               |                      |   |   |                   |                      |  |  |  |  |   |           |   |        |   |
|  |   | f Reporting Person <sup>*</sup><br>LIFE SCIENC | CES MAS  | TER F                         | <u>JND</u>           |   |   |                   |                      |  |  |  |  |   |           |   |        |   |
| l  |   | (First)<br>ADVISORS LL<br>, 10TH FLOOR         | (Middl   | le)                           |                      |   |   |                   |                      |  |  |  |  |   |           |   |        |   |
| (Street)   | ORK   | NY   | 1000   | 3                             |                      |   |   |                   |                      |  |  |  |  |   |           |   |        |   |
| (City)   |   | (State)  | (Zip)  |                               |                      |   |   |                   |                      |  |  |  |  |   |           |   |        |   |
| 1. Name a  | nd Address of   | f Reporting Person*                            |  |                               |                      |   |   |                   |                      |  |  |  |  |   |           |   |        |   |

| (Street)<br>NEW YORK | NY      | 10003 |
|----------------------|---------|-------|
| (City)               | (State) | (Zip) |

## **Explanation of Responses:**

- 1. The securities are directly held by Perceptive Life Sciences Master Fund Ltd. (the "Master Fund"). Perceptive Advisors LLC (the "Advisor") serves as the investment manager of Master Fund. Joseph Edelman is the managing member of the Advisor. Each of Mr. Edelman and the Advisor disclaims, for purposes of Section 16 of the Securities Exchange Act of 1934, beneficial ownership of such securities, except to the extent of his/its indirect pecuniary interest therein, and this report shall not be deemed an admission that either Mr. Edelman or the Advisor is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.
- 2. The exercise price is a per share dollar amount equal to (i) \$2.85 multiplied by (ii) 1.15, subject to adjustment in certain circumstances set forth in the warrant agreement (the "Warrant Agreement").
- 3. The Warrants cannot be exercised to the extent that, after giving effect to such exercise, Perceptive Credit Holdings II, L.P. (the "Credit Fund"), together with its Affiliates (as defined in the terms of the Warrant Agreement) would beneficially own in excess of 9.99% of the Issuer's voting shares. Accordingly, the Warrants cannot currently be exercised.
- 4. The Warrants were acquired from the Issuer in connection with the Issuer's credit facility with the Credit Fund.
- 5. The securities are directly held by the Credit Fund. Mr. Edelman is the control person of the general partner of the Credit Fund. Each of Mr. Edelman and the Advisor disclaims, for purposes of Section 16 of the Securities Exchange Act of 1934, beneficial ownership of such securities, except to the extent of his/its indirect pecuniary interest therein, and this report shall not be deemed an admission that either Mr. Edelman or the Advisor is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

## Remarks:

/s/ Perceptive Life Sciences

Master Fund Ltd., By:
Perceptive Advisors LLC, its
investment manager By: Joseph

Edelman, its managing member
/s/ Perceptive Advisors LLC,

By: Joseph Edelman, its 05/23/2019 managing member

<u>/s/ Joseph Edelman</u> <u>05/23/2019</u>
\*\* Signature of Reporting Person Date

 $\label{lem:Reminder:Report on a separate line for each class of securities beneficially owned directly or indirectly.$ 

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.