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**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): August 10, 2026

**INTERPACE BIOSCIENCES, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

0-24249  
(Commission  
File Number)

22-2919486  
(IRS Employer  
Identification No.)

Waterview Plaza, Suite 310, 2001 Route 46  
Parsippany, NJ 07054  
(Address, including zip code, of principal executive offices)

(855) 776-6419  
Registrant's telephone number, including area code

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 |
|---------------------|-------------------|-------------------------------------------|
| None                | N/A               | N/A                                       |

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. ☐

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

On August 10, 2026, Interpace Biosciences, Inc. issued a press release announcing its results of operations and financial condition for the quarter ended June 30, 2026. The full text of the press release is set forth as Exhibit 99.1 attached hereto and is incorporated herein by reference.

The information in Item 2.02 of this Current Report on Form 8-K, including Exhibit 99.1, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise stated in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| Exhibit Number | Description                                                                  |
|----------------|------------------------------------------------------------------------------|
| 99.1           | <a href="#">Press Release, dated August 10, 2026.</a>                        |
| 104            | Cover Page Interactive Data File (embedded within the Inline XBRL document). |

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## 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 hereunto duly authorized.

### INTERPACE BIOSCIENCES, INC.

By: /s/ Thomas W. Burnell

Name: Thomas W. Burnell

Title: President and Chief Executive Officer

Date: August 12, 2026

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### Interpace Biosciences Announces Second Quarter 2026 Financial and Business Results

- Q2 Revenue of \$9.1 million
- Q2 Income from Continuing Operations of \$0.3 million
- Q2 Thyroid volume year-over-year increase of 6%
- Q2 Thyroid revenue year-over-year increase of 9%
- Trailing twelve-month thyroid revenue of \$36.1 million, an increase of 11% on a comparable thyroid-only basis

PARSIPPANY, NJ, August 10, 2026 (GLOBE NEWSWIRE) — Interpace Biosciences, Inc. (“Interpace” or the “Company”) (OTCQX: IDXG) today announced financial results for the second quarter ended June 30, 2026 and provided a business and financial update.

Interpace generated Q2 2026 revenue of \$9.1 million on 9% year-over-year thyroid revenue growth, delivered \$0.3 million of income from continuing operations or 3% of revenue, which included approximately \$0.2 million of non-recurring professional fees associated with the Company’s strategic and corporate initiatives, and produced Adjusted EBITDA of \$0.7 million, or 8% of revenue.

As previously disclosed, the Company discontinued its PancraGEN<sup>®</sup> pancreatic testing business in May 2025 and now operates as a thyroid-only molecular diagnostics company. Prior-year reported results therefore include PancraGEN revenue and related costs, while the Company’s current-year results do not. Reported year-over-year comparisons for the second quarter are affected by this change, and the Pro Forma prior-year results presented below exclude PancraGEN in order to show the underlying thyroid business on a consistent basis. Beginning with the third quarter of 2026, reported year-over-year comparisons will be presented on a directly comparable thyroid-only basis, as the prior-year comparative periods no longer include PancraGEN.

“Our second quarter results demonstrate continued growth in our thyroid franchise and the operational efficiency that has come with our transition to a thyroid-only diagnostics testing company,” said Chris McCarthy, Chief Financial Officer. “Q2 2026 revenue was \$9.1 million as compared to \$9.2 million in Q2 2025, and net income from continuing operations was \$0.3 million in Q2 2026 as compared with a net loss from continuing operations of \$0.5 million in Q2 2025. Q2 2026 thyroid revenue increased 9% year-over-year and gross margin expanded to 62% from 54% on a Pro Forma basis reflecting the discontinuance of our PancraGEN business. Adjusted EBITDA improved to \$0.7 million from \$0.2 million in the prior year quarter on a Pro Forma basis. Adjusted EBITDA margin improved to 8% from 3% in the prior year quarter on a Pro Forma basis. These results reflect the strength of our ThyGeNEXT<sup>®</sup> and ThyraMIR<sup>®</sup>v2 platform and the consistent execution of our commercial team.”

McCarthy added, “Our debt-free balance sheet continues to support meaningful investment in laboratory automation and AI-enabled productivity initiatives across our workflow. Our thyroid laboratory automation moved into production during the second quarter, and we are scaling operating leverage in line with volume growth without a corresponding increase in headcount, which we expect will support continued margin expansion as the year progresses.”

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“The second quarter demonstrates the durability of the business we built through last year’s transition and positions Interpace to build on this momentum through the remainder of 2026,” said Tom Burnell, President and CEO. “We see the same characteristics in Q2 2026 that defined our 2025 performance — disciplined execution, expanding clinical adoption, and a steady cadence of operational improvement. We continue to believe our combination approach — ThyGeNEXT® for mutation detection and ThyraMIR®v2 for microRNA pathway insights — gives physicians the confidence and clarity they need to make informed patient-management decisions.”

#### Business Highlights

- Average thyroid revenue per test increased 3% year-over-year.
- Days sales outstanding (DSO) improved 3% year-over-year.
- Turnaround time improved 17% year-over-year.
- Average volume per account increased 4% year-over-year.
- Number of accounts increased 5% year-over-year.

#### Recent Developments

The Company will be adding a Chief Scientific Officer to its executive leadership team, effective September 8, 2026. The Chief Scientific Officer will develop and lead Interpace’s scientific and clinical strategy, including assay development, analytical and clinical validation, and evidence generation across the Company’s commercialized tests and its development pipeline. The appointment reflects the Company’s continued investment in its molecular diagnostics platform, including the pancreatic cancer program described below.

#### Pancreatic Cancer Program Update

Interpace is seeking to extend the next-generation sequencing and microRNA technology platforms behind ThyGeNEXT® and ThyraMIR®v2 into pancreatic cancer. The program design includes an extensive genomic panel and proprietary microRNA classification aligned with National Comprehensive Cancer Network (NCCN) guidelines. Together, these technologies are intended to provide decision-making support to clinicians, including medical oncologists, for pancreatic cancer detection, classification and neoadjuvant treatment selection. Analytical validation of the panel design is underway, with clinical validation and utility studies planned across 2026 and 2027, and reimbursement and launch activities to follow. This new product is in development, not yet available for clinical use, and has not been cleared or approved by the U.S. Food and Drug Administration. There can be no assurance that development will be completed on the anticipated timeline or at all, and the Company does not expect the program to contribute revenue in 2026.

#### Second Quarter 2026 Financial Performance

##### **For the Second Quarter of 2026 as Compared to the Second Quarter of 2025 and Pro Forma 2025 Results:**

- Revenue was \$9.1 million, a decrease of 1% from \$9.2 million for the prior year quarter and an increase of 9% from \$8.4 million for the prior year quarter Pro Forma .
  - Gross Profit percentage was 62% compared to 57% for the prior year quarter and 54% for the prior year quarter Pro Forma.
  - Operating income was \$0.3 million versus an operating loss of \$0.5 million in the prior year quarter and an operating loss of \$0.6 million in the prior year quarter Pro Forma.
  - Income from continuing operations was \$0.3 million versus a loss from continuing operations of \$0.5 million in the prior year quarter and a loss from continuing operations of \$0.7 million in the prior year quarter Pro Forma.
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- Income from continuing operations for the second quarter of 2026 included approximately \$0.2 million of non-recurring professional fees associated with the Company's strategic and corporate initiatives. These charges are excluded from Adjusted EBITDA.
- Adjusted EBITDA was \$0.7 million versus \$0.4 million in the prior year quarter and \$0.2 million in the prior year quarter Pro Forma.
- Adjusted EBITDA margin was approximately 8% compared to approximately 4% for the prior year quarter and approximately 3% for the prior year quarter Pro Forma.
- Q2 2026 cash collections totaled \$8.8 million compared to \$10.8 million in the prior year quarter and \$9.1 million in the prior year quarter Pro Forma.

#### Year-to-Date and Trailing Twelve-Month Performance

- Revenue for the six months ended June 30, 2026 was \$18.2 million, an increase of 12% from \$16.3 million for the prior year period Pro Forma.
- Gross Profit percentage for the six months ended June 30, 2026 was 64% compared to 57% for the prior year period Pro Forma.
- Income from continuing operations for the six months ended June 30, 2026 was \$1.1 million compared to a loss from continuing operations of \$0.2 million for the prior year period Pro Forma, and included approximately \$0.5 million of non-recurring professional fees associated with the Company's strategic and corporate initiatives.
- Adjusted EBITDA for the six months ended June 30, 2026 was \$2.3 million, or 13% of revenue, compared to \$1.0 million, or 6% of revenue, for the prior year period Pro Forma.
- On a trailing twelve-month basis, thyroid revenue was \$36.1 million, an increase of approximately 11% over the comparable prior twelve-month period Pro Forma, on trailing twelve-month thyroid test volume growth of approximately 10%.

Management uses a non-GAAP Pro Forma income statement to help evaluate the results of our performance. The Pro Forma income statement for 2025 reflects the Company's current business structure as a thyroid-only diagnostics testing company and excludes revenue and related costs from PancraGEN, which was discontinued in May 2025. These adjustments are presented for comparability purposes only and do not represent GAAP financial measures. Investors should review GAAP results alongside these pro forma figures for a complete understanding of performance. A reconciliation of GAAP and these pro forma figures is presented below.

#### About Interpace Biosciences

Interpace Biosciences is an emerging leader in enabling personalized medicine, offering specialized services along the therapeutic value chain from early diagnosis and prognostic planning to targeted therapeutic applications.

Clinical services, through Interpace Diagnostics, provide clinically useful molecular diagnostic tests and bioinformatics and pathology services for evaluating risk of cancer by leveraging the latest technology in personalized medicine for improved patient diagnosis and management. Interpace has two commercialized molecular tests: ThyGeNEXT<sup>®</sup> for the diagnosis of thyroid cancer from thyroid nodules utilizing a next-generation sequencing assay and ThyraMIR<sup>®</sup>v2, used in combination with ThyGeNEXT<sup>®</sup>, for the diagnosis of thyroid cancer utilizing a proprietary microRNA pairwise expression profiler along with algorithmic classification.

For more information, please visit Interpace Biosciences' website at [www.interpace.com](http://www.interpace.com).

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## Forward-Looking Statements

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934 and the Private Securities Litigation Reform Act of 1995, relating to the Company's future financial and operating performance. The Company has attempted to identify forward-looking statements by terminology including "believes," "estimates," "anticipates," "expects," "plans," "projects," "intends," "potential," "may," "could," "might," "will," "should," "approximately" or other words that convey uncertainty of future events or outcomes to identify these forward-looking statements. These statements are based on current expectations, assumptions and uncertainties involving judgments about, among other things, future economic, competitive and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and many of which are beyond the Company's control. These statements also involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results to be materially different from those expressed or implied by any forward-looking statements, including, but not limited to, the possibility that the Company's estimates of future revenue, cash flows, and net income, as well as Pro Forma financial results and adjusted EBITDA may prove to be materially inaccurate, the unaudited financial results being subject to audit review and adjustments, the Company's prior history of operating losses, the Company's ability to adequately finance its business and seek alternative sources of financing, the Company's dependence on sales and reimbursements from its clinical services, the Company's ability to retain or secure reimbursement including its reliance on third parties to process and transmit claims to payers and the adverse impact of any delay, data loss, or other disruption in processing or transmitting such claims, the Company's revenue recognition being based in part on estimates for future collections which estimates may prove to be incorrect, and the possibility that development of new products will not be completed on the anticipated timeline or at all.

Additionally, all forward-looking statements are subject to the "Risk Factors" detailed from time to time in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2025, Current Reports on Form 8-K and Quarterly Reports on Form 10-Q filed with the Securities and Exchange Commission. Because of these and other risks, uncertainties and assumptions, undue reliance should not be placed on these forward-looking statements. In addition, these statements speak only as of the date of this press release and, except as may be required by law, the Company undertakes no obligation to revise or update publicly any forward-looking statements for any reason.

## Contacts

Investor Relations  
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**INTERPACE BIOSCIENCES, INC.**  
**CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS**  
(in thousands, except per share data)

|                                                                                    | Three Months Ended June 30, |           | Six Months Ended June 30, |           |
|------------------------------------------------------------------------------------|-----------------------------|-----------|---------------------------|-----------|
|                                                                                    | 2026                        | 2025      | 2026                      | 2025      |
|                                                                                    | (unaudited)                 |           | (unaudited)               |           |
| Revenue, net                                                                       | \$ 9,131                    | \$ 9,232  | \$ 18,163                 | \$ 20,747 |
| Cost of revenue                                                                    | 3,478                       | 3,956     | 6,606                     | 8,101     |
| Gross Profit                                                                       | 5,653                       | 5,276     | 11,557                    | 12,646    |
| Sales and marketing                                                                | 2,207                       | 2,910     | 4,384                     | 5,723     |
| Research and development                                                           | 149                         | 173       | 301                       | 350       |
| General and administrative                                                         | 2,976                       | 2,661     | 5,427                     | 5,211     |
| Total operating expenses                                                           | 5,332                       | 5,744     | 10,112                    | 11,284    |
| Operating income (loss)                                                            | 321                         | (468)     | 1,445                     | 1,362     |
| Note payable interest expense                                                      | -                           | (49)      | -                         | (127)     |
| Other income (expense), net                                                        | 9                           | (16)      | 18                        | 4         |
| Income (loss) from continuing operations before tax                                | 330                         | (533)     | 1,463                     | 1,239     |
| Provision for income taxes                                                         | 64                          | -         | 366                       | 18        |
| Income (loss) from continuing operations                                           | 266                         | (533)     | 1,097                     | 1,221     |
| Loss from discontinued operations, net of tax                                      | (108)                       | (107)     | (218)                     | (214)     |
| Net income (loss)                                                                  | \$ 158                      | \$ (640)  | \$ 879                    | \$ 1,007  |
| Basic income (loss) per share of common stock:                                     |                             |           |                           |           |
| From continuing operations                                                         | \$ 0.01                     | \$ (0.12) | \$ 0.04                   | \$ 0.28   |
| From discontinued operations                                                       | (0.00)                      | (0.02)    | (0.01)                    | (0.05)    |
| Net income (loss) per basic share of common stock                                  | \$ 0.01                     | \$ (0.14) | \$ 0.04                   | \$ 0.23   |
| Diluted income (loss) per share of common stock:                                   |                             |           |                           |           |
| From continuing operations                                                         | \$ 0.01                     | \$ (0.12) | \$ 0.04                   | \$ 0.04   |
| From discontinued operations                                                       | (0.00)                      | (0.02)    | (0.01)                    | (0.01)    |
| Net income (loss) per diluted share of common stock                                | \$ 0.01                     | \$ (0.14) | \$ 0.03                   | \$ 0.04   |
| Weighted average number of common shares and common share equivalents outstanding: |                             |           |                           |           |
| Basic                                                                              | 27,701                      | 4,423     | 24,792                    | 4,422     |
| Diluted                                                                            | 27,713                      | 4,423     | 27,245                    | 27,697    |



**Selected Balance Sheet Data**  
(\$ in thousands)

|                            | <u>June 30, 2026</u> | <u>December 31, 2025</u> |
|----------------------------|----------------------|--------------------------|
| Cash and cash equivalents  | \$ 2,688             | \$ 2,505                 |
| Total current assets       | 10,968               | 9,900                    |
| Total current liabilities  | 4,951                | 5,103                    |
|                            |                      |                          |
| Total assets               | 34,549               | 33,838                   |
| Total liabilities          | 11,305               | 11,475                   |
| Total stockholders' equity | 23,244               | 22,363                   |

**Selected Cash Flow Data**  
(\$ in thousands)

|                                           | <u>For the Six Months Ended June 30,</u> |               |
|-------------------------------------------|------------------------------------------|---------------|
|                                           | <u>2026</u>                              | <u>2025</u>   |
| Net income                                | \$ 879                                   | \$ 1,007      |
| Net cash provided by operating activities | \$ 381                                   | \$ 1,755      |
| Net cash used in investing activities     | (198)                                    | (201)         |
| Net cash used in financing activities     | -                                        | (2,513)       |
| Change in cash and cash equivalents       | 183                                      | (959)         |
| Cash and cash equivalents – beginning     | 2,505                                    | 1,461         |
| Cash and cash equivalents – ending        | <u>\$ 2,688</u>                          | <u>\$ 502</u> |

**Reconciliation of Pro Forma (Unaudited)**  
(in thousands, except per share data)

|                                                                                    | Three Months Ended June 30, 2025 |                            |           |
|------------------------------------------------------------------------------------|----------------------------------|----------------------------|-----------|
|                                                                                    | As Reported                      | PancraGEN<br>Direct Costs* | Pro Forma |
| Revenue, net                                                                       | \$ 9,232                         | \$ 875                     | \$ 8,357  |
| Cost of revenue                                                                    | 3,956                            | 150                        | 3,806     |
| Gross Profit                                                                       | 5,276                            | 725                        | 4,551     |
| Sales and marketing                                                                | 2,910                            | 498                        | 2,412     |
| Research and development                                                           | 173                              | 30                         | 143       |
| General and administrative                                                         | 2,661                            | 55                         | 2,606     |
| Total operating expenses                                                           | 5,744                            | 583                        | 5,161     |
| Operating (loss) income                                                            | (468)                            | 142                        | (610)     |
| Note payable interest                                                              | (49)                             | -                          | (49)      |
| Other (expense) income, net                                                        | (16)                             | -                          | (16)      |
| (Loss) income from continuing operations before tax                                | (533)                            | 142                        | (675)     |
| Provision for income taxes                                                         | -                                | -                          | -         |
| (Loss) income from continuing operations                                           | (533)                            | 142                        | (675)     |
| Loss from discontinued operations, net of tax                                      | (107)                            | -                          | (107)     |
| Net (loss) income                                                                  | \$ (640)                         | \$ 142                     | \$ (782)  |
| Basic income (loss) per share of common stock:                                     |                                  |                            |           |
| From continuing operations                                                         | \$ (0.12)                        | \$ 0.03                    | \$ (0.15) |
| From discontinued operations                                                       | (0.02)                           | -                          | (0.02)    |
| Net income (loss) per basic share of common stock                                  | \$ (0.14)                        | \$ 0.03                    | \$ (0.18) |
| Diluted income (loss) per share of common stock:                                   |                                  |                            |           |
| From continuing operations                                                         | \$ (0.12)                        | \$ 0.03                    | \$ (0.15) |
| From discontinued operations                                                       | (0.02)                           | -                          | (0.02)    |
| Net income (loss) per diluted share of common stock                                | \$ (0.14)                        | \$ 0.03                    | \$ (0.18) |
| Weighted average number of common shares and common share equivalents outstanding: |                                  |                            |           |
| Basic                                                                              | 4,423                            | 4,423                      | 4,423     |
| Diluted                                                                            | 4,423                            | 4,423                      | 4,423     |

**Reconciliation of Pro Forma (Unaudited)**  
(in thousands, except per share data)

|                                                                                    | Six Months Ended June 30, 2025 |                            |           |
|------------------------------------------------------------------------------------|--------------------------------|----------------------------|-----------|
|                                                                                    | As Reported                    | PancraGEN<br>Direct Costs* | Pro Forma |
| Revenue, net                                                                       | \$ 20,747                      | \$ 4,469                   | \$ 16,278 |
| Cost of revenue                                                                    | 8,101                          | 1,085                      | 7,016     |
| Gross Profit                                                                       | 12,646                         | 3,384                      | 9,262     |
| Sales and marketing                                                                | 5,723                          | 1,623                      | 4,100     |
| Research and development                                                           | 350                            | 100                        | 250       |
| General and administrative                                                         | 5,211                          | 193                        | 5,018     |
| Total operating expenses                                                           | 11,284                         | 1,916                      | 9,368     |
| Operating income (loss)                                                            | 1,362                          | 1,468                      | (106)     |
| Note payable interest                                                              | (127)                          | -                          | (127)     |
| Other income (expense), net                                                        | 4                              | -                          | 4         |
| Income (loss) from continuing operations before tax                                | 1,239                          | 1,468                      | (229)     |
| Provision for income taxes                                                         | 18                             | -                          | 18        |
| Income (loss) from continuing operations                                           | 1,221                          | 1,468                      | (247)     |
| Loss from discontinued operations, net of tax                                      | (214)                          | -                          | (214)     |
| Net income (loss)                                                                  | \$ 1,007                       | \$ 1,468                   | \$ (461)  |
| Basic income (loss) per share of common stock:                                     |                                |                            |           |
| From continuing operations                                                         | \$ 0.28                        | \$ 0.33                    | \$ (0.06) |
| From discontinued operations                                                       | (0.05)                         | -                          | (0.05)    |
| Net income (loss) per basic share of common stock                                  | \$ 0.23                        | \$ 0.33                    | \$ (0.10) |
| Diluted income (loss) per share of common stock:                                   |                                |                            |           |
| From continuing operations                                                         | \$ 0.04                        | \$ 0.05                    | \$ (0.01) |
| From discontinued operations                                                       | (0.01)                         | -                          | (0.01)    |
| Net income (loss) per diluted share of common stock                                | \$ 0.04                        | \$ 0.05                    | \$ (0.02) |
| Weighted average number of common shares and common share equivalents outstanding: |                                |                            |           |
| Basic                                                                              | 4,422                          | 4,422                      | 4,422     |
| Diluted                                                                            | 27,697                         | 27,697                     | 27,697    |

\* PancraGEN Direct Costs represent only direct costs associated with the operations of PancraGEN testing, with no allocations or estimates of corporate, shared, or overhead expenses included.

**Reconciliation of Adjusted EBITDA (Unaudited)**  
(\$ in thousands)

|                                                       | <b>Three Months Ended June 30,</b> |               | <b>Six Months Ended June 30,</b> |                 |
|-------------------------------------------------------|------------------------------------|---------------|----------------------------------|-----------------|
|                                                       | <b>2026</b>                        | <b>2025</b>   | <b>2026</b>                      | <b>2025</b>     |
| Income (loss) from continuing operations (GAAP Basis) | \$ 266                             | \$ (533)      | \$ 1,097                         | \$ 1,221        |
| Depreciation and amortization                         | 127                                | 101           | 245                              | 196             |
| Stock-based compensation                              | 4                                  | 9             | 8                                | 24              |
| Severance & related expense                           | -                                  | 524           | -                                | 692             |
| Asset impairment - lab supplies                       | -                                  | 198           | -                                | 198             |
| Lab supplies write-off                                | 217                                | -             | 217                              | -               |
| Income tax expense                                    | 64                                 | -             | 366                              | 18              |
| Non-recurring legal expense                           | 65                                 | -             | 380                              | -               |
| Note payable interest                                 | -                                  | 49            | -                                | 127             |
| Other income/expense, net                             | (9)                                | 10            | (18)                             | 14              |
| Change in fair value of note payable                  | -                                  | 7             | -                                | (18)            |
| Adjusted EBITDA                                       | <u>\$ 734</u>                      | <u>\$ 365</u> | <u>\$ 2,295</u>                  | <u>\$ 2,472</u> |

**Non-GAAP Financial Measures**

In addition to the United States generally accepted accounting principles, or GAAP, results provided throughout this document, we have provided certain non-GAAP financial measures to help evaluate the results of our performance. We believe that these non-GAAP financial measures, when presented in conjunction with comparable GAAP financial measures, are useful to both management and investors in analyzing our ongoing business and operating performance. We believe that providing the non-GAAP information to investors, in addition to the GAAP presentation, allows investors to view our financial results in the way that management views financial results.

In this document, we discuss Adjusted EBITDA, a non-GAAP financial measure. Adjusted EBITDA is a metric used by management to measure cash flow of the ongoing business. Adjusted EBITDA is defined as income or loss from continuing operations, plus depreciation and amortization, non-cash stock-based compensation, severance expense, asset impairment-lab supplies, non-recurring legal expenses, interest and taxes, and other non-cash expenses including change in fair values of notes payable. The table above includes a reconciliation of this non-GAAP financial measure to the most directly comparable GAAP financial measure.