

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): October 28, 2021**

**ADAPTIVE BIOTECHNOLOGIES CORPORATION**

(Exact name of Registrant as Specified in Its Charter)

**Washington**  
(State or Other Jurisdiction  
of Incorporation)

**001-38957**  
(Commission File Number)

**27-0907024**  
(IRS Employer  
Identification No.)

**1165 Eastlake Avenue East**  
**Seattle, Washington**  
(Address of Principal Executive Offices)

**98109**  
(Zip Code)

**Registrant's Telephone Number, Including Area Code: (206) 659-0067**

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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, par value \$0.0001 per share	ADPT	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

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.

**Item 2.02 Results of Operations and Financial Condition.**

On November 3, 2021, Adaptive Biotechnologies Corporation (the “**Company**”) issued a press release regarding the Company’s financial results for the quarter ended September 30, 2021. A copy of the press release is attached as Exhibit 99.1 and incorporated herein by reference.

The information in this Item 2.02 and the press release attached as Exhibit 99.1 hereto shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.***Appointment of Principal Accounting Officer*

On October 28, 2021, the Board of Directors of the Company designated Kyle Piskel as the Company’s principal accounting officer. Mr. Piskel will assume the principal accounting officer duties from Chad Cohen and Mr. Cohen will retain his duties as Chief Financial Officer and principal financial officer.

Mr. Piskel, 38, has served in various roles with increasing levels of responsibility, including Corporate Controller, since joining the Company in September 2015. Prior to joining the Company, Mr. Piskel was an Accounting Manager at Expedia Group from October 2014 to August 2015. Prior to joining Expedia Group, Mr. Piskel was in the Assurance services practice at Ernst and Young, LLP from August 2007 to October 2014. Mr. Piskel is a certified public accountant and holds a BA in Business Administration from Eastern Washington University and a Master of Accountancy from Gonzaga University.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	<a href="#">Press Release dated November 3, 2021</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

## 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.

### **Adaptive Biotechnologies Corporation**

Date: November 3, 2021

By: /s/ Chad Cohen

Chad Cohen

Chief Financial Officer



## Adaptive Biotechnologies Reports Third Quarter 2021 Financial Results

**SEATTLE, Nov. 3, 2021 (GLOBE NEWSWIRE)** – Adaptive Biotechnologies Corporation (“Adaptive Biotechnologies”) (Nasdaq: ADPT), a commercial stage biotechnology company that aims to translate the genetics of the adaptive immune system into clinical products to diagnose and treat disease, today reported financial results for the quarter ended September 30, 2021.

“We are pleased to deliver another quarter of strong growth with continued momentum across research, diagnostic and drug discovery,” said Chad Robins, chief executive officer and co-founder of Adaptive Biotechnologies. “Achievements during the quarter mark important advancements in the evolution of our immune medicine platform as a clinical product development engine.”

### Recent Highlights

- Revenue of \$39.5 million for the third quarter 2021, representing a 50% increase from the third quarter 2020
- clonoSEQ clinical sequencing volume in the third quarter 2021 grew 47% versus prior year and 8% over the second quarter of 2021
- Launched an enhanced version of the clonoSEQ Assay for CLL patients, which provides IGHV mutation status in the same test where we measure the trackable MRD sequence
- Received positive Tech Assessment from MolDX for coverage of T-Detect COVID in certain cases including immunocompromised patients
- Increased interest by research collaborators and vaccine manufacturers to use immunoSEQ T-MAP COVID to assess whether T cells may provide a correlate of protection
- Vaccibody initiated its phase 1/2 study to address emerging SARS-CoV-2 variants of concern and use as a potential universal booster with their two candidates, one of which includes T cell-based components identified by Adaptive Biotechnologies’ immune medicine platform

### Third Quarter 2021 Financial Results

Revenue was \$39.5 million for the quarter ended September 30, 2021, representing a 50% increase from the third quarter in the prior year. Sequencing revenue was \$22.1 million for the quarter, representing a 96% increase from the third quarter in the prior year. Development revenue was \$17.4 million for the quarter, representing a 16% increase from the third quarter in the prior year.

Operating expenses were \$95.8 million for the third quarter of 2021, compared to \$63.3 million in the third quarter of the prior year, representing an increase of 51%.

Net loss was \$56.0 million for the third quarter of 2021, compared to \$36.7 million for the same period in 2020.

Adjusted EBITDA (non-GAAP) was a loss of \$41.1 million for the third quarter of 2021, compared to a loss of \$28.4 million for the third quarter of the prior year.

Cash, cash equivalents and marketable securities was \$632.4 million as of September 30, 2021.

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## **2021 Financial Guidance**

Adaptive Biotechnologies reiterates full year 2021 revenue to be in the range of \$148 million to \$155 million, representing 54% growth at the mid-point of the range over full year 2020 revenue.

## **Webcast and Conference Call Information**

Adaptive Biotechnologies will host a conference call to discuss its third quarter 2021 financial results after market close on Wednesday, November 3, 2021 at 4:30 PM Eastern Time. The conference call can be accessed at <http://investors.adaptivebiotech.com>. The webcast will be archived and available for replay at least 90 days after the event.

## **About Adaptive Biotechnologies**

Adaptive Biotechnologies (“we” or “our”) is a commercial-stage biotechnology company focused on harnessing the inherent biology of the adaptive immune system to transform the diagnosis and treatment of disease. We believe the adaptive immune system is nature’s most finely tuned diagnostic and therapeutic for most diseases, but the inability to decode it has prevented the medical community from fully leveraging its capabilities. Our proprietary immune medicine platform reveals and translates the massive genetics of the adaptive immune system with scale, precision and speed to develop products in life sciences research, clinical diagnostics and drug discovery. We have three commercial products and a robust clinical pipeline to diagnose, monitor and enable the treatment of diseases such as cancer, autoimmune conditions and infectious diseases. Our goal is to develop and commercialize immune-driven clinical products tailored to each individual patient.

## **Forward-Looking Statements**

This press release contains forward-looking statements that are based on management’s beliefs and assumptions and on information currently available to management. All statements contained in this release other than statements of historical fact are forward-looking statements, including statements regarding our ability to develop, commercialize and achieve market acceptance of our current and planned products and services, our research and development efforts and other matters regarding our business strategies, use of capital, results of operations and financial position and plans and objectives for future operations.

In some cases, you can identify forward-looking statements by the words “may,” “will,” “could,” “would,” “should,” “expect,” “intend,” “plan,” “anticipate,” “believe,” “estimate,” “predict,” “project,” “potential,” “continue,” “ongoing” or the negative of these terms or other comparable terminology, although not all forward-looking statements contain these words. These statements involve risks, uncertainties and other factors that may cause actual results, levels of activity, performance or achievements to be materially different from the information expressed or implied by these forward-looking statements. These risks, uncertainties and other factors are described under “Risk Factors,” “Management’s Discussion and Analysis of Financial Condition and Results of Operations” and elsewhere in the documents we file with the Securities and Exchange Commission from time to time. We caution you that forward-looking statements are based on a combination of facts and factors currently known by us and our projections of the future, about which we cannot be certain. As a result, the forward-looking statements may not prove to be accurate. The forward-looking statements in this press release represent our views as of the date hereof. We undertake no obligation to update any forward-looking statements for any reason, except as required by law.

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## Use of Non-GAAP Financial Measure

To supplement our unaudited condensed consolidated statements of operations and unaudited condensed consolidated balance sheets, which are prepared in conformity with generally accepted accounting principles in the United States of America ("GAAP"), this press release also includes references to Adjusted EBITDA, which is a non-GAAP financial measure that we define as net loss attributable to Adaptive Biotechnologies Corporation adjusted for interest and other income, net, income tax (expense) benefit, depreciation and amortization and share-based compensation expenses. We have provided a reconciliation of net loss attributable to Adaptive Biotechnologies Corporation, the most directly comparable GAAP financial measure, to Adjusted EBITDA at the end of this press release.

Management uses Adjusted EBITDA to evaluate the financial performance of our business and the effectiveness of our business strategies. We present Adjusted EBITDA because we believe it is frequently used by analysts, investors and other interested parties to evaluate companies in our industry and it facilitates comparisons on a consistent basis across reporting periods. Further, we believe it is helpful in highlighting trends in our operating results because it excludes items that are not indicative of our core operating performance.

Adjusted EBITDA has limitations as an analytical tool and you should not consider it in isolation or as a substitute for analysis of our results as reported under GAAP. We may in the future incur expenses similar to the adjustments in the presentation of Adjusted EBITDA. In particular, we expect to incur meaningful share-based compensation expense in the future. Other limitations include that Adjusted EBITDA does not reflect:

- all expenditures or future requirements for capital expenditures or contractual commitments;
- changes in our working capital needs;
- income tax (expense) benefit, which may be a necessary element of our costs and ability to operate;
- the costs of replacing the assets being depreciated and amortized, which will often have to be replaced in the future;
- the non-cash component of employee compensation expense; and
- the impact of earnings or charges resulting from matters we consider not to be reflective, on a recurring basis, of our ongoing operations.

In addition, Adjusted EBITDA may not be comparable to similarly titled measures used by other companies in our industry or across different industries.

### **ADAPTIVE MEDIA**

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### **ADAPTIVE INVESTORS**

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**Adaptive Biotechnologies**  
Condensed Consolidated Statements of Operations  
(in thousands, except share and per share amounts)  
(unaudited)

	<u>Three Months Ended September 30,</u>		<u>Nine Months Ended September 30,</u>	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
<b>Revenue</b>				
Sequencing revenue	\$ 22,106	\$ 11,276	\$ 55,835	\$ 28,730
Development revenue	17,361	15,023	60,579	39,467
Total revenue	<u>39,467</u>	<u>26,299</u>	<u>116,414</u>	<u>68,197</u>
<b>Operating expenses</b>				
Cost of revenue	14,189	6,053	34,945	16,308
Research and development	36,072	30,314	107,644	80,241
Sales and marketing	24,949	14,474	68,769	42,813
General and administrative	20,154	12,079	51,156	36,138
Amortization of intangible assets	428	428	1,270	1,275
Total operating expenses	<u>95,792</u>	<u>63,348</u>	<u>263,784</u>	<u>176,775</u>
Loss from operations	(56,325)	(37,049)	(147,370)	(108,578)
Interest and other income, net	327	1,018	1,429	5,805
Income tax (expense) benefit	—	(688)	—	1,116
Net loss	<u>(55,998)</u>	<u>(36,719)</u>	<u>(145,941)</u>	<u>(101,657)</u>
Add: Net loss attributable to noncontrolling interest	95	—	95	—
Net loss attributable to Adaptive Biotechnologies Corporation	<u>\$ (55,903)</u>	<u>\$ (36,719)</u>	<u>\$ (145,846)</u>	<u>\$ (101,657)</u>
Net loss per share attributable to Adaptive Biotechnologies Corporation common shareholders, basic and diluted	<u>\$ (0.40)</u>	<u>\$ (0.27)</u>	<u>\$ (1.04)</u>	<u>\$ (0.79)</u>
Weighted-average shares used in computing net loss per share attributable to Adaptive Biotechnologies Corporation common shareholders, basic and diluted	<u>140,833,564</u>	<u>134,372,026</u>	<u>140,060,379</u>	<u>129,289,948</u>

**Adaptive Biotechnologies**  
Condensed Consolidated Balance Sheets  
(in thousands, except share and per share amounts)

	<u>September 30, 2021</u> (unaudited)	<u>December 31, 2020</u>
<b>Assets</b>		
<b>Current assets</b>		
Cash and cash equivalents	\$ 122,401	\$ 123,436
Short-term marketable securities (amortized cost of \$292,556 and \$564,036, respectively)	292,639	564,833
Accounts receivable, net	17,122	10,047
Inventory	18,231	14,063
Prepaid expenses and other current assets	16,634	14,535
Total current assets	<u>467,027</u>	<u>726,914</u>
<b>Long-term assets</b>		
Property and equipment, net	87,820	39,692
Operating lease right-of-use assets	89,446	99,350
Long-term marketable securities (amortized cost of \$217,455 and \$118,429, respectively)	217,379	118,525
Restricted cash	2,138	2,138
Intangible assets, net	8,955	10,225
Goodwill	118,972	118,972
Other assets	870	598
Total assets	<u>\$ 992,607</u>	<u>\$ 1,116,414</u>
<b>Liabilities and shareholders' equity</b>		
<b>Current liabilities</b>		
Accounts payable	\$ 8,252	\$ 3,237
Accrued liabilities	17,034	13,162
Accrued compensation and benefits	12,034	11,950
Current portion of operating lease liabilities	5,108	3,529
Current portion of deferred revenue	79,954	73,319
Total current liabilities	<u>122,382</u>	<u>105,197</u>
<b>Long-term liabilities</b>		
Operating lease liabilities, less current portion	108,044	104,333
Deferred revenue, less current portion	110,638	163,618
Total liabilities	<u>341,064</u>	<u>373,148</u>
<b>Commitments and contingencies</b>		
<b>Shareholders' equity</b>		
Preferred stock: \$0.0001 par value, 10,000,000 shares authorized at September 30, 2021 and December 31, 2020; no shares issued and outstanding at September 30, 2021 and December 31, 2020	—	—
Common stock: \$0.0001 par value, 340,000,000 shares authorized at September 30, 2021 and December 31, 2020; 141,027,487 and 137,646,896 shares issued and outstanding at September 30, 2021 and December 31, 2020, respectively	14	14
Additional paid-in capital	1,308,946	1,253,971
Accumulated other comprehensive gain	7	893
Accumulated deficit	(657,458)	(511,612)
Total Adaptive Biotechnologies Corporation shareholders' equity	<u>651,509</u>	<u>743,266</u>
Noncontrolling interest	34	—
Total shareholders' equity	<u>651,543</u>	<u>743,266</u>
Total liabilities and shareholders' equity	<u>\$ 992,607</u>	<u>\$ 1,116,414</u>



## Adjusted EBITDA

The following table sets forth a reconciliation between our Adjusted EBITDA and net loss attributable to Adaptive Biotechnologies Corporation, the most directly comparable GAAP financial measure, for each of the periods presented (in thousands, unaudited):

	<u>Three Months Ended September 30,</u>		<u>Nine Months Ended September 30,</u>	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Net loss attributable to Adaptive Biotechnologies Corporation	\$ (55,903)	\$ (36,719)	\$ (145,846)	\$ (101,657)
Interest and other income, net	(327)	(1,018)	(1,429)	(5,805)
Income tax expense (benefit)	—	688	—	(1,116)
Depreciation and amortization expense	3,528	2,144	9,104	6,120
Share-based compensation expense	11,643	6,470	31,376	17,518
Adjusted EBITDA	<u>\$ (41,059)</u>	<u>\$ (28,435)</u>	<u>\$ (106,795)</u>	<u>\$ (84,940)</u>