

Biotest AG
Form 4
May 16, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Biotest AG

2. Issuer Name and Ticker or Trading Symbol
ADMA BIOLOGICS, INC. [ADMA]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
LANDSTEINERSTR. 5
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/14/2018

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

DREIEICH, 2M 63303
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|---|
| | | | | (A) or (D) | Price | | | | |
| Non-Voting Common Stock | 05/14/2018 | | S | | 8,591,160 ⁽¹⁾ | D | \$ 0 0 | I | By Biotest Pharmaceuticals Corporation ⁽²⁾ |
| Common Stock | | | | | | | 10,109,534 | I | By Biotest Pharmaceuticals Corporation ⁽³⁾ |

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

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SEC 1474 (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Biotest AG LANDSTEINERSTR. 5 DREIEICH, 2M 63303 | | X | | |
| Biotest Pharmaceuticals Corp 901 YAMATO ROAD, SUITE 101 BOCA RATON, FL 33431 | | X | | |

Signatures

| | |
|---|------------|
| /s/ Ulrike Burkhard, General Counsel | 05/16/2018 |
| __Signature of Reporting Person | Date |
| /s/ Donna Quinn, Vice President and General Counsel | 05/16/2018 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) On May 14, 2018, pursuant to a Share Transfer, Amendment and Release Agreement, by and among, among other parties, the issuer, Biotest Pharmaceuticals Corporation ("BPC") and Biotest AG, BPC transferred to the issuer, for no cash consideration, 8,591,160 shares of the issuer's non-voting common stock previously issued to BPC in June 2017 and representing 100% of the issuer's then-issued and outstanding non-voting common stock.
 - (2) The shares were owned directly by BPC, a ten percent owner of the issuer and a wholly owned subsidiary of Biotest AG, and indirectly by Biotest AG.
 - (3) The shares are owned directly by BPC, a ten percent owner of the issuer and a wholly owned subsidiary of Biotest AG, and indirectly by Biotest AG.

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

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