

ADMA BIOLOGICS, INC.
Form SC 13D/A
October 28, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington 20549

SCHEDULE 13D/A

(Amendment No. 1)*

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 AND
AMENDMENTS THERETO FILED PURSUANT TO 13d-2**

ADMA Biologics, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

000899104
(CUSIP Number)

G. Steven Burrill

David S. Wetherell

c/o Burrill & Company LLC

One Embarcadero Center, Suite 2700

San Francisco, CA 94111

415-591-5400

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

Copy To:

Timothy Young, Esq.

c/o Fortis General Counsel, LLP

One Lagoon Drive, Suite 100

Redwood Shores, CA 94065

650-489-0850

October 22, 2013

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. "

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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

1 NAMES OF REPORTING PERSON:

Burrill Capital Fund IV, L.P. (the Fund)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a) " (b) "

3 SEC USE ONLY:

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

WC

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): "

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

Delaware

7 SOLE VOTING POWER:

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

1,433,304 shares, except that Burrill & Company (BCF IV GP), LLC (the General Partner) is the general partner of the Fund and may deemed to have sole power to vote these shares; and each of G. Steven Burrill, Bryant Fong, Victor Hebert, Douglas Lind, David Wetherell and Joshua Zelig (the Managing Directors) are members of the investment committee of the General Partner, and each Managing Director may be deemed to have shared power to vote these shares.

8 SHARED VOTING POWER:

See response to row 7.

9 SOLE DISPOSITIVE POWER:

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1,433,304 shares, except that Burrill & Company (BCF IV GP), LLC (the General Partner) is the general partner of the Fund and may deemed to have sole power to dispose of these shares; and each of the Managing Directors are members of the investment committee of the General Partner, and each Managing Director may be deemed to have shared power to dispose of these shares.

10 SHARED DISPOSITIVE POWER:

See response to row 9.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,433,304 shares

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS): ..

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

15.53%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

PN

1 NAMES OF REPORTING PERSON:

Burrill & Company (BCF IV GP), LLC (the General Partner)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a) " (b) "

3 SEC USE ONLY:

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

WC

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e): "

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

Delaware

7 SOLE VOTING POWER:

NUMBER OF

SHARES 1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may deemed to have sole power to vote these shares. The Managing Directors are members of the investment committee of the General Partner, and each Managing Director may be deemed to have shared power to vote these shares.

OWNED BY 8 SHARED VOTING POWER:

EACH

REPORTING See response to row 7.

9 SOLE DISPOSITIVE POWER:

PERSON

WITH

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may deemed to have sole power to vote these shares. The Managing Directors are members of the investment committee of the General Partner, and

each Managing Director may be deemed to have shared power to dispose of these shares.

10 SHARED DISPOSITIVE POWER:

See response to row 9.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,433,304 shares

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS): "

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

15.53%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

OO

1 NAMES OF REPORTING PERSON:

G. Steven Burrill (Burrill)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a) (b)

3 SEC USE ONLY:

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

WC

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

United States

NUMBER OF 7 SOLE VOTING POWER:

SHARES

BENEFICIALLY 0 shares.

8 SHARED VOTING POWER:

OWNED BY

EACH

REPORTING

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Burrill may be deemed to have shared power to vote these shares.

PERSON

9 SOLE DISPOSITIVE POWER:

WITH

0 shares.

10 SHARED DISPOSITIVE POWER:

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may be deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Burrill may be deemed to have shared power to dispose of these shares.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,433,304 shares

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

15.53%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

IN

1 NAMES OF REPORTING PERSON:

Bryant Fong (Fong)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a) (b)

3 SEC USE ONLY:

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

WC

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

United States

7 NUMBER OF SOLE VOTING POWER:

SHARES

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

0 shares.
8 SHARED VOTING POWER:

EACH REPORTING PERSON WITH

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Fong may be deemed to have shared power to vote these shares.
9 SOLE DISPOSITIVE POWER:

0 shares.
10 SHARED DISPOSITIVE POWER:

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may be deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Fong may be deemed to have shared power to dispose of these shares.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,433,304 shares

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

15.53%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

IN

1 NAMES OF REPORTING PERSON:

Victor Hebert (Hebert)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a) (b)

3 SEC USE ONLY:

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

WC

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

United States

7 NUMBER OF SOLE VOTING POWER:

SHARES

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 0 shares.

8 SHARED VOTING POWER:

OWNED BY EACH REPORTING PERSON WITH

EACH

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may be deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Hebert may be deemed to have shared power to vote these shares.

9 SOLE DISPOSITIVE POWER:

WITH

0 shares.

10 SHARED DISPOSITIVE POWER:

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may be deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Hebert may be deemed to have shared power to dispose of these shares.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,433,304 shares

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

15.53%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

IN

1 NAMES OF REPORTING PERSON:

Douglas Lind (Lind)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a) (b)

3 SEC USE ONLY:

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

WC

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

United States

7 NUMBER OF SOLE VOTING POWER:

SHARES

BENEFICIALLY 0 shares.

8 SHARED VOTING POWER:

OWNED BY

EACH

REPORTING

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may be deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Lind may be deemed to have shared power to vote these shares.

PERSON

9 SOLE DISPOSITIVE POWER:

WITH

0 shares.

10 SHARED DISPOSITIVE POWER:

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may be deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Lind may be deemed to have shared power to dispose of these shares.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,433,304 shares

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

15.53%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

IN

1 NAMES OF REPORTING PERSON:

David Wetherell (Wetherell)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a) (b)

3 SEC USE ONLY:

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

WC

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

United States

7 NUMBER OF SOLE VOTING POWER:

SHARES

BENEFICIALLY 0 shares.

8 SHARED VOTING POWER:

OWNED BY

EACH

REPORTING PERSON 1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Wetherell may be deemed to have shared power to vote these shares.

9 SOLE DISPOSITIVE POWER:

WITH

0 shares.

10 SHARED DISPOSITIVE POWER:

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may be deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Wetherell may be deemed to have shared power to dispose of these shares.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,433,304 shares

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

15.53%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

IN

1 NAMES OF REPORTING PERSON:

Joshua Zelig (Zelig)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS):

(a) (b)

3 SEC USE ONLY:

4 SOURCE OF FUNDS (SEE INSTRUCTIONS):

WC

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION:

United States

NUMBER OF 7 SOLE VOTING POWER:

SHARES

BENEFICIALLY 0 shares.

8 SHARED VOTING POWER:

OWNED BY

EACH

REPORTING

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Zelig may be deemed to have shared power to vote these shares.

PERSON

9 SOLE DISPOSITIVE POWER:

WITH

0 shares.

10 SHARED DISPOSITIVE POWER:

1,433,304 shares, all of which are directly owned by the Fund. The General Partner is the general partner of the Fund and may be deemed to have sole power to vote these shares. As a member of the investment committee of the General Partner, Zelig may be deemed to have shared power to dispose of these shares.

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

1,433,304 shares

12 CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):

15.53%

14 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS):

IN

Item 1. Security and Issuer.

This Amendment No. 1 to Schedule 13D (this Amendment) amends and supplements the Schedule 13D (the Schedule 13D) as previously filed by the undersigned Reporting Persons, with respect to the Common Stock, \$0.0001 par value per share (the Common Stock), of ADMA Biologics, Inc., a Delaware corporation whose principal executive offices are located at 465 Route 17 South, Ramsey, New Jersey 07446 (the Issuer).

Item 2. Identity and Background.