UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 10-Q

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)**
OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended September 30, 2025
or
☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d)**
OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____

Commission File No. 001-35621

GLOBUS MEDICAL, INC.
(Exact name of registrant as specified in its charter)

DELAWARE	**04-3744954**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
2560 General Armistead Avenue, Audubon, PA 19403-5214	**(610) 930-1800**
(Address of principal executive offices) (Zip Code)	(Registrant's telephone number, including Area Code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Trading Symbols**	**Name of exchange on which registered**
Class A Common Stock, par value $.001 per share	GMED	New York Stock Exchange

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days:

Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files):

Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act:

Large Accelerated Filer ☒ Accelerated Filer ☐ Non-accelerated Filer ☐ Smaller Reporting Company ☐ 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. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act):

Yes ☐ No ☒

The number of shares outstanding of the issuer's common stock (par value $0.001 per share) as of November 3, 2025 was 133,839,166 shares.

GLOBUS MEDICAL, INC. AND SUBSIDIARIES
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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

GLOBUS MEDICAL, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(Unaudited)

(In thousands, except share and per share values)	September 30, 2025	December 31, 2024
ASSETS		
Current assets:		
Cash and cash equivalents	**$ 371,769**	$ 784,438
Short-term marketable securities	**18,754**	105,619
Accounts receivable, net of allowances of $27,406 and $15,505, respectively	**619,116**	557,697
Inventories	**771,538**	659,233
Prepaid expenses and other current assets	**74,177**	49,640
Income taxes receivable	**69,007**	20,633
Total current assets	**1,924,361**	2,177,260
Property and equipment, net of accumulated depreciation of $646,664 and $545,786, respectively	**577,791**	561,909
Operating lease right of use assets	**59,411**	49,647
Long-term marketable securities	**16,684**	66,134
Intangible assets, net	**773,902**	795,117
Goodwill	**1,434,291**	1,432,387
Other assets	**76,838**	75,096
Deferred income taxes	**232,362**	94,200
Total assets	**$ 5,095,640**	$ 5,251,750
LIABILITIES AND EQUITY		
Current liabilities:		
Accounts payable	**$ 87,227**	$ 75,118
Accrued expenses	**325,924**	260,591
Operating lease liabilities	**14,355**	10,249
Income taxes payable	**1,285**	10,725
Senior convertible notes	**—**	443,351
Business acquisition liabilities	**18,900**	33,739
Deferred revenue	**18,267**	22,140
Total current liabilities	**465,958**	855,913
Business acquisition liabilities, net of current portion	**78,247**	89,496
Operating lease liabilities	**104,988**	83,588
Deferred income taxes and other tax liabilities	**22,538**	23,889
Other liabilities	**25,084**	21,531
Total liabilities	**696,815**	1,074,417
Commitments and contingencies (Note 17)		
Equity:		
Class A common stock; $0.001 par value. Authorized 500,000,000 shares; issued and outstanding 112,175,355 and 114,990,219 shares at September 30, 2025 and December 31, 2024, respectively	**112**	115
Class B common stock; $0.001 par value. Authorized 275,000,000 shares; issued and outstanding 22,430,097 and 22,430,097 shares at September 30, 2025 and December 31, 2024, respectively	**22**	22
Additional paid-in capital	**3,095,279**	3,031,244
Accumulated other comprehensive income/(loss)	**10,927**	(6,861)
Retained earnings	**1,292,485**	1,152,813
Total equity	**4,398,825**	4,177,333
Total liabilities and equity	**$ 5,095,640**	$ 5,251,750

See accompanying notes to unaudited condensed consolidated financial statements.

GLOBUS MEDICAL, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE INCOME
(Unaudited)

(In thousands, except per share amounts)	Three Months Ended September 30,		Nine Months Ended September 30,	
	2025	**2024**	**2025**	**2024**
Net sales	**$ 769,048**	$ 625,705	$ **2,112,511**	$ 1,862,062
Cost of Sales and Operating expenses:				
Cost of sales (exclusive of amortization of intangibles)	**252,533**	270,515	**696,695**	772,042
Research and development	**38,067**	35,380	**111,083**	130,346
Selling, general and administrative	**313,597**	240,062	**860,018**	728,195
Amortization of intangibles	**29,843**	30,076	**88,834**	89,461
Acquisition-related costs	**(2,713)**	(3,617)	**31,500**	12,535
Restructuring costs	**358**	5,191	**13,905**	23,766
Operating income/(loss)	**137,363**	48,098	**310,476**	105,717
Other income/(expense), net:				
Interest income/(expense), net	**1,455**	(775)	**3,829**	(5,004)
Foreign currency transaction gain/(loss)	**(161)**	10,279	**4,147**	(5,795)
Bargain purchase gain	**3,800**	—	**114,361**	—
Other income/(expense)	**1,537**	(570)	**3,022**	1,137
Total other income/(expense), net	**6,631**	8,934	**125,359**	(9,662)
Income/(loss) before income taxes	**143,994**	57,032	**435,835**	96,055
Income tax provision/(benefit)	**25,028**	5,196	**38,561**	19,576
Net income/(loss)	**$ 118,966**	$ 51,836	$ **397,274**	$ 76,479
Other comprehensive income/(loss), net of tax:				
Unrealized gain/(loss) on marketable securities	**30**	912	**347**	1,783
Foreign currency translation gain/(loss)	**658**	3,976	**17,441**	1,446
Total other comprehensive income/(loss), net of tax	**688**	4,888	**17,788**	3,229
Comprehensive income/(loss)	**$ 119,654**	$ 56,724	$ **415,062**	$ 79,708
Earnings per share:				
Basic	**$ 0.88**	$ 0.38	$ **2.93**	$ 0.56
Diluted	**$ 0.88**	$ 0.38	$ **2.90**	$ 0.56
Weighted average shares outstanding:				
Basic	**134,502**	135,615	**135,484**	135,390
Diluted	**135,394**	138,062	**137,219**	137,245

See accompanying notes to unaudited condensed consolidated financial statements.

GLOBUS MEDICAL, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF EQUITY
(Unaudited)

(In thousands)	Class A Common Stock		Class B Common Stock		Additional paid-in capital	Accumulated other comprehensive income/(loss)	Retained earnings	Total
	Shares	**$**	**Shares**	**$**				
Balance at December 31, 2024	114,990	$ 115	22,430	$ 22	$ 3,031,244	$ (6,861)	$ 1,152,813	$ 4,177,333
Stock-based compensation	—	—	—	—	13,324	—	—	13,324
Grant of contingent restricted stock units	—	—	—	—	429	—	—	429
Exercise of stock options	309	—	—	—	11,223	—	—	11,223
Issuance of Class A common stock under employee and director equity option plans, net	72	—	—	—	(2,293)	—	—	(2,293)
Comprehensive income/(loss)	—	—	—	—	—	4,694	75,462	80,156
Repurchase and retirement of common stock	(2,445)	(2)	—	—	—	—	(192,102)	(192,104)
Balance at March 31, 2025	112,926	$ 113	22,430	$ 22	$ 3,053,927	$ (2,167)	$ 1,036,173	$ 4,088,068
Stock-based compensation	—	$ —	—	$ —	$ 13,154	$ —	$ —	$ 13,154
Grant of contingent restricted stock units	—	—	—	—	249	—	—	249
Exercise of stock options	77	—	—	—	4,697	—	—	4,697
Issuance of Class A common stock under employee and director equity option plans, net	28	—	—	—	(375)	—	—	(375)
Comprehensive income/(loss)	—	—	—	—	—	12,406	202,846	215,252
Repurchase and retirement of common stock	(411)	—	—	—	—	—	(25,362)	(25,362)
Balance at June 30, 2025	112,620	$ 113	22,430	$ 22	$ 3,071,652	$ 10,239	$ 1,213,657	$ 4,295,683
Stock-based compensation	—	—	—	—	11,508	—	—	11,508
Grant of contingent restricted stock units	—	—	—	—	1,091	—	—	1,091
Exercise of stock options	218	—	—	—	11,079	—	—	11,079
Issuance of Class A common stock under employee and director equity option plans, net	2	—	—	—	(51)	—	—	(51)
Comprehensive income/(loss)	—	—	—	—	—	688	118,966	119,654
Repurchase and retirement of common stock	(665)	(1)	—	—	—	—	(40,138)	(40,139)
Balance at September 30, 2025	112,175	$ 112	22,430	$ 22	$ 3,095,279	$ 10,927	$ 1,292,485	$ 4,398,825

GLOBUS MEDICAL, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF EQUITY
(Unaudited)

(In thousands)	Class A Common Stock		Class B Common Stock		Additional paid-in capital	Accumulated other comprehensive income/(loss)	Retained earnings	Total
	Shares	$	Shares	$				
Balance at December 31, 2023	113,906	$ 114	22,430	$ 22	$ 2,870,749	$ (10,192)	$ 1,137,266	$ 3,997,959
Stock-based compensation	—	—	—	—	17,281	—	—	17,281
Grant of contingent restricted stock units	—	—	—	—	336	—	—	336
Exercise of stock options	112	—	—	—	3,413	—	—	3,413
Issuance of Class A common stock under employee and director equity option plans, net	205	—	—	—	(5,343)	—	—	(5,343)
Comprehensive income/(loss)	—	—	—	—	—	(853)	(7,117)	(7,970)
Repurchase and retirement of common stock	(1,597)	(1)	—	—	—	—	(83,314)	(83,315)
Balance at March 31, 2024	112,626	$ 113	22,430	$ 22	$ 2,886,436	$ (11,045)	$ 1,046,835	$ 3,922,361
Stock-based compensation	—	—	—	—	12,844	—	—	12,844
Grant of contingent restricted stock units	—	—	—	—	181	—	—	181
Exercise of stock options	329	—	—	—	14,239	—	—	14,239
Issuance of Class A common stock under employee and director equity option plans, net	3	—	—	—	(91)	—	—	(91)
Comprehensive income/(loss)	—	—	—	—	—	(806)	31,760	30,954
Repurchase and retirement of common stock	(30)	—	—	—	—	—	(4,123)	(4,123)
Balance at June 30, 2024	112,928	$ 113	22,430	$ 22	$ 2,913,609	$ (11,851)	$ 1,074,472	$ 3,976,365
Stock-based compensation	—	—	—	—	12,303	—	—	12,303
Grant of contingent restricted stock units	—	—	—	—	1,339	—	—	1,339
Exercise of stock options	527	—	—	—	23,505	—	—	23,505
Issuance of Class A common stock under employee and director equity option plans, net	19	—	—	—	(839)	—	—	(839)
Comprehensive income/(loss)	—	—	—	—	—	4,888	51,836	56,724
Balance at September 30, 2024	113,474	$ 113	22,430	$ 22	$ 2,949,917	$ (6,963)	$ 1,126,308	$ 4,069,397

See accompanying notes to unaudited condensed consolidated financial statements.

GLOBUS MEDICAL, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

(In thousands)	Nine Months Ended September 30, 2025	2024
Cash flows from operating activities:		
Net income	**$ 397,274**	$ 76,479
Adjustments to reconcile net income to net cash provided by operating activities:		
Bargain purchase gain	**(114,361)**	—
Acquired in-process research and development	**—**	12,613
Depreciation and amortization	**207,831**	185,796
Amortization of premiums on marketable securities	**(474)**	(119)
Provision for excess and obsolete inventory	**15,988**	16,194
Amortization of inventory fair value step-up	**12,973**	168,097
Amortization of 2025 Notes fair value step-up	**6,658**	19,973
Stock-based compensation expense	**38,361**	42,284
Allowance for expected credit losses	**5,311**	15,667
Change in fair value of business acquisition liabilities	**2,668**	8,608
Change in deferred income taxes	**525**	(92,723)
(Gain)/loss on disposal of assets, net	**8,438**	2,687
Payment of business acquisition-related liabilities	**(16,425)**	(18,084)
Net (gain)/loss from foreign currency adjustment	**(14,621)**	(2,354)
(Increase) decrease in:		
Accounts receivable	**11,971**	(100,545)
Inventories	**(17,420)**	(17,973)
Prepaid expenses and other assets	**(6,689)**	(3,108)
Increase (decrease) in:		
Accounts payable	**(654)**	1,294
Accrued expenses and other liabilities	**25,442**	389
Income taxes payable/receivable	**(57,936)**	(4,876)
Net cash provided by/(used in) operating activities	**504,860**	310,299
Cash flows from investing activities:		
Purchases of marketable securities	**(37,109)**	(13,366)
Maturities of marketable securities	**58,630**	47,746
Sales of marketable securities	**115,608**	9,644
Purchases of property and equipment	**(118,482)**	(98,318)
Acquisition of businesses, net of cash acquired and purchases of intangible and other assets	**(252,546)**	(17,635)
Acquisition of intangible assets	**(9,666)**	—
Proceeds from credit facility	**20,000**	—
Repayment of borrowings from credit facility	**(20,000)**	—
Net cash provided by/(used in) investing activities	**(243,565)**	(71,929)
Cash flows from financing activities:		
Payment of business acquisition-related liabilities	**(11,240)**	(37,003)
Net proceeds from exercise of stock options	**26,999**	41,156
Payments related to tax withholdings for share-based compensation	**(2,698)**	(6,795)
Repurchase of common stock	**(255,451)**	(84,787)
Repayment of senior convertible notes	**(449,985)**	—
Net cash provided by/(used in) financing activities	**(692,375)**	(87,429)
Effect of foreign exchange rates on cash	**18,411**	4,533
Net increase/(decrease) in cash and cash equivalents	**(412,669)**	155,474
Cash and cash equivalents at beginning of period	**784,438**	467,292
Cash and cash equivalents at end of period	**$ 371,769**	$ 622,766
Supplemental disclosures of cash flow information:		
Income taxes paid, net	**$ 95,096**	$ 117,474
Non-cash investing and financing activities:		
Accrued purchases of property and equipment	**$ 13,454**	$ 4,802

See accompanying notes to unaudited condensed consolidated financial statements.

NOTE 1. BACKGROUND

(a) The Company

Globus Medical, Inc., together with its majority-owned or controlled subsidiaries, is a medical device company that develops and commercializes healthcare solutions with a mission to improve the quality of life of patients with musculoskeletal disorders. We are primarily focused on implants that promote healing in patients with musculoskeletal disorders, including the use of a robotic guidance and navigation system and products to treat patients who have experienced orthopedic traumas.

We are an engineering-driven company with a history of rapidly developing and commercializing advanced products and procedures to assist surgeons in effectively treating their patients and to address new treatment options. With numerous products launched since the founding of the Company, we offer a comprehensive portfolio of innovative and differentiated technologies that address a variety of musculoskeletal pathologies, anatomies, and surgical approaches.

We are headquartered in Audubon, Pennsylvania, and market and sell our products through our exclusive sales force in the United States ("U.S."), as well as within North, Central & South America, Europe, Asia, Africa and Australia. We sell our products in the U.S. through a sales force comprised primarily of directly-employed and independent sales representatives. Our international sales force is comprised of directly-employed sales personnel, independent sales representatives, as well as exclusive and non-exclusive independent third-party distributors.

The terms the "Company," "Globus," "we," "us" and "our" refer to Globus Medical, Inc. and, where applicable, our consolidated subsidiaries.

(b) Nevro Merger

On February 6, 2025, the Company entered into an Agreement and Plan of Merger (the "Nevro Merger Agreement") with Nevro Corp. ("Nevro"). On April 3, 2025, pursuant to the terms of the Nevro Merger Agreement, Palmer Merger Sub, Inc., a wholly owned subsidiary of the Company ("Palmer Merger Sub"), merged with and into Nevro (the "Nevro Merger"), with Nevro surviving as a wholly owned subsidiary of the Company. Upon the consummation of the Nevro Merger, each issued and outstanding share of common stock of Nevro, $0.001 par value per share, was cancelled and converted into the right to receive cash in an amount equal to $5.85 per share of Nevro Common Stock, without interest and subject to any applicable withholding taxes. Refer to Note 3, *Asset Acquisitions and Business Combinations* for further information.

Globus was deemed to be the accounting acquirer of Nevro for accounting purposes under U.S. Generally Accepted Accounting Principles ("U.S. GAAP"). Accordingly, prior periods within these condensed consolidated financial statements may not be comparable.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Presentation

The accompanying interim unaudited condensed consolidated financial statements have been prepared in conformity with U.S. GAAP for interim financial statements and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, certain information and footnote disclosures normally included in complete financial statements prepared in accordance with U.S. GAAP have been condensed or omitted pursuant to the rules and regulations of the U.S. Securities and Exchange Commission (the "SEC"). As such, the information included in this Quarterly Report on Form 10-Q should be read in conjunction with the consolidated financial statements and accompanying footnotes included in our Annual Report on Form 10-K for the year ended December 31, 2024.

In the opinion of management, these condensed consolidated financial statements include all adjustments necessary, which are of a normal and recurring nature, for the fair presentation of our financial position as of September 30, 2025, and results of operations for the three and nine months ended September 30, 2025. The results of operations for any interim period may not be indicative of results for the full year.

(b) Principles of Consolidation

The accompanying unaudited condensed consolidated financial statements include the accounts of Globus and its majority-owned or controlled subsidiaries. All intercompany balances and transactions are eliminated in consolidation.

Variable Interest Entities

We provide intraoperative neuromonitoring ("IONM") services through various majority-owned or controlled subsidiaries, which collectively conduct business as NuVasive Clinical Services. In providing IONM services to surgeons and healthcare facilities across the U.S., the Company maintains contractual relationships with several physician practices ("PCs"). In accordance with authoritative guidance, the Company has determined that the PCs are variable interest entities and therefore, the accompanying consolidated financial statements include the accounts of the PCs from the date of acquisition. During the periods presented, the results of the PCs were immaterial to the Company's financial statements. The creditors of the PCs have claims only to the assets of the PCs, which are not material, and the assets of the PCs are not available to the Company.

(c) Use of Estimates

The preparation of the condensed consolidated financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. We base our estimates, in part, on historical experience that management believes to be reasonable under the circumstances. Actual results could differ from those estimates. Estimates and assumptions are periodically reviewed, and the effects of revisions are reflected in the condensed consolidated financial statements in the period they are determined to be necessary.

Significant areas that require estimates include revenue recognition, intangible assets, business acquisition liabilities, allowance for expected credit losses, stock-based compensation, reserves for excess and obsolete inventory, fair value measurements, useful lives of assets, the outcome of litigation, recoverability of intangible assets and income taxes. We are subject to risks and uncertainties due to changes in the healthcare environment, regulatory oversight, competition, and legislation that may cause actual results to differ from estimated results.

(d) Revenue Recognition

In accordance with Accounting Standards Codification ("ASC") 606, Revenue from Contracts with Customers, the Company recognizes revenue upon the transfer of goods or services to a customer at an amount that reflects the expected consideration to be received in exchange for those goods or services. The principles in ASC 606 are applied using the following five steps: (i) identify the contract with a customer; (ii) identify the performance obligation(s) in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligation(s) in the contract; and (v) recognize revenue when (or as) the Company satisfies its performance obligation(s). Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services. Sales and other taxes we collect concurrently with revenue-producing activities are excluded from revenue. For purposes of disclosure, we disaggregate our revenue into two categories, Musculoskeletal Solutions and Enabling Technologies.

Our Musculoskeletal Solutions products consist primarily of the implantable devices, disposables, unique instruments, and neuromonitoring services, used in an expansive range of spine, orthopedic trauma, hip, knee and extremity procedures. The majority of our Musculoskeletal Solutions contracts have a single performance obligation and revenue is recognized at a point in time. For our neuromonitoring services, revenue is recognized in the period the service is performed, which can be either at a point in time or over time, depending on how the performance obligation is defined for the amount of consideration expected to be received.

Our Enabling Technologies products are advanced hardware and software systems, and related technologies, that are designed to enhance a surgeon's capabilities and streamline surgical procedures by making them less invasive, more accurate, and more reproducible to improve patient care. The majority of our Enabling Technologies product contracts contain multiple performance obligations, including maintenance and support, and revenue is recognized as we fulfill each performance obligation, generally at the point in time in which the obligation is fulfilled. When a contract has multiple performance obligations, we allocate the contract's transaction price to each performance obligation using our best estimate of the standalone selling price of each distinct good or service in the contract.

Revenue associated with products holding rights of return or trade-in are recognized when the Company concludes there is not a risk of significant revenue reversal in future periods for the expected consideration in the transaction. Our policy is to classify shipping and handling costs billed to customers as sales and the related expenses as cost of sales.

Contract Balances

Timing of revenue recognition may differ from the timing of invoicing to customers. We record an unbilled receivable when revenue is recognized prior to invoicing, or deferred revenue when revenue is recognized subsequent to invoicing.

Deferred revenue is comprised mainly of unearned revenue related to the sales of certain Enabling Technologies products, which includes maintenance and support services. Maintenance and support services are generally invoiced annually, at the beginning of each contract period, and revenue is recognized ratably over the maintenance period.

The changes to contract liabilities related to deferred revenue are as follows:

(In thousands)		**Nine Months Ended September 30, 2025**
Beginning contract liabilities	$	31,809
Revenue recognized from contract liabilities		(25,451)
Advance consideration received during the period		24,835
Ending contract liabilities	$	31,193

(e) Cash and Cash Equivalents

The Company considers all short-term, highly liquid investments with original maturities of 90 days or less at acquisition date to be cash equivalents. Cash equivalents, which consist of money market accounts, commercial paper, government securities, and corporate debt securities are stated at fair value.

(f) Marketable Securities

Our marketable securities include municipal bonds, corporate debt securities, commercial paper, asset-backed securities, securities of government, federal agency, and other sovereign obligations and are classified as available-for-sale as of September 30, 2025. Short-term and long-term marketable securities are recorded at fair value on our condensed consolidated balance sheets. Any change in fair value of our available-for-sale securities, that does not result in recognition or reversal of an allowance for credit loss or write-down, is recorded, net of taxes, as a component of accumulated other comprehensive income or loss on our condensed consolidated balance sheets. Premiums and discounts are recognized over the life of the related security as an adjustment to yield using the straight-line method. Realized gains or losses from the sale of marketable securities are determined on a specific identification basis. Realized gains and losses, interest income and the amortization/accretion of premiums/discounts are included as a component of other income/(expense), net, on our condensed consolidated statements of operations and comprehensive income. Interest receivable is recorded as a component of prepaid expenses and other current assets on our condensed consolidated balance sheets.

We invest in securities that meet or exceed standards as defined in our investment policy. Our policy also limits the amount of credit exposure to any one issue, issuer or type of security. We review declines in the fair value of our securities to determine whether they are resulting from expected credit losses or other factors. If the assessment indicates a credit loss exists, we recognize any measured impairment as an allowance for credit loss in our condensed consolidated statements of operations. Any other impairments not recorded through allowance for credit losses is recognized in our other comprehensive income.

(g) Fair Value Measurements

Fair value is defined as the price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or the liability in an orderly transaction between market participants on the measurement date. Additionally, a fair value hierarchy was established that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets and liabilities and the lowest priority to unobservable inputs. The level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement.

Our assets and liabilities measured at fair value on a recurring basis are classified and disclosed in one of the following three categories:

Level 1—quoted prices (unadjusted) in active markets for identical assets and liabilities;

Level 2—observable inputs other than quoted prices in active markets for identical assets and liabilities; and

Level 3—unobservable inputs in which there is little or no market data available, which require the reporting entity to use significant unobservable inputs or valuation techniques.

Contingent consideration represents contingent milestone, performance and revenue-sharing payment obligations related to acquisitions and is measured at fair value, based on significant inputs that are not observable in the market, which represents a Level 3 measurement within the fair value hierarchy. The valuation of contingent consideration uses assumptions we believe would be made by a market participant. We assess these assumptions on an ongoing basis as additional data impacting the assumptions is obtained. The fair value of contingent consideration is recorded in business acquisition liabilities on our condensed consolidated balance sheets, and changes in the fair value of contingent consideration are recognized in acquisition-related costs in the condensed consolidated statements of operations and comprehensive income. The fair value of contingent restricted stock unit grants ("RSUs") is recorded as additional paid-in capital in the consolidated balance sheet on the day of the grant due to the remote likelihood of forfeiture.

The purchase price of business acquisitions is primarily allocated to the tangible and identifiable intangible assets acquired and liabilities assumed based on their estimated fair values on the acquisition date, with the excess recorded as goodwill. We utilize Level 3 inputs in the determination of the initial fair value.

(h) Inventories

Inventories are stated at the lower of cost or net realizable value. Cost is determined on a first-in, first-out basis. The majority of our inventory is finished goods, and we utilize both in-house manufacturing and third-party suppliers to produce our products. We periodically evaluate the carrying value of our inventories in relation to estimated forecasts of product demand, which takes into consideration the life cycle of product releases. When quantities on hand exceed estimated sales forecasts, we record a write-down for such excess inventories. Once inventory has been written down, it creates a new cost basis for inventory that is not subsequently written up.

(i) Goodwill and Intangible Assets

Goodwill represents the excess of purchase price over the fair values of the identifiable assets acquired less the liabilities assumed in the acquisition of a business. Goodwill is tested for impairment at least annually or whenever events or circumstances indicate that a carrying amount may not be recoverable. Goodwill is tested for impairment at the reporting unit level by comparing the reporting unit's carrying amount to the estimated fair value of the reporting unit. Fair values are estimated using an income and discounted cash flow approach. We perform our annual impairment test of goodwill in the fourth quarter of each year. We consider qualitative indicators of the fair value of a reporting unit when it is unlikely that a reporting unit has impaired goodwill.

Intangible assets consist of purchased developed technology, trade names, customer relationships, in-process research and development ("IPR&D"), supplier network, patents, re-acquired rights, and non-compete agreements. Intangible assets with finite useful lives are amortized over the period of estimated benefit using the straight-line method and estimated useful lives ranging from 1 to 21 years. Intangible assets with finite useful lives are tested whenever events or circumstances indicate that a carrying amount of an asset (asset group) may not be recoverable. If an impairment is indicated, we measure the amount of the impairment loss as the amount by which the carrying amount exceeds the fair value of the asset. Fair value is generally determined using a discounted future cash flow analysis.

IPR&D has an indefinite life and is not amortized until completion of the project at which time the IPR&D becomes an amortizable asset. Intangible assets with indefinite useful lives are tested for impairment annually or whenever events or circumstances indicate that a carrying amount of an asset (asset group) may not be recoverable. If the related project is not completed in a timely manner, we may have an impairment related to the IPR&D, calculated as the excess of the asset's carrying value over its fair value.

During the three and nine months ended September 30, 2025, there were no impairments in goodwill, finite-lived intangible assets, or IPR&D.

(j) Stock-Based Compensation

The cost of employee and non-employee director awards is measured at the grant date fair value of the award and is recognized as expense over the requisite service period, which is generally the vesting period of the equity award. Expense for performance-based restricted stock units is recognized when the performance condition is deemed to be probable. Compensation expense for awards includes the impact of forfeiture in the period when they occur.

We estimate the fair value of stock options utilizing the Black-Scholes option-pricing model. Inputs to the Black-Scholes model include our stock price, expected volatility, expected term, risk-free interest rate and expected dividends. Expected volatility is based on the historical volatility of the Company's common stock over the most recent period commensurate with the estimated expected term of the Company's stock options offering period which is derived from historical experience. The risk-free interest rate assumption is based on observed interest rates of U.S. Treasury securities appropriate for the expected terms of the stock options. The dividend yield assumption is based on the history and expectation of no dividend payouts. The respective fair values of restricted stock units and performance restricted stock units are estimated on the day of grant based on the closing price of the Company's common stock.

We assumed equity-classified awards for certain NuVasive RSUs, and performance restricted stock units ("PRSUs"), as part of the NuVasive Merger (as defined below). These RSUs and PRSUs are measured at the grant date based on the estimated fair value of the award. The fair value of equity instruments that are expected to vest is recognized and amortized over the requisite service period. The Company has granted awards with up to five-year graded or cliff vesting terms (in each case, with service through the date of vesting being required). No exercise price or other monetary payment is required for receipt of the shares issued in settlement of the respective award; instead, consideration is furnished in the form of the participant's service to the Company.

The fair value of RSUs including PRSUs with pre-defined performance criteria is based on the stock price on the date of grant whereas the expense for PRSUs with pre-defined performance criteria is adjusted with the probability of achievement of such performance criteria at each period end.

(k) Derivative Financial Instruments

The Company recognizes all derivative instruments as assets or liabilities in its unaudited condensed consolidated balance sheets and measures these instruments at fair value by revaluing these assets and liabilities at the end of each reporting period. Gains and losses are recorded as a component of other expense, net in the unaudited condensed consolidated statements of operations and comprehensive income. The effects of these derivative instruments are immaterial to the Company's financial statements.

(l) Other Comprehensive Income (Loss)

Other comprehensive income (loss) is defined as the change in equity during a period from transactions and other events and circumstances from non-owner sources. Other comprehensive income (loss) includes net of tax, unrealized gains or losses on the Company's marketable debt securities and foreign currency translation adjustments.

(m) Acquisition-Related Costs

The Company incurs certain costs related to acquisition, which include severance, investment banking fees, legal fees, consulting fees, leasehold exit costs, costs related to the Nevro Merger, third-party acquisition costs and contingent consideration fair value adjustments and other costs directly associated with such activities. Contingent consideration is accrued based on the fair value of the expected payment, and such accruals are subject to increase or decrease based on the assessment of the likelihood that the contingent milestones will be achieved resulting in payment. If an accrual for contingent consideration decreases based upon the assessment during a particular period, it results in a reduction of costs during such period, which the Company records as a benefit.

(n) Restructuring Costs

Restructuring costs represent costs associated with the Company's 2024 Synergy Plan and 2025 Strategic Integration Plan. These plans were designed to optimize the organizational structure, merge synergies and leverage the strength of both commercial organizations. As a result of aligning the cost structure of the Company's businesses and corporate functions with its financial objectives, the Company also recorded employee separation charge and one-time termination benefits.

(o) Accounts Receivable and Related Valuation Accounts

Accounts receivable in the accompanying unaudited condensed consolidated balance sheets are presented net of allowances for expected credit losses. We maintain an allowance for expected credit losses resulting from the inability of its customers, including hospitals, ambulatory surgery centers, and distributors, to make required payments.

The allowance for credit losses is calculated quarterly and is estimated on a region-by-region basis considering a number of factors including age of account balances, collection history, historical account write-offs, third-party credit reports, identified trends, current economic conditions, and supportable forecasted economic expectations. The allowance is adjusted on a specific identification basis for certain accounts as well as pooling of accounts with similar characteristics. An increase in the provision for credit losses may be required when the financial condition of our customers or their collection experience deteriorates. Our exposure to credit losses may also increase if our customers are adversely affected by changes in healthcare laws, coverage and reimbursement, macroeconomic pressures or uncertainty associated with local or global economic recessions, disruption associated with pandemics, or other customer-specific factors.

(p) Recently Issued Accounting Pronouncements

In September 2025, the Financial Accounting Standards Board (the "FASB") issued Accounting Standards Update ("ASU") No. 2025-06, *Intangibles—Goodwill and Other—Internal-Use Software (Subtopic 350-40): Targeted Improvements to the Accounting for Internal-Use Software*. ASU No. 2025-06 simplifies the accounting for internal-use software costs by eliminating stage-based guidance and requiring deferral of capitalization when significant development uncertainty exists. ASU No. 2025-06 is effective for fiscal years beginning after December 15, 2027, and early adoption is permitted. Entities may apply the guidance prospectively, retrospectively, or using a modified retrospective approach. The Company is currently evaluating the impact the standard will have on its consolidated financial statements and related disclosures.

In July 2025, the FASB issued ASU No. 2025-05, *Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses for Accounts Receivable and Contract Assets*. ASU No. 2025-05 provides a practical expedient that allows entities to estimate expected credit losses on certain trade receivables and contract assets by assuming that current economic conditions will remain unchanged over the life of the asset. The expedient applies only to assets with contractual lives of one year or less. ASU No. 2025-05 is effective for fiscal years beginning after December 15, 2025, and early adoption is permitted. The amendments should be applied prospectively. The Company is currently evaluating the impact the standard will have on its consolidated financial statements and related disclosures.

In January 2025, the FASB issued ASU No. 2025-01, Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40). ASU No. 2025-01 amends the effective date of ASU No. 2024-03 to clarify the initial effective date for entities that do not have an annual reporting period that ends on December 31, referred to as non-calendar year end entities. All public business entities are required to adopt the guidance in annual reporting periods beginning after December 15, 2026, and interim periods within annual reporting periods beginning after December 15, 2027, and early adoption is permitted. The amendments should be applied prospectively with retrospective applications also permitted. Additionally, in December 2024, the FASB issued ASU No. 2024-03, Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40). The update improves financial reporting by requiring that public business entities disclose additional information about certain costs and expenses categories: (a) purchases of inventory, (b) employee compensation, (c) depreciation, (d) intangible asset amortization, and (e) depreciation, depletion, and amortization in the notes to financial statements at interim and annual reporting periods. This update is effective for fiscal years beginning after December 15, 2026, and early adoption is permitted. The amendments should be applied prospectively with retrospective applications also permitted. The Company is currently evaluating the impact the standard will have on its consolidated financial statements and related disclosures.

In December 2023, the FASB issued ASU No. 2023-09, Income Taxes (Topic 740), Improvements to Income Tax Disclosures, to enhance the transparency and decision-making utility of income tax disclosures. The enhancement will provide information to better assess how an entity's operations and related tax risks and tax planning and operational opportunities affect its tax rate and prospects for future cash flows. Investors currently rely on the rate reconciliation table and other disclosures, including total income taxes paid, to evaluate income tax risks and opportunities. The Company will adopt ASU No. 2023-09 in our Annual Report on Form 10-K for the year ending December 31, 2025.

(q) Recently Adopted Accounting Pronouncements

In November 2023, the FASB issued ASU No. 2023-07, *Segment Reporting (Topic 280), Improvements to Reportable Segment Disclosures*, to improve reportable segment disclosure requirements. The amendment introduced new requirements to disclose significant segment expenses regularly provided to the chief operating decision maker("CODM"), extend certain annual disclosures to interim periods, clarify that single reportable segment entities must apply ASC 280 in its entirety, permit more than one measure of segment profit or loss to be reported under certain conditions, and require disclosure of the title and position of the CODM. The Company adopted ASU No. 2023-07 as of January 1, 2024 and the amendment was applied retrospectively. See Note 18 *Segment and Geographic Information* in the accompanying notes to the consolidated financial statements for further detail.

In June 2022, the FASB issued ASU No. 2022-03*, Fair Value Measurement (Topic 820), Fair Value Measurement of Equity Securities Subject to Contractual Sale Restrictions*, which clarifies that a contractual restriction on the sale of an equity security is not considered part of the unit of account of the equity security and, therefore, is not considered in measuring fair value. The ASU introduces new disclosure requirements to provide investors with information about contractual restrictions, including the nature and remaining duration of such restrictions. This update is effective for fiscal years beginning after December 15, 2023, and interim periods within those fiscal years, with early adoption permitted. The amendments should be applied prospectively with any adjustments from the adoption of the amendments recognized in earnings and disclosed on the date of adoption. The Company adopted ASU No. 2022-03 as of January 1, 2024. The adoption did not have any material impact on the Company's consolidated financial statements.

NOTE 3. ASSET ACQUISITIONS AND BUSINESS COMBINATIONS

Asset Acquisitions

During the third quarter of 2025, the Company entered into a license agreement to acquire software related to the imaging, navigation and robotics ("INR") division for a total consideration of €8.0 million. An initial payment of €4.0 million ($4.7 million) was made at closing and recorded as a developed technology intangible asset, with the remaining €4.0 million coming due in the fourth quarter of 2025. The asset will be amortized over its estimated useful life of seven years once placed in service.

During the first quarter of 2025, the Company entered into a license agreement for certain patents of medical device technology in the spine field for a total of $5.0 million due at closing, and 1 percent license fee on future sales of products developed and covered under the license agreement. The Company recorded $5.0 million of intangible assets, with a useful life of 10.1 years.

During the first quarter of 2024, the Company completed a share acquisition of a biotech company focused on research and development for hemostasis solutions. The fair value of the assets acquired are concentrated in a similar identified asset, IPR&D of the acquired technology, thus satisfying the requirements of the screen test in ASC 805, Business Combinations. At the date of the acquisition, the Company determined that the development of the projects underway had not yet reached technological feasibility and that the research in process had no alternative future use. Accordingly, the acquired IPR&D of $12.6 million was charged to research and development expense in the condensed consolidated statements of operations and comprehensive income. The purchase price consisted of $12.0 million of cash paid at closing. The transaction also provides for $12.0 million of contingent consideration which is payable upon meeting the Good Manufacturing Process milestones, as promulgated by the U.S. Food and Drug Administration (the "FDA"), and consideration of $10.0 million contingent upon the developed products obtaining approval from the FDA. As of September 30, 2025, the milestones have not been met and as such, contingent consideration has not been recorded in this asset acquisition.

Business Combinations

During the third quarter of 2024, the Company completed one acquisition that was not material to the overall condensed consolidated financial statements during the periods presented. This acquisition has been included in the condensed consolidated financial statements from the date of acquisition. The purchase price consisted of approximately $0.1 million of cash paid at closing and $1.6 million in contingent consideration payments, resulting in goodwill of $1.7 million based on the estimated fair values. The contingent payments for this acquisition are based upon achieving various performance milestones over a period of five years and are payable in cash.

During the second quarter of 2024, the Company completed one acquisition that was not material to the overall condensed consolidated financial statements during the periods presented. This acquisition has been included in the condensed consolidated financial statements from the date of acquisition. The purchase price consisted of approximately $0.1 million of cash paid at closing and $1.9 million in contingent consideration payments, resulting in goodwill of $2.0 million based on the estimated fair values. The contingent payments for this acquisition are based upon achieving various performance milestones over a period of five years and are payable in cash.

During the first quarter of 2024, the Company completed one acquisition that was not material to the overall condensed consolidated financial statements during the periods presented. This acquisition has been included in the condensed consolidated financial statements from the date of acquisition. The purchase price consisted of approximately $0.5 million of cash paid at closing and $19.1 million of contingent consideration payments, resulting in goodwill of $17.9 million and reacquired rights of $1.8 million based on the estimated fair values. The contingent payments for this acquisition are based upon achieving various performance milestones over a period of 10 years and are payable in a combination of cash and RSUs.

NuVasive Merger

On September 1, 2023, the Company entered into the Merger Agreement (the "NuVasive Merger Agreement") with NuVasive, Inc. ("NuVasive") and Zebra Merger Sub Inc., a wholly owned subsidiary of the Company ("Merger Sub"). Pursuant to the terms of the NuVasive Merger Agreement, Merger Sub merged with and into NuVasive (the "NuVasive Merger"), with NuVasive surviving as a wholly owned subsidiary of the Company. Upon the consummation of the NuVasive Merger, each issued and outstanding share of common stock of NuVasive, $0.001 par value per share, was converted into 0.75 fully paid and non-assessable shares of the Company's Class A Common Stock (as defined below), and the right to receive cash in lieu of fractional shares.

The aggregate consideration in connection with the closing of the NuVasive Merger was $2.604 billion. The Company recorded net identifiable assets of $1.394 billion and goodwill of $1.210 billion.

Nevro Merger

On February 6, 2025, the Company entered into the Nevro Merger Agreement with Nevro. On April 3, 2025, pursuant to the terms of the Nevro Merger Agreement, Palmer Merger Sub merged with and into Nevro, with Nevro surviving as a wholly owned subsidiary of the Company. At the consummation of the Nevro Merger, each issued and outstanding share of common stock of Nevro, $0.001 par value per share, was converted into cash in an amount equal to $5.85 per share of Nevro Common stock.

As part of the Nevro Merger, the Company cash settled equity awards for all outstanding Nevro RSUs and performance stock units ("PSUs") in accordance with the terms of the Merger Agreement. Of the total consideration for the cash settled equity awards, $9.5 million was allocated to the purchase price and $15.1 million was deemed compensatory as it was attributable to post acquisition vesting and was expensed on the acquisition date due to cash settlement.

Concurrently with the Nevro Merger, the Nevro Braidwell Term Loans and Braidwell Warrants were paid off, with Globus funding $18.5 million of this repayment, which we have determined to be included within the aggregate consideration.

The aggregate consideration in connection with the closing of the Merger was as follows:

(In thousands, except share and per share values)		
Nevro shares outstanding as of April 3, 2025		38,383
Price paid per share	$	5.85
Total consideration paid for outstanding Nevro Common stock	$	224,538
Repayment of Braidwell Term Loans, Warrants, and other Nevro transaction costs		18,515
Fair value of cash settled equity awards		9,493
Total purchase price	$	252,546

We accounted for the Nevro Merger using the acquisition method of accounting, which requires Nevro's assets and liabilities to be recorded on our balance sheet at fair value as of the acquisition date. We will complete a final determination of the fair value of certain assets and liabilities within the one-year measurement period from the date of the acquisition as required by FASB ASC Topic 805, "Business Combinations". The preliminary fair value estimates for the assets acquired and liabilities assumed were based upon preliminary calculations, valuations, and assumptions that are subject to change as the Company obtains additional information during the measurement period. The following table summarizes the preliminary purchase price allocation for the Nevro Merger as of September 30, 2025:

(In thousands)	Preliminary Purchase Price Allocation as of April 3, 2025	Measurement Period and Other Adjustments	Purchase Price Allocation as of September 30, 2025 (as adjusted)
Current assets (excluding accounts receivable and inventories)	$ 10,328	$ —	$ 10,328
Accounts receivable	70,754	—	70,754
Inventories	115,416	1,400	116,815
Property and equipment	29,051	—	29,051
Operating lease right of use assets	12,269	—	12,269
Intangible assets	53,600	2,400	56,000
Other long-term assets	4,223	—	4,223
Deferred income taxes	141,510	—	141,510
Total Assets	$ 437,150	$ 3,800	$ 440,950
Current Liabilities (excluding operating lease liabilities)	$ 46,880	$ —	$ 46,880
Operating lease liabilities, including current portion	27,163	—	27,163
Total liabilities	$ 74,043	$ —	$ 74,043
Fair value of acquired identifiable assets and liabilities	$ 363,107	$ 3,800	$ 366,907
Less: Purchase price	$ 252,546	$ —	$ 252,546
Bargain purchase gain	$ 110,561	$ 3,800	$ 114,361

The excess fair value of the net assets acquired over the purchase price resulted in the recognition of a bargain purchase gain and was recorded in the bargain purchase gain on the condensed consolidated statements of operations and comprehensive income. The gain on bargain purchase occurred primarily due to the recognition of the deferred tax assets. The deferred tax assets were comprised primarily of pre-acquisition federal net operating loss carryforwards with an indefinite carryforward period. The majority of the bargain purchase gain is non-taxable for tax purposes. Total transaction costs incurred in connection with the Nevro Merger were $28.8 million

for the nine months ended September 30, 2025, with immaterial costs incurred during the three months ended September 30, 2025. These transaction costs were recognized as acquisition related costs in the condensed consolidated statements of operations and comprehensive income.

Details of our valuation methodology and significant inputs for fair value measurements are included below. The fair value measurements for property and equipment and intangible assets are based on significant inputs that are not observable in the market and, therefore, represent Level 3 measurements.

The preliminary fair value of work-in-process and finished goods inventory utilizes a sales comparison approach which estimates the selling price of the inventory in completed condition less costs of disposal and a reasonable profit allowance for the selling effort.

The preliminary fair value of property and equipment utilizes a combination of the cost approach, income approach, and sales comparison approach less amounts for capitalized research and development costs existing on Nevro's closing balance sheet.

The preliminary fair value of the identifiable intangible assets was determined using variations of the income approach, namely the multi-period excess earnings and relief from royalty methodologies. The most significant assumptions applied in the development of the intangible asset fair values include: the amount and timing of future cash flows, the selection of discount and royalty rates, and the assessment of the asset's economic life.

These estimates and assumptions are subject to change within the measurement period, which is up to 12 months after the acquisition date. The allocation of the purchase price for this acquisition has been prepared on a preliminary basis and changes to the allocation of certain assets and liabilities may occur as additional information becomes available. The primary component of the purchase price that is not yet finalized is related to income taxes and the recognition of deferred tax assets.

The identifiable intangible assets acquired are amortized on a straight-line basis over their estimated useful lives. The following table summarizes the estimated fair value of Nevro's identifiable intangible assets acquired and their remaining amortization period (in years):

(In thousands)	Fair Value as of September 30, 2025	Useful Life
Developed Technology	$ 36,000	8
Customer Relationships	11,500	10
Tradenames	8,500	15

Nevro's results have been included in the Company's financial statements for the period subsequent to the date of the acquisition on April 3, 2025. Nevro contributed revenues and net loss of $193.8 million and $46.1 million (excluding the bargain purchase gain of $114.4 million), respectively, for the period from April 3, 2025, to September 30, 2025.

NOTE 4. NET SALES

The following table represents net sales by product category for the three and nine months ended September 30, 2025 and 2024, respectively:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands)	2025	2024	2025	2024
Musculoskeletal Solutions	$ 741,009	$ 587,402	$ 2,027,124	$ 1,755,011
Enabling Technologies	28,039	38,303	85,387	107,051
Total net sales	$ 769,048	$ 625,705	$ 2,112,511	$ 1,862,062

NOTE 5. MARKETABLE SECURITIES

The composition of our short-term and long-term marketable securities as of September 30, 2025 and December 31, 2024 were as follows:

	September 30, 2025			
(In thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Short-term:				
Municipal bonds	$ 2,807	$ 1	$ —	$ 2,808
Corporate debt securities	—	—	—	—
Commercial paper	10,643	1	(1)	10,643
Asset-backed securities	—	—	—	—
Government, federal agency, and other sovereign obligations	5,296	7	—	5,303
Total short-term marketable securities	$ 18,746	$ 9	$ (1)	$ 18,754
Long-term:				
Municipal bonds	$ 1,200	$ 2	$ —	$ 1,202
Corporate debt securities	1,798	—	(1)	1,797
Asset-backed securities	2,945	1	—	2,946
Government, federal agency, and other sovereign obligations	10,724	19	(4)	10,739
Total long-term marketable securities	$ 16,667	$ 22	$ (5)	$ 16,684

	December 31, 2024			
(In thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Short-term:				
Municipal bonds	$ 8,990	$ 8	$ (25)	$ 8,973
Corporate debt securities	29,596	1	(62)	29,535
Commercial paper	36,527	4	(1)	36,530
Government, federal agency, and other sovereign obligations	30,676	4	(99)	30,581
Total short-term marketable securities	$ 105,789	$ 17	$ (187)	$ 105,619
Long-term:				
Municipal bonds	$ 6,538	$ —	$ (13)	$ 6,525
Corporate debt securities	25,382	4	(115)	25,271
Asset-backed securities	19,690	2	(71)	19,621
Government, federal agency, and other sovereign obligations	14,772	2	(57)	14,717
Total long-term marketable securities	$ 66,382	$ 8	$ (256)	$ 66,134

The short-term marketable securities have effective maturity dates of less than one year and the long-term marketable securities have effective maturity dates ranging from one to three years as of September 30, 2025 and December 31, 2024, respectively.

NOTE 6. FAIR VALUE MEASUREMENTS

The following table represents the fair value of assets and liabilities, as of September 30, 2025 and December 31, 2024, respectively, including the following:

(In thousands)	Balance at September 30, 2025	Level 1	Level 2	Level 3
Assets:				
Cash equivalents	$ 182,470	$ 173,192	$ 9,278	$ —
Municipal bonds	4,010	—	4,010	—
Corporate debt securities	1,797	—	1,797	—
Commercial paper	10,643	—	10,643	—
Asset-backed securities	2,946	—	2,946	—
Government, federal agency, and other sovereign obligations	16,042	12,007	4,035	—
Liabilities:				
Business acquisition liabilities	97,147	—	—	97,147

(In thousands)	Balance at December 31, 2024	Level 1	Level 2	Level 3
Assets:				
Cash equivalents	$ 496,676	$ 423,977	$ 72,699	$ —
Municipal bonds	15,498	—	15,498	—
Corporate debt securities	54,806	—	54,806	—
Commercial paper	36,530	—	36,530	
Asset-backed securities	19,621	—	19,621	—
Government, federal agency, and other sovereign obligations	45,298	—	45,298	—
2025 Hedge	22	—	22	—
Liabilities:				
Senior Convertible Notes due 2025	443,003	443,003	—	—
Bifurcated Conversion Option of the Senior Convertible Notes due 2025	22	—	22	—
Business acquisition liabilities	123,235	—	—	123,235

Our marketable securities and certain cash equivalents are classified as Level 2 within the fair value hierarchy, as we measure their fair value using market prices for similar instruments and inputs such as actual trade data, benchmark yields, broker/dealer quotes and other similar data obtained from quoted market prices or independent pricing vendors.

Fair value of the revenue-based business acquisition liabilities was determined using a discounted cash flow model, probability model, and an option pricing methodology. The significant inputs of such models are not observable in the market, such as certain financial metric growth rates, volatility and discount rates, market price risk adjustment, projections associated with the applicable milestone, the interest rate, and the related probabilities and payment structure in the contingent consideration arrangement.

The following are the significant unobservable inputs used in the two valuation techniques:

Unobservable input	Range			Weighted Average*
Revenue risk premium	1.8%	-	5.8%	2.7%
Revenue volatility	14.0%	-	15.8%	14.2%
Discount rate	5.0%	-	8.5%	5.4%
Projected year of payment	2025	-	2034	

** The weighted average rates were calculated based on the relative fair value of each business acquisition liability.*

The change in the carrying value of the business acquisition liabilities during the three and nine months ended September 30, 2025 and 2024, respectively, included the following:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands)	2025	2024	2025	2024
Beginning balance	$ 104,972	$ 121,332	$ 123,235	$ 139,358
Purchase price contingent consideration	—	1,603	—	22,669
Changes resulting from foreign currency fluctuations	—	—	(252)	246
Contingent cash payments	(4,037)	(4,201)	(27,665)	(55,087)
Contingent RSU grants	(1,091)	(1,339)	(1,768)	(1,856)
Changes in fair value of business acquisition liabilities	(2,721)	(4,132)	2,668	8,608
Contractual payable reclassification	24	595	929	(80)
Ending balance	$ 97,147	$ 113,858	$ 97,147	$ 113,858

Changes in the fair value of business acquisition liabilities are driven by changes in market conditions and the achievement of certain performance conditions.

NOTE 7. INVENTORIES

Inventories included the following as of September 30, 2025 and December 31, 2024, respectively:

(In thousands)	September 30, 2025	December 31, 2024
Raw materials	$ 152,125	$ 121,984
Work in process	63,678	45,775
Finished goods	555,735	491,474
Total inventories	$ 771,538	$ 659,233

As part of the Nevro Merger, a step up in the value of inventory of $19.3 million was recorded, which was composed of $3.0 million for work in process and $16.3 million for finished goods. The amortization of the inventory step up recorded in product cost of sales was $6.4 million and $12.9 million for the three and nine months ended September 30, 2025, respectively. As of September 30, 2025, the total remaining balance of inventory step up was $6.4 million.

During the three months ended September 30, 2025 and 2024, net adjustments to cost of sales related to excess and obsolete inventory were $5.1 million and $5.7 million, respectively. The net adjustments for the three months ended September 30, 2025 and 2024 reflect a combination of additional expense for excess and obsolete related provisions ($9.7 million and $6.9 million, respectively) offset by sales and disposals ($4.7 million and $1.2 million, respectively) of inventory for which an excess and obsolete provision was provided previously through expense recognized in prior periods.

During the nine months ended September 30, 2025 and 2024, net adjustments to cost of sales related to excess and obsolete inventory were $16.0 million and $16.2 million, respectively. The net adjustments for the nine months ended September 30, 2025 and 2024 reflect a combination of additional expense for excess and obsolete related provisions ($29.3 million and $20.7 million, respectively) offset by sales and disposals ($13.4 million and $4.5 million, respectively) of inventory for which an excess and obsolete provision was provided previously through expense recognized in prior periods.

NOTE 8. PROPERTY AND EQUIPMENT

Property and equipment included the following as of September 30, 2025 and December 31, 2024, respectively:

(In thousands)	Useful Life	September 30, 2025	December 31, 2024
Land	—	$ 9,767	$ 9,731
Buildings and improvements	31.5	125,364	100,128
Equipment	5-15	246,739	215,100
Instruments, modules, and cases	5	780,462	741,125
Other property and equipment	3-5	62,123	41,611
		1,224,455	1,107,695
Less: accumulated depreciation and amortization		(646,664)	(545,786)
Total		$ 577,791	$ 561,909

Instruments are hand-held devices used by surgeons to install implants during surgery. Modules and cases are used to store and transport the instruments and implants.

Depreciation expense related to property and equipment was as follows during the three and nine months ended September 30, 2025 and 2024, respectively:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands)	2025	2024	2025	2024
Depreciation	$ 41,284	$ 36,873	$ 118,997	$ 96,335

NOTE 9. GOODWILL AND INTANGIBLE ASSETS

The change in the carrying amount of goodwill during the twelve months ended December 31, 2024 and the nine months ended September 30, 2025, respectively, included the following:

(In thousands)	
December 31, 2023	$ 1,434,540
Additions and adjustments	(550)
Foreign exchange	(1,603)
December 31, 2024	1,432,387
Foreign exchange	1,904
September 30, 2025	$ 1,434,291

Intangible assets as of September 30, 2025 included the following:

		September 30, 2025		
(In thousands)	Weighted Average Amortization Period (in years)	Gross Carrying Amount	Accumulated Amortization	Intangible Assets, net
Customer relationships & other intangibles	10.5	$ 368,123	$ (110,608)	$ 257,515
Developed technology	8.0	724,974	(226,348)	498,626
Patents	14.1	14,609	(6,114)	8,495
Trade names	15.3	10,034	(768)	9,266
Total intangible assets		$ 1,117,740	$ (343,838)	$ 773,902

Intangible assets as of December 31, 2024 included the following:

		December 31, 2024		
(In thousands)	Weighted Average Amortization Period (in years)	Gross Carrying Amount	Accumulated Amortization	Intangible Assets, net
Customer relationships & other intangibles	10.6	$ 354,192	$ (87,725)	$ 266,467
Developed technology	8.0	681,477	(157,889)	523,588
Patents	16.1	9,023	(5,057)	3,966
Trade names	16.7	1,535	(439)	1,096
Total intangible assets		$ 1,046,227	$ (251,110)	$ 795,117

The following table summarizes amortization of intangible assets for future periods as of September 30, 2025:

(In thousands)	Annual Amortization
2025	$ 28,991
2026	116,159
2027	115,050
2028	111,563
Thereafter	402,139
Total	$ 773,902

NOTE 10. ACCRUED EXPENSES

Accrued expenses as of September 30, 2025 and December 31, 2024, respectively, included the following:

(In thousands)	September 30, 2025	December 31, 2024
Compensation and other employee-related costs	$ 157,056	$ 151,819
Legal and other settlements and expenses	38,883	6,746
Accrued non-income taxes	48,039	34,088
Royalties	9,850	10,612
Rebates	40,036	33,105
Other	32,060	24,221
Total accrued expenses	$ 325,924	$ 260,591

NOTE 11. DEBT

Line of Credit

In September 2023, we entered into an unsecured credit agreement with U.S. Bank National Association, as administrative agent, Citizens Bank, N.A., as syndication agent, Royal Bank of Canada, as documentation agent, U.S. Bank National Association and Citizens Bank, N.A., as joint lead arrangers and joint book runners, and the other lenders referred to therein (the "September 2023 Credit Agreement") that provides a revolving credit facility permitting borrowings up to $400.0 million and has a termination date of September 27, 2028. We may request an increase in the revolving commitments in an aggregate amount not to exceed (i) $200 million or (ii) so long as the Leverage Ratio (as defined in the September 2023 Credit Agreement) is at least 0.25 to 1.00 less than the applicable Leverage Ratio then required under the September 2023 Credit Agreement, an unlimited amount. Revolving Loans under the September 2023 Credit Agreement bear interest at either a base rate or the Term SOFR Rate (as defined in the September 2023 Credit Agreement) plus, in each case, an applicable margin, as determined in accordance with the provisions of the September 2023 Credit Agreement. The Applicable Margin ranges from 0.125% to 0.625% for the Base Rate (as defined in the September 2023 Credit Agreement) and 1.125% to 1.625% for the Term SOFR Rate. We may also request Swingline Loans (as defined in the September 2023 Credit Agreement) at either the Base Rate or the Daily Term SOFR Rate. The September 2023 Credit Agreement is guaranteed by certain direct or indirect wholly owned subsidiaries of the Company. The September 2023 Credit Agreement contains financial and other customary covenants, including a funded net indebtedness to adjusted EBITDA ratio. As of September 30, 2025, we have no outstanding borrowings under the September 2023 Credit Agreement, and we were in compliance with all covenants.

0.375% Senior Convertible Notes due 2025

On September 1, 2023, in connection with the closing of the NuVasive Merger, the Company, NuVasive and Wilmington Trust National Association, as trustee (the "Trustee") entered into a supplemental agreement (the "First Supplemental Indenture") to the Indenture, dated March 2, 2020 (the "Base Indenture"), by and between NuVasive and the Trustee, relating to NuVasive's $450.0 million in aggregate principal amount of 0.375% Convertible Senior Notes due 2025 (the "2025 Notes").

On March 15, 2025, the $450.0 million in remaining aggregate principal amount of the 2025 Notes was paid off, net of an immaterial number of converted units that were settled in cash. There were no Convertible Senior Notes outstanding as of September 30, 2025.

There was no interest expense and $7.1 million of interest expense recognized on the 2025 Notes for the three months ended September 30, 2025 and 2024 respectively. During the nine months ended September 30, 2025 and 2024, interest expense recognized on the 2025 Notes was $6.9 million and $21.2 million respectively.

2025 Warrants

On September 1, 2023, in connection with the closing of the NuVasive Merger, the Company, NuVasive, and certain dealers entered into amendment and guarantee agreements with respect to privately negotiated warrant transactions ("2025 Warrants"), pursuant to which NuVasive sold warrants to such dealers for its own common stock in connection with the initial sale of the 2025 Notes. Pursuant to such amendment and guarantee agreements, the warrants are exercisable into the Company's Class A Common (as defined below) in certain circumstances and the Company guaranteed NuVasive's obligations under the 2025 Warrants. Subject to the amended 2025 Warrants, the holders of the 2025 Warrants were entitled to purchase up to 3,617,955 shares of the Company's common stock at a strike price of $170.45, of which, 180,880 shares are still outstanding. The 2025 Warrants will expire on various dates throughout October 2025 and may be settled in net shares or cash, at the Company's election.

In accordance with ASC 805, the Company recognized the 2025 Warrants at an acquisition date fair value of $0.6 million within additional paid-in capital. The 2025 Warrants could have a dilutive effect on the Company's earnings per share to the extent that the

price of the Company's common stock during a given measurement period exceeds the strike price of the 2025 Warrants, which is $170.45 per share. The Company uses the treasury share method for assumed exercise of its 2025 Warrants to compute the weighted average common shares outstanding for diluted earnings per share.

NOTE 12. EQUITY

Share Repurchases

On March 11, 2020, the Company announced a share repurchase program, which authorized the Company to repurchase up to $200.0 million of the Company's Class A common stock ("Class A Common"). On March 4, 2022, the share repurchase program was expanded by authorizing the Company to repurchase an additional $200.0 million of the Company's Class A Common. On September 27, 2023, the share repurchase program was expanded by authorizing the Company to repurchase an additional $350.0 million of the Company's Class A Common. On May 15, 2025, the share repurchase program was expanded by authorizing the Company to repurchase an additional $500.0 million of the Company's Class A Common. The repurchase program has no time limit and may be suspended for periods or discontinued at any time. The Company repurchased 0.7 million and 3.5 million shares under this program at an average price of $60.12 and $72.55, respectively, for a total of $40.0 million and $255.5 million during the three and nine months ended September 30, 2025.

Shares repurchased by the Company are accounted for under the constructive retirement method, in which the shares repurchased are immediately retired, as there is no plan to reissue the shares. The value of the retired shares includes the 1% excise tax accrual as a result of the Inflation Reduction Act of 2022. The Company made an accounting policy election to charge the excess of repurchase price over par value entirely to retained earnings.

Common Stock

Our amended and restated Certificate of Incorporation provides for a total of 775,000,000 authorized shares of common stock. Of the authorized number of shares of common stock, 500,000,000 shares are designated as Class A Common, and 275,000,000 shares are designated as the Company's Class B common stock ("Class B Common").

The holders of Class A Common are entitled to one vote for each share of Class A Common held. The holders of Class B Common are entitled to 10 votes for each share of Class B Common held. Each share of our Class B Common is convertible at any time at the option of the holder into one share of our Class A Common. In addition, each share of our Class B Common will convert automatically into one share of our Class A Common upon any transfer, whether or not for value, except for permitted transfers. For more details relating to the conversion of our Class B Common please see "Exhibit 4.2, Description of Securities of the Registrant" filed with our Annual Report on Form 10-K on February 20, 2025. The holders of Class A Common and Class B Common vote together as one class of common stock. Except for voting rights, the Class A Common and Class B Common have the same rights and privileges.

Accumulated Other Comprehensive Income (Loss)

The tables below present the changes in each component of accumulated other comprehensive income/(loss), including current period other comprehensive income/(loss) and reclassifications out of accumulated other comprehensive income/(loss) for the three months ended September 30, 2025 and 2024, respectively:

(In thousands)	Unrealized loss on marketable securities, net of tax	Foreign currency translation adjustments	Accumulated other comprehensive loss
Accumulated other comprehensive income/(loss), net of tax, at December 31, 2024	$ (317)	$ (6,544)	$ (6,861)
Other comprehensive income/(loss) before reclassifications	442	17,441	17,883
Amounts reclassified from accumulated other comprehensive income/(loss), net of tax	(95)	—	(95)
Other comprehensive income/(loss), net of tax	347	17,441	17,788
Accumulated other comprehensive income/(loss), net of tax, at September 30, 2025	$ 30	$ 10,897	$ 10,927

(In thousands)	Unrealized loss on marketable securities, net of tax	Foreign currency translation adjustments	Accumulated other comprehensive loss
Accumulated other comprehensive income/(loss), net of tax, at December 31, 2023	$ (1,862)	$ (8,330)	$ (10,192)
Other comprehensive income/(loss) before reclassifications	2,045	1,446	3,491
Amounts reclassified from accumulated other comprehensive income/(loss), net of tax	(262)	—	(262)
Other comprehensive income/(loss), net of tax	1,783	1,446	3,229
Accumulated other comprehensive income/(loss), net of tax, at September 30, 2024	$ (79)	$ (6,884)	$ (6,963)

Amounts reclassified from accumulated other comprehensive loss, net of tax, related to unrealized gains/losses on marketable securities were released to other income, net in our condensed consolidated statements of operations and comprehensive income.

Earnings Per Common Share

The Company computes basic earnings per share using the weighted-average number of common shares outstanding during the period. Diluted earnings per share assumes the conversion, exercise or issuance of all potential common stock equivalents, unless the effect of inclusion would be anti-dilutive. For purposes of this calculation, common stock equivalents include the Company's stock options, unvested RSUs, and PRSUs. These are included in basic net income per share as of the date that all necessary conditions have been satisfied and are included in the denominator for dilutive calculation for the entire period if such shares would be issuable as of the end of the reporting period assuming the end of the reporting period was the end of the contingency period.

The following table sets forth the computation of basic and diluted earnings per share for the three and nine months ended September 30, 2025 and 2024, respectively:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands, except per share amounts)	2025	2024	2025	2024
Numerator:				
Net income/(loss) for basic	$ 118,966	$ 51,836	$ 397,274	$ 76,479
Denominator for basic and diluted net income per share:				
Weighted average shares outstanding for basic	134,502	135,615	135,484	135,390
Dilutive stock options, RSUs, and PRSUs	892	2,447	1,735	1,855
Weighted average shares outstanding for diluted	135,394	138,062	137,219	137,245
Earnings per share:				
Basic	$ 0.88	$ 0.38	$ 2.93	$ 0.56
Diluted	$ 0.88	$ 0.38	$ 2.90	$ 0.56
Anti-dilutive stock options and RSUs excluded from the calculation	8,483	3,672	6,112	6,314
Anti-dilutive warrants excluded from the calculation	181	3,618	181	3,618
Anti-dilutive Senior Convertible Notes due 2025 excluded from the calculation	—	3,618	—	3,618
Total	$ 8,664	$ 10,908	$ 6,293	$ 13,550

NOTE 13. STOCK-BASED AWARDS

We have four stock plans: our 2012 Equity Incentive Plan (the "2012 Plan") and our 2021 Equity Incentive Plan (the "2021 Plan"), the NuVasive 2014 Equity Incentive Plan (the "NuVasive 2014 Plan"), and the Ellipse Technologies 2015 Incentive Award Plan (the "Ellipse 2015 Plan"). The 2021 Plan and the Ellipse 2015 Plan are the only active stock plans. The purpose of the 2012 Plan was, and of the 2021 Plan is, to provide incentive to employees, directors, and consultants of Globus. The 2012 Plan, 2021 Plan, and Ellipse 2015 Plan are administered by the Board of Directors of Globus (the "Board") or its delegates. The number, type of option, exercise price, and vesting terms are determined by the Board or its delegates in accordance with the terms of the 2012 Plan and 2021 Plan. The options granted expire on a date specified by the Board, which is ten years from the grant date. Options granted to employees vest in varying installments over a four-year period.

The 2012 Plan was approved by our Board in March 2012, and by our stockholders in June 2012. The 2012 Plan terminated as to new awards pursuant to its terms in 2022. Following effectiveness of the 2021 Plan, we have not issued any additional awards under the 2012 Plan; however, awards previously granted under the 2012 Plan remain outstanding and are administered by our Board under

the terms and conditions of the 2012 Plan. Under the 2012 Plan, the aggregate number of shares of Class A Common that were able to be issued subject to options and other awards is equal to the sum of (i) 3,076,923 shares, (ii) any shares available for issuance under the 2008 Equity Incentive Plan (the "2008 Plan") as of March 13, 2012, (iii) any shares underlying awards outstanding under the 2008 Plan as of March 13, 2012 that, on or after that date, are forfeited, terminated, expired or lapse for any reason, or are settled for cash without delivery of shares and (iv) starting January 1, 2013, an annual increase in the number of shares available under the 2012 Plan equal to up to 3% of the number of shares of our common and preferred stock outstanding at the end of the previous year, as determined by our Board. The number of shares that were able to be issued or transferred pursuant to incentive stock options under the 2012 Plan was limited to 10,769,230 shares. The shares of Class A Common covered by the 2012 Plan included authorized but unissued shares, treasury shares or shares of common stock purchased on the open market.

The 2021 Plan was approved by our Board in March 2021 and by our stockholders in June 2021. Under the 2021 Plan, as amended to date, the aggregate number of shares of Class A Common that are able to be issued subject to options and other awards is equal to the sum of (i) 11,000,000 shares, (ii) any shares available for issuance under the 2012 Plan as of June 3, 2021 and (iii) any shares underlying awards outstanding under the 2012 Plan or 2021 Plan as of June 3, 2021 that, on or after that date, are forfeited, terminated, expired or lapse for any reason, or are settled for cash without delivery of shares. The number of shares that may be issued or transferred pursuant to incentive stock options under the 2021 Plan is limited to 11,000,000 shares. The shares of Class A Common covered by the 2021 Plan include authorized but unissued shares, treasury shares or shares of common stock purchased on the open market.

In connection with the NuVasive Merger, the Company assumed outstanding awards for the RSUs and PRSUs under the NuVasive 2014 Plan and the Ellipse 2015 Plan in accordance with the terms in the NuVasive Merger Agreement. The ultimate issuance amount of the PRSUs is determined by the Company's Compensation Committee. Share payout levels range from 0% to 100% depending on the respective terms of an award.

As of September 30, 2025, pursuant to the 2021 Plan, the NuVasive 2014 Plan and the Ellipse 2015 Plan (collectively, the "Plans"), there were 12,923,040 shares, 145,677 shares and 335,560 shares, respectively, of Class A Common reserved and 4,420,609 shares, no shares and 309,345 shares, respectively, of Class A Common available for future grants. The NuVasive 2014 Plan terminated as to new awards pursuant to its terms in the second quarter of 2024.

Stock Options

Stock option activity during the nine months ended September 30, 2025 is summarized as follows:

	Option Shares (thousands)	Weighted average exercise price	Weighted average remaining contractual life (years)	Aggregate intrinsic value (thousands)
Outstanding at December 31, 2024	10,959	55.47		
Granted	2,438	81.03		
Exercised	(604)	44.71		
Forfeited	(759)	69.25		
Outstanding at September 30, 2025	12,034	60.29	6.5	$ 53,554
Exercisable at September 30, 2025	7,421	54.82	5.2	46,032
Expected to vest at September 30, 2025	4,611	$ 69.10	8.7	$ 7,522

The total intrinsic value of stock options exercised was $2.2 million and $14 million during the three months ended September 30, 2025 and 2024, respectively. The total intrinsic value of stock options exercised was $15.7 million and $23.9 million during the nine months ended September 30, 2025 and 2024, respectively.

The fair value of the options was estimated on the date of the grant using a Black-Scholes option pricing model with the following assumptions:

	Nine Months Ended September 30,					
	2025			2024		
Risk-free interest rate	3.61%	-	4.52%	3.52%	-	4.75%
Expected term (years)	4.9	-	9.9	4.7	-	7.5
Expected volatility	34.0%	-	37.0%	34.0%	-	39.0%
Expected dividend yield	—%			—%		

The weighted average grant date fair value of stock options granted during the three months ended September 30, 2025, and 2024 was $23.17 and $28.63 per share, respectively. The weighted average grant date fair value of stock options granted during the nine months ended September 30, 2025, and 2024 was $33.00 and $21.90 per share, respectively.

Restricted Stock Units

Restricted stock unit activity during the nine months ended September 30, 2025 is summarized as follows:

	Restricted Stock Units (thousands)	Weighted average grant date fair value per share	Weighted average remaining contractual life (years)
Outstanding at December 31, 2024	416	$ 57.05	
Granted	28	64.15	
Vested	(117)	54.10	
Forfeited	(20)	54.10	
Outstanding at September 30, 2025	307	$ 59.00	2.95

Performance-Based Restricted Stock Units

Performance-based restricted stock unit activity during the nine months ended September 30, 2025 is summarized as follows:

	Performance-Based Restricted Stock Units (thousands)	Weighted average grant date fair value per share	Weighted average remaining contractual life (years)
Outstanding at December 31, 2024	67	$ 53.57	
Granted	3	87.18	
Vested	(20)	53.61	
Forfeited	(23)	54.10	
Outstanding at September 30, 2025	27	$ 56.64	1.58

Stock-Based Compensation

Compensation expense related to stock options granted to employees and non-employees under the Plans during the three and nine months ended September 30, 2025 and 2024, respectively, was as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands)	2025	2024	2025	2024
Stock-based compensation expense	$ 11,538	$ 12,211	$ 38,361	$ 42,284
Stock-based compensation expense classified in Acquisition-Related Costs	—	—	27,192	—
Net stock-based compensation capitalized into inventory	(30)	92	(375)	144
Total stock-based compensation cost	$ 11,508	$ 12,303	$ 65,178	$ 42,428

As of September 30, 2025, there was $108.6 million of unrecognized compensation expense related to unvested employee stock options, RSUs, and PRSUs that vest over a weighted average period of 2.6 years.

NOTE 14. INCOME TAXES

In computing our income tax provision, we make certain estimates and judgments, such as estimated annual taxable income or loss, annual effective tax rate, nature and timing of permanent and temporary differences between taxable income for financial reporting and tax reporting, and the recoverability of deferred tax assets. Our estimates and assumptions may change as new events occur, additional information is obtained, or as the tax environment changes. Should facts and circumstances change during a quarter causing a material change to the estimated effective income tax rate, a cumulative adjustment is recorded.

On July 4, 2025, President Trump signed into law the One Big Beautiful Bill Act (the "OBBBA"), which, among other things, modifies the international tax regime and extends or makes permanent various provisions from the Tax Cuts and Jobs Act, including bonus depreciation and research and development expensing. The changes to the corporate tax provisions did not have a material impact on our effective tax rate for the three and nine months ended September 30, 2025, and we do not anticipate a material impact on our effective tax rate for the year ending December 31, 2025. The provisions of OBBBA for accelerated depreciation and R&D expenses may reduce our cash income tax expense for 2025.

The following table provides a summary of our effective income tax rate for the three and nine months ended September 30, 2025 and 2024, respectively:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2025	2024	2025	2024
Effective income tax rate	17.4%	9.1%	8.8%	20.4%

For the three months ended September 30, 2025, the increase in the effective tax rate was due to a one-time tax benefit in the prior period related to an audit settlement and the release of related uncertain tax positions of $7.2 million, as well as a lower pretax book income. For the nine months ended September 30, 2025, the decrease in the effective tax rate was primarily due to the Q2 2025 release of valuation allowances on certain deferred tax assets of $34.8 million and the impact of the non-taxable bargain purchase gain of $114.4 million, with no comparable event in the prior period.

NOTE 15. RESTRUCTURING AND OTHER COSTS

The Company recorded employee termination benefits as a part of the 2024 Synergy Plan and 2025 Strategic Integration Plan.
The 2024 Synergy Plan was designed to optimize the organizational structure of Globus by reducing the size of our workforce. Impacted employees were notified during the first and third quarters of 2024 and the second quarter of 2025.

The 2025 Strategic Integration Plan was implemented to streamline operations. Impacted employees were notified during the second quarter of 2025.

Totals include stock-based compensation expense, classified in accordance with ASC Topic 420, Exit or Disposal Cost Obligations, where applicable.

The 2024 Synergy Plan

The following table provides a summary of the recognized pre-tax costs for the three and nine months ended September 30, 2025 and 2024, respectively:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands)	2025	2024	2025	2024
Cost of Sales	$ —	$ 35	$ —	$ 178
Research and Development	—	570	307	2,090
Selling, General and Administrative	9	250	216	3,486
Restructuring Costs	(330)	5,191	2,728	23,766
Total restructuring and other costs	$ (321)	$ 6,046	$ 3,251	$ 29,520

The following table provides a summary of activity related to the restructuring program for the three and nine months ended September 30, 2025 and 2024, respectively:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands)	2025	2024	2025	2024
Beginning Balance	$ 2,534	$ 8,930	$ 2,747	$ —
Net charges	(321)	6,046	3,251	29,520
Cash Payments	(1,526)	(9,352)	(4,797)	(18,997)
Settled non-cash [(a)]	(9)	(855)	(523)	(5,754)
Ending Balance	$ 678	$ 4,769	$ 678	$ 4,769

(a) Represents share-based compensation settled without cash payments.

The 2025 Strategic Integration Plan

There was no stock-based compensation expense included below. The following table provides a summary of the recognized pre-tax costs for the three and nine months ended September 30, 2025:

(In thousands)	Three Months Ended September 30, 2025	Nine Months Ended September 30, 2025
Restructuring Costs	$ 688	$ 11,177

The following table provides a summary of activity related to the restructuring program for the three and nine months ended September 30, 2025:

(In thousands)	Three Months Ended September 30, 2025	Nine Months Ended September 30, 2025
Beginning Balance	$ 10,501	$ —
Net charges	688	11,177
Cash Payments	(9,040)	(9,040)
Foreign currency impact	(18)	(6)
Ending Balance	$ 2,131	$ 2,131

NOTE 16. LEASES

The Company leases certain equipment, vehicles, office and storage facilities via various operating and financing lease agreements. Our leases have initial lease terms ranging from one year to seventeen years. Certain lease agreements require the Company to pay taxes, insurance, and maintenance, and provide for options to extend the term beyond the initial lease termination date. We use judgment to determine whether it is reasonably possible that we will extend the lease beyond the initial term and the length of the possible extension. Leases that have terms of less than 12 months are treated as short-term and we do not recognize right-of-use assets or lease liabilities for such leases. We generally estimate discount rates using our incremental borrowing rate, and based on other information available, at commencement date of a lease when determining the present value of future payments as most of our leases do not provide an implicit rate.

The Company includes financing lease right-of-use assets in other assets, short-term financing lease liabilities in accrued expenses, and long-term financing lease liabilities in other liabilities on the condensed consolidated balance sheet. Operating lease expense is recognized, on a straight-line basis over the term of the lease, as a component of operating income on the condensed consolidated statement of operations and comprehensive income. Finance leases amortize the right-of-use assets and amortize the interest on the lease liability over the term of the lease.

Amounts reported in the condensed consolidated balance sheet were as follows as of September 30, 2025 and December 31, 2024, respectively, were as follows:

(In thousands)	September 30, 2025	December 31, 2024
Asset:		
Operating lease right-of-use asset	$ 59,411	$ 49,647
Finance lease right-of-use asset	721	518
Total leased assets	$ 60,132	$ 50,165
Liabilities:		
Current:		

Operating lease liability	14,355	10,249
Finance lease liability	344	233
Long-term:		
Operating lease liability	104,988	83,588
Finance lease liability	427	298
Total lease liabilities	$ 120,114	$ 94,368

The table below summarizes the Company's lease costs arising from the operating and financing lease obligations for the three and nine months ended September 30, 2025 and 2024, respectively:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands)	2025	2024	2025	2024
Lease expense:				
Operating lease expense	$ 6,922	$ 6,554	$ 15,232	$ 18,754
Finance lease expense				
Depreciation of right-of-use asset	79	191	190	542
Interest expense on lease liabilities	9	28	21	85
Total lease expense	$ 7,010	$ 6,773	$ 15,443	$ 19,381

Future minimum lease payments under non-cancellable leases as of September 30, 2025, are as follows:

(In thousands)	Finance Leases	Operating Leases
2025	$ 101	$ 5,197
2026	353	22,615
2027	249	20,829
2028	114	18,405
2029	14	17,902
Thereafter	—	75,874
Total minimum lease payments	$ 831	$ 160,822
Less: amount representing interest	(60)	(41,479)
Present value of obligations under leases	771	119,343
Less: current portion	(344)	(14,355)
Long-term lease obligations	$ 427	$ 104,988

The table below summarizes the Company's supplemental cash flow information and assumptions used for the nine months ended September 30, 2025 and 2024, respectively:

	Nine Months Ended September 30,	
(In thousands, except weighted average lease term and discount rate)	2025	2024
Other supplemental cash flow information:		
Cash paid for amounts included in measurement of lease liabilities		
Operating cash flows from operating leases	$ 14,619	$ 12,463
Operating cash flows for finance leases	52	85
Financing cash flows for finance leases	156	945
Total cash paid for amounts included in the measurement of lease liabilities	$ 14,826	$ 13,493
Right-of-use assets obtained in exchange for lease obligations		
Operating leases	$ 16,604	$ 1,643
Financing leases	$ 81	$ —
Weighted-average remaining lease term		
Operating leases	7.0	7.5
Financing leases	2.9	0.2
Weighted-average discount rate		
Operating leases	6.9%	0.7%
Financing leases	5.8%	0.7%

NOTE 17. COMMITMENTS AND CONTINGENCIES

We are involved in a number of proceedings, legal actions, and claims arising in the ordinary course of business. Such matters are subject to many uncertainties, and the outcomes of these matters are not within our control and may not be known for prolonged periods of time. In some actions, the claimants seek damages, as well as other relief, including injunctions prohibiting us from engaging in certain activities, which, if granted, could require significant expenditures and/or result in lost revenues. We record a liability in the condensed consolidated financial statements for these actions when a loss is considered probable and the amount can be reasonably estimated. If the reasonable estimate of a probable loss is a range, and no amount in the range is a better estimate than any other, the minimum amount of the range is accrued. If a loss is reasonably possible, but not known or probable, and can be reasonably estimated, the estimated loss or range of loss is disclosed. In most cases, significant judgment is required to estimate the amount and timing of a loss to be recorded. While it is not possible to predict the outcome for most of the matters discussed, we believe it is possible that costs associated with them could have a material adverse impact on our consolidated earnings, financial position or cash flows.

Moskowitz Family LLC Litigation

On November 20, 2019, Moskowitz Family LLC ("Moskowitz") filed suit against us in the U.S. District Court for the Western District of Texas for patent infringement. Moskowitz, a non-practicing entity, alleges that Globus willfully infringes one or more claims of six patents by making, using, offering for sale or selling the COALITION MIS®, CORBEL®, MAGNIFY®-S, HEDRON IA™, INDEPENDENCE MIS®, INDEPENDENCE MIS AGX®, FORTIFY® and XPAND® families, SABLE®, RISE®, RISE® INTRALIF, RISE®-L, ELSA®, ELSA® ATP, ALTERA®, ARIEL®, CALIBER® and CALIBER®-L products. Moskowitz seeks monetary damages and injunctive relief. On July 2, 2020, this suit was transferred from the U.S. District Court for the Western District of Texas to the U.S. District Court for the Eastern District of Pennsylvania. On December 14, 2023, a jury returned a defense verdict in favor of Globus. On September 30, 2024, Moskowitz filed an appeal to the verdict. The outcome of this litigation cannot be determined, nor can we estimate a range of potential loss, therefore, we have not recorded a liability, outside of counsel fees, related to this litigation as of September 30, 2025.

Pimenta Litigation

On April 2, 2018, Dr. Luiz Pimenta filed suit against NuVasive in the Superior Court of California, County of San Diego for breach of contract alleging NuVasive improperly terminated the Clinical Advisor Agreement (the "Agreement") between the parties. Dr. Pimenta seeks monetary damages totaling $97 million, later reduced to $82 million, in the form of unpaid royalties relating to a number of NuVasive products. On September 13, 2022, NuVasive filed cross-claims against Dr. Pimenta for breach of contract alleging that Dr. Pimenta improperly provided inventions to Alphatec Holdings, Inc., a competitor of NuVasive, without granting NuVasive the right of first negotiation under the Agreement. NuVasive is seeking monetary damages in the form of lost profits related to the undisclosed inventions. On November 4, 2025, a jury returned a verdict that included $28.7 million in damages against NuVasive on which statutory interest and costs will apply. The jury did not award damages on the cross claims. The Company still believes it has substantial legal defenses and intends to vigorously defend against these claims, including, but not limited to, filing post-trial motions and appeals of the verdict. As of September 30, 2025, we have recorded a liability of $29.4 million, which includes our interest accrual estimate, in our accrued expenses. This provision for litigation charge is within our selling, general, and administrative expense financial statement line for both the three and nine months ended September 30, 2025.

4WEB LLC Litigation

On April 25, 2023, 4WEB LLC ("4 WEB") filed suit against NuVasive in the U.S. District Court for the Eastern District of Texas alleging patent infringement. 4WEB alleges that Nuvasive willfully infringes one or more claims of eleven patents by making, using, offering for sale, or selling the Modulus® line of products. 4WEB seeks monetary damages and injunctive relief. On May 2, 2024, this suit was transferred from the U.S. District Court for the Eastern District of Texas to the U.S. District Court for the Southern District of California. The litigation is currently ongoing, and the outcome of this litigation cannot be determined, nor can we estimate a range of potential loss, therefore, we have not recorded a liability, outside of counsel fees, related to this litigation as of September 30, 2025.

Warranty Obligations

With the Nevro Merger, the Company acquired warranty obligations that provide a limited one to five-year warranty and warrants that its products will operate substantially in conformity with product specifications. The Company records an estimate for the provision for warranty claims in cost of revenue when the related revenues are recognized. This estimate is based on historical and anticipated rates of warranty claims, the cost per claim and the number of units sold. The Company regularly assesses the adequacy of its recorded warranty obligations and adjusts the amounts as necessary. Activities related to warranty obligations were as follows (in thousands) for the three and nine months ended September 30, 2025 and 2024, respectively:

	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands)	2025	2024	2025	2024
Beginning Balance	$ 3,021	$ —	$ —	$ —
Acquired in Nevro Merger	—	—	3,083	—
Provision for Warranty	637	—	1,549	—
Utilization	(628)	—	(1,602)	—
Ending Balance	$ 3,030	$ —	$ 3,030	$ —

NOTE 18. SEGMENT AND GEOGRAPHIC INFORMATION

Operating segments are defined as components of an enterprise for which separate financial information is available that are evaluated regularly by the CODM in deciding how to allocate resources and in assessing performance. Generally, financial information is required to be reported on the basis that it is used internally for evaluating segment performance and deciding how to allocate resources to segments. Keith Pfeil, Chief Executive Officer, is identified as the CODM who determines resource allocation, investing activities, and performance assessment as of September 30, 2025. The CODM uses revenue, gross profit and operating income to assess financial performance of the segments and make key operating decisions. Our CODM does not evaluate operating segments using asset or liability information.

The Company identified two operating segments, Musculoskeletal Solutions and Enabling Technologies, based on the overall management structure and business strategy. The Company aggregates these operating segments into one reportable segment, based on conclusions reached after considering relevant factors such as economic similarity, customer base, regulatory environment, production processes, nature of services and products provided, and our comprehensive approach to product development and offerings targeting patient needs through procedural-based solutions.

The following table represents total segment revenue, significant segments expenses and other expenses for the three and nine months ended September 30, 2025, and 2024, respectively:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2025	2024	2025	2024
Net sales	$ 769,048	$ 625,705	$ 2,112,511	$ 1,862,062
Cost of Sales and Operating expenses:				
Cost of sales	(215,495)	(181,673)	(595,033)	(532,319)
Amortization of inventory fair value step-up [(a)]	(6,957)	(60,756)	(12,973)	(168,097)
Depreciation related to cost of sales	(30,080)	(28,085)	(88,689)	(71,626)
Research and development employee-related cost	(27,034)	(27,675)	(82,567)	(92,237)
Research and development other [(b)]	(11,033)	(7,705)	(28,516)	(38,109)
Selling, general and administrative employee-related cost	(222,334)	(184,847)	(648,687)	(561,028)
Selling, general and administrative other [(c)]	(55,532)	(44,246)	(160,413)	(130,014)
Provision for litigation	(28,260)	676	(24,353)	(628)
Acquisition-related costs	2,713	3,617	(31,500)	(12,535)
Amortization of intangibles	(29,843)	(30,076)	(88,834)	(89,461)
Other segment expenses [(d)]	(6,293)	(17,407)	(37,448)	(59,154)
Operating income/(Loss)	138,900	47,528	313,498	106,854
Interest income/ (expense), net	1,455	(775)	3,829	(5,004)
Foreign currency transactional gain/(loss)	(161)	10,279	4,147	(5,795)
Bargain purchase gain	3,800	—	114,361	—
Income/(loss) before income taxes	$ 143,994	$ 57,032	$ 435,835	$ 96,055

(a) *Amounts primarily related to inventory step up associated with the NuVasive and Nevro Mergers*

(b) *Amounts include In-Process Research & Development and other non-employee related costs*

(c) *Amounts include non-employee related costs including taxes and fees*

(d) *Amounts primarily include restructuring expense and credit losses*

The following table represents total net sales, net by geographic area, based on the location of the customer for the three and nine months ended September 30, 2025 and 2024, respectively:

	Net Sales			
	Three Months Ended September 30,		Nine Months Ended September 30,	
(In thousands)	2025	2024	2025	2024
United States	$ 617,633	$ 495,789	$ 1,702,274	$ 1,478,174
International	151,415	129,916	410,237	383,888
Total	$ 769,048	$ 625,705	$ 2,112,511	$ 1,862,062

The following table represents total property and equipment, net by geographic area, based on the location of the customer as of September 30, 2025 and December 31, 2024, respectively:

	Property and Equipment, Net	
	As of	
	September 30,	December 31,
(In thousands)	2025	2024
United States	$ 515,968	$ 523,002
International	61,823	44,716
Total	$ 577,791	$ 567,718

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

The following discussion and analysis of our financial condition and results of operations should be read in conjunction with our unaudited condensed consolidated financial statements and related notes that appear in Item 1 of this Quarterly Report on Form 10-Q and with our audited consolidated financial statements and related notes for the year ended December 31, 2024, which are included in our Annual Report on Form 10-K filed with the U.S. Securities and Exchange Commission on February 20, 2025.

Overview

Globus Medical, Inc. (together, as applicable, with its consolidated subsidiaries, "Globus," "we," "us" or "our"), headquartered in Audubon, Pennsylvania, is a medical device company that develops and commercializes healthcare solutions and whose mission is to improve the quality of life of patients with musculoskeletal disorders. Founded in 2003, Globus is committed to medical device innovation and delivering exceptional service to hospitals, ambulatory surgery centers and physicians to advance patient care and improve efficiency. Since inception, Globus has listened to the voice of the surgeon to develop practical solutions and products to help surgeons effectively treat patients and improve lives.

We are an engineering-driven company with a history of rapidly developing and commercializing advanced products and procedures to address treatment challenges. With numerous products launched since the founding of the Company, we offer a comprehensive portfolio of innovative and differentiated technologies that treat a variety of musculoskeletal conditions. We separate our products and services into two major categories: Musculoskeletal Solutions and Enabling Technologies.

Nevro Merger

On April 3, 2025, the Company entered into the Nevro Merger Agreement with Nevro and Palmer Merger Sub Inc, a wholly owned subsidiary of the Company ("Palmer Merger Sub"). Pursuant to the terms of the Nevro Merger Agreement, Palmer Merger Sub merged with and into Nevro (the "Nevro Merger"), with Nevro surviving as a wholly owned subsidiary of the Company. At the consummation of the Nevro Merger, each issued and outstanding share of common stock of Nevro, $0.001 par value per share, was converted into cash in an amount equal to $5.85 per share of Nevro Common stock.

Product & Service Categories

While we group our revenue into two categories, Musculoskeletal Solutions and Enabling Technologies, they are not limited to a particular technology, platform or surgical approach. Instead, our goal is to offer a comprehensive product suite that can be used to safely and effectively treat patients based on their specific anatomy and condition and is customized to the surgeon's training and surgical preference.

Musculoskeletal Solutions

Our Musculoskeletal Solutions consist primarily of implantable devices, biologics, accessories, unique surgical instruments, spinal cord stimulation treatment therapy, and neuromonitoring services, used in an expansive range of spinal, orthopedic and neurosurgical procedures. Musculoskeletal disorders are a leading driver of healthcare costs worldwide. Disorders range in severity from mild pain and loss of feeling to extreme pain and paralysis. These disorders are primarily caused by degenerative and congenital conditions, deformity, tumors and traumatic injuries. Treatment alternatives for musculoskeletal disorders range from non-operative conservative therapies to surgical interventions depending on the pathology. Conservative therapies include bed rest, medication, casting, bracing, and physical therapy. When conservative therapies are not indicated, or fail to provide adequate quality of life improvements, surgical interventions may be used. Surgical treatments for musculoskeletal disorders can be instrumented, which include the use of implants, or non-instrumented, which forego the use of hardware but may include biologics. Our spinal cord stimulation treatment therapy uses neuromodulation technology delivered by an implantable device that delivers electrical impulses to treat chronic pain. Our neuromonitoring services use proprietary software-driven nerve detection and avoidance technology and include intraoperative neuromonitoring ("IONM") services to aid spine surgery.

Enabling Technologies

Our Enabling Technologies are comprised of imaging, navigation and robotics ("INR") solutions for assisted surgery which are advanced computer-assisted intelligent systems designed to enhance a surgeon's capabilities and ultimately improve patient care and reduce radiation exposure for all involved, by streamlining surgical procedures to be safer, less invasive, and more accurate. The market for our Enabling Technologies in spine and orthopedic surgery is still in its infancy stage and consists primarily of imaging, navigation and robotic systems. In spine, a majority of these technologies are limited to surgical planning and assistance in implant placement for increased accuracy and time savings with less intraoperative radiation exposure to the patient and surgical staff. As our Enabling Technologies become more fully integrated with our Musculoskeletal Solutions, a continued rise in adoption is expected. Furthermore, we believe as new technologies such as augmented reality and artificial intelligence are introduced, Enabling Technologies have the potential to transform the way surgery is performed and most importantly, continue to improve patient outcomes.

Geographic Information

To date, the primary market for our products and services has been within the United States, where we sell our products and services through a combination of direct sales representatives employed by us and distributor sales representatives employed by exclusive independent distributors, who distribute our products for a commission that is generally based on a percentage of sales. We believe there is significant opportunity to strengthen our position in the U.S. market by increasing the size of our U.S. sales force and we intend to add additional direct and distributor sales representatives in the future.

During the nine months ended September 30, 2025, international net sales accounted for approximately 19.4% of our total net sales. We have sold our products and services in approximately 63 countries other than the United States through a combination of sales representatives employed by us and exclusive international distributors. We believe there are significant opportunities for us to increase our presence in both existing and new international markets through the continued expansion of our direct and distributor sales forces and through the commercialization of additional products.

Seasonality

Our business is generally not seasonal in nature. However, sales of our musculoskeletal solutions products and neuromonitoring services may be influenced by summer vacation and winter holiday periods during which we have experienced fewer surgeries taking place, as well as more surgeries taking place later in the year when patients have met the deductibles under insurance plans. Sales of our Enabling Technologies products may be influenced by longer capital purchase cycles and the timing of budget approvals for major capital purchases.

Critical Accounting Policies and Estimates

The preparation of the condensed consolidated financial statements requires us to make assumptions, estimates and judgments that affect the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities as of the date of the condensed consolidated financial statements, and the reported amounts of sales and expenses during the reporting periods. There have been no material changes to the critical accounting policies and estimates as previously disclosed in Part II, Item 7 of our Annual Report on Form 10-K for the year-ended December 31, 2024.

Results of Operations

We manage our business globally within two operating segments, which is consistent with how our management reviews our business, makes investment and resource allocation decisions and assesses operating performance. We have concluded that these operating segments are aggregated into one reportable segment, based on the aggregation criteria.

Three Months Ended September 30, 2025 Compared to the Three Months Ended September 30, 2024

Net Sales

The following table sets forth, for the periods indicated, our net sales by geography expressed as dollar amounts and the changes in net sales between the specified periods expressed in dollar amounts and as percentages:

	Three Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
United States	$ 617,633	$ 495,789	$ 121,844	24.6%
International	151,415	129,916	21,499	16.5%
Total net sales	$ 769,048	$ 625,705	$ 143,343	22.9%

In the United States, the increase in net sales was $121.8 million, or 24.6%, for the three month period ended September 30, 2025. From a product standpoint, net sales increased by $131.7 million, primarily driven by Nevro sales of $83.3 million, and Musculoskeletal Solutions and Neuromonitoring sales of $48.4 million. This increase was partially offset by a decrease in domestic Enabling Technology sales of $9.9 million compared to the same period of the prior year, driven by lower unit placement.

International net sales increased by $21.5 million, or 16.5% for the three month period ended September 30, 2025. From a product standpoint, the increase was primarily driven by Nevro sales of $15.9 million and an increase in Musculoskeletal Solutions spine product sales, excluding Nevro sales of $6.0 million. From a geographic standpoint, sales in the Europe and Middle East region increased by $17.0 million, the Latin America region increased by $1.9 million, and the Asia Pacific region increased by $2.7 million.

The increase in Musculoskeletal Solutions net sales was partially offset by a decrease in Enabling Technology sales of $0.3 million, primarily driven by lower unit placement.

Cost of Sales

	Three Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
Cost of sales (exclusive of amortization of intangibles)	$ 252,533	$ 270,515	$ (17,982)	(6.6%)
Percentage of net sales	32.8%	43.2%		

The $18.0 million or 6.6% decrease in cost of sales was driven primarily by decreased amortization of inventory fair value step-up which contributed $6.9 million from Nevro acquired inventory in the current year as compared to $60.8 million from NuVasive acquired inventory in the prior year. This decrease was partially offset by an increase due to the cost of sales from Nevro products of $32.1 million and an increase in depreciation of $2.0 million.

Research and Development Expenses

	Three Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
Research and development	$ 38,067	$ 35,380	$ 2,687	7.6%
Percentage of net sales	4.9%	5.7%		

The $2.7 million or 7.6% increase in research and development expenses was primarily driven by an increase of $4.2 million for Nevro expenses and an increase of $1.6 million for supplies, parts used from inventory, and dues and subscriptions. This was partially offset by a decrease of $3.4 million for personnel-related expenses.

Selling, General and Administrative Expenses

	Three Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
Selling, general and administrative	$ 313,597	$ 240,062	$ 73,535	30.6%
Percentage of net sales	40.8%	38.4%		

The increase of $73.6 million or 30.6% in selling, general and administrative expenses was primarily driven by an increase of $49.1 million of expenses from Nevro and increased outside consulting fees of $1.6 million. This increase was further driven by the Pimenta litigation accrual of $29.4 million, as discussed in *Note 17: Commitments and Contingences*. This was partially offset by a decrease of $3.6 million of taxes and fees, $1.5 million of meeting expenses, and $1.3 million of insurance expenses.

Amortization of Intangibles

	Three Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
Amortization of intangibles	$ 29,843	$ 30,076	$ (233)	(0.8%)
Percentage of net sales	3.9%	4.8%		

Amortization of intangibles decreased by $0.2 million or 0.8% for the three month period ended September 30, 2025 due to the acquisition of intangibles in connection with the Nevro Merger contributing $1.6 million of expense, partially offset by the finalization of amortization of other intangible assets as compared to the three months ended September 30, 2024.

Acquisition-Related Costs

	Three Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
Acquisition-related costs	$ (2,713)	$ (3,617)	$ 904	25.0%
Percentage of net sales	(0.4%)	(0.6%)		

The negative expense in acquisition-related costs compared to the same period of the prior year was primarily driven by a benefit recorded of $2.7 million as the change in the fair value of business acquisition liabilities due to market conditions and the achievement of certain performance conditions in the current period, as compared to a benefit of $4.1 million as the change in the fair value of business acquisition liabilities in the prior period.

Restructuring Costs

(In thousands, except percentages)	Three Months Ended September 30, 2025	2024	Change $	Change %
Restructuring Costs	$ 358	$ 5,191	$ (4,833)	(93.1%)
Percentage of net sales	0.0%	0.8%		

The decrease in restructuring costs of $4.8 million compared to the same period of the prior year was primarily due to lower employee termination benefit expenses from the 2024 Synergy Plan and the 2025 Strategic Integration Plan during the three months ended September 30, 2025 compared to the expenses from the 2024 Synergy Plan for the three months ended September 30, 2024.

Bargain Purchase Gain

(In thousands, except percentages)	Three Months Ended September 30, 2025	2024	Change $	Change %
Bargain purchase gain	$ 3,800	$ —	$ 3,800	100.0%
Percentage of net sales	0.5%	0.0%		

The increase of $3.8 million was due to the measurement period adjustments to the bargain purchase gain related to the Nevro Merger as of September 30, 2025 compared to the same period of the prior year.

Other Income/(Expense), Net

(In thousands, except percentages)	Three Months Ended September 30, 2025	2024	Change $	Change %
Other income/(expense), net	$ 2,831	$ 8,934	$ (6,103)	(68.3%)
Percentage of net sales	0.4%	1.4%		

The decrease of $6.1 million in other income/(expense), was primarily due to $0.1 million of foreign currency loss in the current period compared to a $10.3 million gain in the prior period. Additionally, there was a decrease in interest income of $4.2 million due to a lower average balance across the company's marketable securities, cash and cash equivalents in the current period as compared to the prior period. This was partially offset by a decrease in interest expense of $6.4 million due to a smaller outstanding period of the 2025 Notes in the current period compared to the prior period and an increase of miscellaneous other income of $2.1 million primarily driven by foreign exchange.

Income Tax Provision/(Benefit)

(In thousands, except percentages)	Three Months Ended September 30, 2025	2024	Change $	Change %
Income tax provision	$ 25,028	$ 5,196	$ 19,832	381.7%
Effective income tax rate	17.4%	9.1%		

For the three months ended September 30, 2025, the increase in the effective tax rate was due to a one-time tax benefit in the prior period related to an audit settlement and the release of related uncertain tax positions of $7.2 million, as well as a lower pretax book income.

A discussion of our Results of Operations for the three months ended September 30, 2024, can be found in "**Part I, Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations: Results of Operations; Three Months Ended September 30, 2024 Compared to the Three Months Ended September 30 2023.**" on our Form 10-Q filed on November 5, 2024.

Nine Months Ended September 30, 2025 Compared to the Nine Months Ended September 30, 2024

Net Sales

The following table sets forth, for the periods indicated, our net sales by geography expressed as dollar amounts and the changes in net sales between the specified periods expressed in dollar amounts and as percentages:

	Nine Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
United States	$ 1,702,274	$ 1,478,174	$ 224,100	15.2%
International	410,237	383,888	26,349	6.9%
Total net sales	$ 2,112,511	$ 1,862,062	$ 250,449	13.5%

In the United States, the increase in net sales was $224.1 million, or 15.2%, for the nine month period ended September 30, 2025. From a product standpoint, the increase was primarily driven by Nevro sales of $165.5 million and Musculoskeletal Solutions sales of $78.3 million. This increase was partially offset by a decrease in Neuromonitoring sales of $1.5 million. Further, there was a decrease in domestic Enabling Technology sales of $19.6 million compared to the same period in the prior year, primarily driven by lower unit placement.

International net sales increased by $26.3 million, or 6.9%, for the nine month period ended September 30, 2025. From a product standpoint, the increase was primarily driven by Nevro sales of $28.4 million. From a geographic standpoint, sales in the Europe and Middle East region increased by $25.3 million and sales in the Asia Pacific region increased by $5.8 million. This increase was partially offset by a decrease in sales in the Latin America region of $4.7 million. Enabling Technology sales decreased by $2.0 million compared to the nine months ended September 30, 2024, primarily driven by lower unit placement.

Cost of Sales

	Nine Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
Cost of sales (exclusive of amortization of intangibles)	$ 696,695	$ 772,042	$ (75,347)	(9.8%)
Percentage of net sales	33.0%	41.5%		

The $75.3 million, or 9.8%, decrease in cost of sales for the nine month period ended September 30, 2025 was primarily driven by decreased amortization of inventory fair value step-up of $155.1 million, partially offset by an increase due to the cost of sales from Nevro products of $63.9 million, and an increase in depreciation of $17.0 million.

Research and Development Expenses

	Nine Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
Research and development	$ 111,083	$ 130,346	$ (19,263)	(14.8%)
Percentage of net sales	5.3%	7.0%		

The $19.3 million, or 14.8%, decrease in research and development expenses for the nine month period ended September 30, 2025 was primarily driven by a decrease of $18.0 million in employee-related expenses, excluding Nevro employee-related expenses, and a decrease of $12.6 million in acquired intellectual property research and development. This decrease was partially offset by an increase of $11.1 million for Nevro research and development expenses.

Selling, General and Administrative Expenses

	Nine Months Ended September 30,		Change	
(In thousands, except percentages)	2025	2024	$	%
Selling, general and administrative	$ 860,018	$ 728,195	$ 131,823	18.1%
Percentage of net sales	40.7%	39.1%		

The increase of $131.8 million or 18.1% in selling, general and administrative expenses was primarily driven by an increase of $109.8 million for Nevro expenses. This increase was further driven by the Pimenta litigation accrual of $29.4 million, as discussed in *Note 17: Commitments and Contingences*. This increase was primarily offset by a decrease in provision for litigation of $5.7 million as compared to the nine months ended September 30, 2024.

Amortization of Intangibles

(In thousands, except percentages)	Nine Months Ended September 30, 2025	Nine Months Ended September 30, 2024	Change $	Change %
Amortization of intangibles	$ 88,834	$ 89,461	$ (627)	(0.7%)
Percentage of net sales	4.2%	4.8%		

Amortization of intangibles decreased by $0.6 million, or 0.7%, for the nine month period ended September 30, 2025 due to the acquisition of intangibles in connection with the Nevro Merger contributing $85.7 million of expense partially offset by the finalization of amortization of other intangible assets as compared to the nine months ended September 30, 2024.

Acquisition-Related Costs

(In thousands, except percentages)	Nine Months Ended September 30, 2025	Nine Months Ended September 30, 2024	Change $	Change %
Acquisition-related costs	$ 31,500	$ 12,535	$ 18,965	151.3%
Percentage of net sales	1.5%	0.7%		

The increase in acquisition-related costs of $18.9 million compared to the same period of the prior year was primarily driven by $28.8 million of costs associated with the Nevro Merger. During the nine months ended September 30, 2024, the expenses were primarily comprised of $8.6 million of charges recorded from changes in the fair value of business acquisition liabilities driven by changes in market conditions and the achievement of certain performance conditions.

Restructuring Costs

(In thousands, except percentages)	Nine Months Ended September 30, 2025	Nine Months Ended September 30, 2024	Change $	Change %
Restructuring Costs	$ 13,905	$ 23,766	$ (9,861)	(41.5%)
Percentage of net sales	0.7%	1.3%		

The decrease in restructuring costs of $9.9 million compared to the same period of the prior year was primarily due to lower employee termination benefit expenses from the 2024 Synergy Plan and the 2025 Strategic Integration Plan during the nine months ended September 30, 2025 compared to the expenses from the 2024 Synergy Plan for the nine months ended September 30, 2024.

Bargain Purchase Gain

(In thousands, except percentages)	Nine Months Ended September 30, 2025	Nine Months Ended September 30, 2024	Change $	Change %
Bargain purchase gain	$ 114,361	$ —	$ 114,361	100.0%
Percentage of net sales	5.4%	0.0%		

The increase of $114.4 million in the current period compared to the prior period was due to the bargain purchase gain related to the Nevro Merger as of September 30, 2025.

Other Income/(Expense), Net

(In thousands, except percentages)	Nine Months Ended September 30, 2025	Nine Months Ended September 30, 2024	Change $	Change %
Other income/(expense), net	$ 10,998	$ (9,662)	$ 20,660	213.8%
Percentage of net sales	0.5%	(0.5%)		

The increase of $20.7 million in other income/(expense), was primarily due to a decrease in interest expense of $13.0 million due to a smaller outstanding period of the 2025 Notes in the current period compared to the prior period. Additionally, there was a $4.2 million of foreign currency gain in the current period compared to a $5.8 million loss in the prior period. Further, there was an increase of miscellaneous other income of $1.9 million primarily driven by foreign exchange. This was partially offset by a decrease in interest income of $4.2 million due to a lower average balance across the company's marketable securities, cash and cash equivalents in the current period as compared to the prior period.

Income Tax Provision/(Benefit)

(In thousands, except percentages)	Nine Months Ended September 30, 2025	Nine Months Ended September 30, 2024	Change $	Change %
Income tax provision/(benefit)	$ 38,561	$ 19,576	$ 18,985	97.0%
Effective income tax rate	8.8%	20.4%		

For the nine months ended September 30, 2025, the decrease in the effective tax rate was primarily due to the Q2 2025 release of valuation allowances on certain deferred tax assets of $34.8 million and the impact of the non-taxable bargain purchase gain of $114.4 million, with no comparable event in the prior period.

A discussion of our Results of Operations for the nine months ended September 30, 2024, can be found in "**Part I, Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations: Results of Operations; Nine Months Ended September 30, 2024 Compared to the Nine Months Ended September 30 2023.**" on our Form 10-Q filed on November 5, 2024.

Liquidity and Capital Resources

Our principal source of liquidity is cash flow from operating activities as well as our cash and cash equivalents and marketable securities, which we believe will provide sufficient funding for us to meet our liquidity requirements for the foreseeable future. Our principal liquidity requirements are to fund working capital, research and development, including clinical trials, capital expenditures primarily related to investment in surgical sets required to maintain and expand our business, contingent consideration achievement obligations, potential future business or intellectual property acquisitions. We expect to continue to make investments in surgical sets as we launch new products, increase the size of our U.S. sales force, and expand into international markets. Future litigation or requirements to escrow funds could also materially impact our liquidity and our ability to invest in and operate our business on an ongoing basis. We may, require additional liquidity as we continue to execute our business strategy. To the extent that we require new sources of liquidity, we may consider incurring debt, including borrowing against our existing credit facility, convertible debt instruments, and/or raising additional funds through an equity offering. The sale of additional equity may result in dilution to our stockholders. There is no assurance that we will be able to secure such additional funding on terms acceptable to us, or at all.

Line of Credit

In September 2023, we entered into an unsecured credit agreement with U.S. Bank National Association, as administrative agent, Citizens Bank, N.A., as syndication agent, Royal Bank of Canada, as documentation agent, U.S. Bank National Association and Citizens Bank, N.A., as joint lead arrangers and joint book runners, and the other lenders referred to therein (the "September 2023 Credit Agreement"), that provides a revolving credit facility permitting borrowings up to $400.0 million and has a termination date of September 27, 2028. We may request an increase in the revolving commitments in an aggregate amount not to exceed (i) $200 million or (ii) so long as the Leverage Ratio (as defined in the September 2023 Credit Agreement) is at least 0.25 to 1.00 less than the applicable Leverage Ratio then required under the September 2023 Credit Agreement, an unlimited amount. Revolving Loans under the September 2023 Credit Agreement bear interest at either a base rate or the Term SOFR Rate (as defined in the September 2023 Credit Agreement) plus, in each case, an applicable margin, as determined in accordance with the provisions of the September 2023 Credit Agreement. The Applicable Margin ranges from 0.125% to 0.625% for the Base Rate (as defined in the September 2023 Credit Agreement) and 1.125% to 1.625% for the Term SOFR Rate. We may also request Swingline Loans (as defined in the September 2023 Credit Agreement) at either the Base Rate or the Daily Term SOFR Rate. The September 2023 Credit Agreement is guaranteed by certain direct or indirect wholly owned subsidiaries of the Company. The September 2023 Credit Agreement contains financial and other customary covenants, including a funded net indebtedness to adjusted EBITDA ratio. As of September 30, 2025, we have no outstanding borrowings under the September 2023 Credit Agreement, and we were in compliance with all covenants.

Cash Flows

The following table summarizes, for the periods indicated, cash flows from operating, investing and financing activities for the nine months ended September 30, 2025 and 2024, respectively:

(In thousands)	Nine Months Ended September 30, 2025	Nine Months Ended September 30, 2024	2025-2024 Change $
Net cash provided by/(used in) operating activities	$ 504,860	$ 310,299	$ 194,561
Net cash provided by/(used in) investing activities	(243,565)	(71,929)	(171,636)
Net cash provided by/(used in) financing activities	(692,375)	(87,429)	(604,946)
Effect of foreign exchange rate changes on cash	18,411	4,533	13,878
Increase (decrease) in cash and cash equivalents	$ (412,669)	$ 155,474	$ (568,143)

Cash Provided by Operating Activities

The higher net cash provided by operating activities for the nine month period ended September 30, 2025 was primarily the result of higher net income of $320.8 million, favorable changes in accounts receivable of $112.5 million and favorable changes in deferred income taxes of $93.2 million. This increase was partially offset by non-cash expense add backs of $286.2 million and a decrease in income taxes payable of $53.1 million. The non-cash expense was primarily a result of a decrease in amortization of inventory fair value step-up of $155.1 million, the bargain purchase gain of $114.4 million, and a $12.3 million increase in net gain from foreign currency adjustments.

Cash Used in Investing Activities

The higher cash used in investing activities for the nine month period ended September 30, 2025, was primarily due to an increased outflow of $234.9 million in acquisition related costs and an increase in purchases of marketable securities of $23.7 million, partially offset by increased sales of marketable securities of $106 million.

Cash Used in Financing Activities

The higher net cash used in financing activities for the nine month period ended September 30, 2025, was primarily the result of the repayment of the senior convertible notes of $450.0 million and increased repurchases of Class A common stock of $170.7 million, partially offset by decreased payments of business acquisition-related liabilities of $25.8 million.

A discussion of our Cash Flows for the nine months ended September 30, 2024, can be found in "**Part I, Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations: Results of Operations; Cash Flows.**" on our Form 10-Q filed on November 5, 2024.

Contractual Obligations and Commitments

In connection with the NuVasive and Nevro Mergers, the Company acquired additional obligations and commitments, including, but not limited to (i) contingent consideration arrangements associated with certain historical acquisitions, (ii) senior convertible notes, and (iii) operating lease and finance lease obligations. Refer to the Notes to the condensed consolidated financial statements for further description of contingent consideration arrangements (Notes 6), debt (Note 11), and lease obligations (Note 16).

Recently Adopted and Recently Issued Accounting Pronouncements

For further details on recently issued accounting pronouncements, please refer to **"Part I; Item 1. Financial Statements; Notes to Condensed Consolidated Financial Statements (Unaudited); Note 2. Summary of Significant Accounting Policies, (p) Recently Issued Accounting Pronouncements and (q) Recently Adopted Accounting Pronouncements"** above.

Cautionary Note Concerning Forward-Looking Statements

This Quarterly Report on Form 10-Q contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). All statements other than statements of historical fact are forward-looking statements. We have tried to identify forward-looking statements by using words such as "believe," "may," "might," "could," "will," "aim," "estimate," "continue," "anticipate," "intend," "expect," "plan" and similar words. These forward-looking statements are based on our current assumptions, expectations and estimates of future events and trends. Forward-looking statements are only predictions and are subject to many risks, uncertainties and other factors that may affect our businesses and operations and could cause actual results to differ materially from those predicted. These risks and uncertainties include, but are not limited to, the risks and costs associated with the integration of the NuVasive business and our ability to successfully integrate and achieve anticipated synergies with the integration, health epidemics, pandemics and similar outbreaks, factors affecting our quarterly results, our ability to manage our growth, our ability to sustain our profitability, demand for our products, our ability to compete successfully (including without limitation our ability to convince surgeons to use our products and our ability to attract and retain sales and other personnel), our ability to rapidly develop and introduce new products, our ability to develop and execute on successful business strategies, our ability to comply with changes and applicable laws and regulations that are applicable to our businesses, our ability to safeguard our intellectual property, our success in defending legal proceedings brought against us, trends in the medical device industry, and general economic conditions, and other risks set forth in this Quarterly Report on Form 10-Q and throughout our Annual Report on Form 10-K for the year ended December 31, 2024, particularly those set forth under **"Item 1. Business," "Item 1A. Risk Factors," "Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations," and "Item 7A. Quantitative and Qualitative Disclosure About Market Risk"**, and those discussed in other documents we file with the U.S. Securities and Exchange Commission (the "SEC"). Moreover, we operate in an evolving environment. New risk factors and uncertainties emerge from time to time and it is not possible

for us to predict all risk factors and uncertainties, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements.

Given these risks and uncertainties, readers are cautioned not to place undue reliance on any forward-looking statements. Forward-looking statements contained in this Quarterly Report speak only as of the date of this Quarterly Report. We undertake no obligation to update any forward-looking statements as a result of new information, events or circumstances or other factors arising or coming to our attention after the date hereof.

Item 3. Quantitative and Qualitative Disclosure About Market Risk

We have evaluated the information required under this item that was disclosed under Item 7A in our Annual Report on Form 10-K for the year ended December 31, 2024, and there have been no significant changes to this information.

Item 4. Controls and Procedures

Evaluation of Disclosure Controls and Procedures

Our management, with the participation of our Chief Executive Officer ("CEO") and our Chief Financial Officer ("CFO"), evaluated the effectiveness of our disclosure controls and procedures as of September 30, 2025. The term "disclosure controls and procedures," as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act, means controls and other procedures of a company that are designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the SEC rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the Company's management, including its principal executive and principal financial officers, as appropriate to allow timely decisions regarding required disclosure. Based on their evaluation of our disclosure controls and procedures as of September 30, 2025, our CEO and CFO concluded that, as of such date, our disclosure controls and procedures were effective.

Changes in Internal Control over Financial Reporting

There were no changes in our internal control over financial reporting identified in connection with the evaluation required by Rule 13a-15(d) and 15d-15(d) of the Exchange Act that occurred during the three months ended September 30, 2025 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Our management has performed its assessment according to the guidelines established by the Committee of Sponsoring Organizations of the Treadway Commission. Management excluded Nevro from its assessment of internal controls over financial reporting, as it was not possible to conduct an assessment of Nevro's internal control over financial reporting in the period between the merger date and the date of management's assessment. Nevro accounted for approximately 9.7% of total assets as of September 30, 2025 and 9.2% of revenues for the nine month period ended September 30, 2025. Based on the assessment, management has concluded that our system of internal controls over financial reporting, as of September 30, 2025, is effective.

Inherent Limitations on Effectiveness of Controls

Our management, including our CEO and CFO, believes that our disclosure controls and procedures and internal control over financial reporting are designed to provide reasonable assurance of achieving their objectives and are effective at the reasonable assurance level. However, our management does not expect that our disclosure controls and procedures or our internal control over financial reporting will prevent all errors and all fraud. A control system, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, have been detected. For example, these inherent limitations include the realities that judgments in decision making can be faulty, and that breakdowns can occur because of a simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people or by management override of the controls. The design of any system of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions. Over time, controls may become inadequate because of changes in conditions, or the degree of compliance with policies or procedures may deteriorate. Because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.

PART II. OTHER INFORMATION

Item 1. Legal Proceedings

We are involved in a number of proceedings, legal actions and claims. Such matters are subject to many uncertainties, and the outcomes of these matters are not within our control and may not be known for prolonged periods of time. In some actions, the claimants seek damages, as well as other relief, including injunctions prohibiting us from engaging in certain activities, which, if granted, could require significant expenditures and/or result in lost revenues. For further details on the material legal proceedings to which we are currently a party, please refer to **"Part I; Item 1. Financial Statements; Notes to Condensed Consolidated Financial Statements (Unaudited); Note 17. Commitments and Contingencies"** above.

In addition, we are subject to legal proceedings arising in the ordinary course of business.

Item 1A. Risk Factors

Risk factors that could cause our actual results to differ from our expectations and that could negatively impact our business, results of operations and financial condition are discussed in our 2024 Annual Report on Form 10-K filed on February 20, 2025 and our March 31, 2025 Quarterly Report on Form 10-Q filed May 8, 2025. If any of these risks actually occur, our business, results of operations, financial condition and future growth prospects could be materially and adversely affected. You should carefully read and consider each of these risks, together with all of the other information set forth in this Quarterly Report on Form 10-Q. The risks and uncertainties described are not the only ones we face. Additional risks and uncertainties not presently known to us or that we currently believe are immaterial may also materially adversely affect our business, results of operations, financial condition and future growth prospects, and our stock price.

There have been no material changes to the risk factors set forth in Item 1A. "Risk Factors" of our 2024 Annual Report on Form 10-K filed on February 20, 2025 and our March 31, 2025 Quarterly Report on Form 10-Q filed on May 8, 2025.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

Purchases of Equity Securities by the Issuer

We repurchase shares of the Company's Class A common stock pursuant to the publicly announced share repurchase program authorized by the Board of Directors in March 2020 and the expansion of the share repurchase plan authorized by the Board of Directors in March 2022 and September 2023. On May 15, 2025, the share repurchase program was expanded by authorizing the Company to repurchase an additional $500.0 million of the Company's Class A common stock.

The following table provides the activity related to share repurchases for the third quarter of 2025.

(In thousands except for per share prices)

Period	Total number of shares purchased [(a)]	Average price paid per share [(b)]	Total number of shares purchased as part of publicly announced plans or programs [(a)]	Approximate dollar value of shares that may yet be purchased under the plans or programs [(a)]
July 1, 2025 - July 31, 2025	665	60.12	665	435,000
August 1, 2025 - August 31, 2025	—	—	—	435,000
September 1, 2025 - September 30, 2025	—	—	—	435,000
Total	665		665	

(a) On March 11, 2020, our Board of Directors authorized a share repurchase program that allows for the repurchase up to $200 million of the Company's Class A common stock. On March 4, 2022, our Board of Directors authorized the expansion of the share repurchase program of the Company's Class A common stock by an additional $200 million. On September 27, 2023, the share repurchase program was expanded by authorizing the Company to repurchase an additional $350.0 million of the Company's Class A common stock. On May 15, 2025, the share repurchase program was expanded by authorizing the Company to repurchase an additional $500.0 million of the Company's Class A common stock. The shares may be purchased through privately negotiated or open market transactions. This program has no time limit and may be suspended for periods or discontinued at any time.
(b) Inclusive of an immaterial amount of commission fees.

Item 3. Defaults Upon Senior Securities

Not applicable.

Item 4. Mine Safety Disclosures

Not applicable.

Item 5. Other Information

On August 12, 2025, Daniel T. Scavilla, former President and Chief Executive Officer, terminated a Rule 10b5-1 Trading Plan. Mr. Scavilla's Rule 10b5-1 Trading Plan, had a term ending upon the earlier of December 31, 2025 or the sale of all shares subject to the plan. At the time of termination, the sale of 80,000 shares of Class A common stock remained authorized under the plan.

On August 25, 2025, Kyle R. Kline, Chief Financial Officer and Senior Vice President, adopted a Rule 10b5-1 Trading Plan. Mr. Kline's Rule 10b5-1 Trading Plan, which has a term ending upon the earlier of November 30, 2026 or the sale of all shares subject to the plan, provides for the sale of up to 29,324 stock options pursuant to the terms of the plan. Mr. Kline's Rule 10b5-1 Trading Plan is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act.

On September 12, 2025, Leslie V. Norwalk, Member of the Board of Directors, adopted a Rule 10b5-1 Trading Plan. Ms. Norwalk's Rule 10b5-1 Trading Plan, which has a term ending upon the earlier of September 11, 2026 or the sale of all shares subject to the plan, provides for the sale of up to 8,000 shares of Class A common stock pursuant to the terms of the plan. Ms. Norwalk's Rule 10b5-1 Trading Plan is intended to satisfy the affirmative defense conditions of Rule 10b5-1 under the Exchange Act.

Item 6. Exhibits

The following is a list of exhibits filed as part of this Quarterly Report on Form 10-Q. Where so indicated, exhibits that were previously filed are incorporated by reference. For exhibits incorporated by reference, the location of the exhibit in the previous filing is indicated in parentheses.

Exhibit No.	Item
31.1*	Certification by Principal Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
31.2*	Certification by Principal Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
32**	Certifications pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.
101.INS*	XBRL Instance Document – the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document.
101.SCH*	XBRL Taxonomy Extension Schema Document
101.CAL*	XBRL Taxonomy Extension Calculation Linkbase Document
101.LAB*	XBRL Taxonomy Extension Label Linkbase Document
101.PRE*	XBRL Taxonomy Extension Presentation Linkbase Document
101.DEF*	XBRL Taxonomy Extension Definition Linkbase Document
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

*	Filed herewith.
**	Furnished herewith.
***	Schedules and exhibits have been omitted pursuant to Item 601(b)(2) of Regulation S-K. The Registrant agrees to furnish on a supplemental basis a copy of the omitted schedules and exhibits to the Commission upon request.

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.

GLOBUS MEDICAL, INC.

Dated: November 6, 2025

/s/ KEITH PFEIL

Keith Pfeil
President and Chief Executive Officer
(Principal Executive Officer)
and Director

Dated: November 6, 2025

/s/ KYLE KLINE

Kyle Kline
Chief Financial Officer
(Principal Financial Officer)
Senior Vice President

EXHIBIT 31.1

Certification By Principal Executive Officer
Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

I, Keith Pfeil, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Globus Medical, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations, and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e)) and 15d-15(e) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize, and report financial information; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 6, 2025

/s/ KEITH PFEIL

Keith Pfeil
President and Chief Executive Officer
(Principal Executive Officer)
and Director

EXHIBIT 31.2

Certification By Principal Financial Officer
Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

I, Kyle Kline, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Globus Medical, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations, and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

   c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

   d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

   a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize, and report financial information; and

   b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 6, 2025

/s/ KYLE KLINE

Kyle Kline
Chief Financial Officer
(Principal Financial Officer)
Senior Vice President

EXHIBIT 32

Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of The Sarbanes-Oxley Act of 2002

Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (Section 1350 of Chapter 63 of Title 18 of the United States Code), Keith Pfeil, President and Chief Executive Officer, and Kyle Kline, Chief Financial Officer of Globus Medical, Inc. (the "Company"), each certifies with respect to the Quarterly Report of the Company on Form 10-Q for the period ended September 30, 2025 (the "Report") that, to the best of his knowledge:

(1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: November 6, 2025

/s/ KEITH PFEIL

Keith Pfeil
President and Chief Executive Officer
(Principal Executive Officer)
and Director

Date: November 6, 2025

/s/ KYLE KLINE

Kyle Kline
Chief Financial Officer
(Principal Financial Officer)
Senior Vice President

The foregoing certification is being furnished solely pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (Section 1350 of Chapter 63 of Title 18 of the United States Code) and is not being filed as part of the Report or as a separate disclosure document.