Risk Factors Comparison 2024-02-29 to 2023-02-28 Form: 10-K

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In addition to the other information in this Annual Report, any of the factors set forth below could significantly and negatively affect our business, financial condition, results of operations or prospects. The trading price of our common stock may decline due to these risks. This section contains forward- looking statements. You should refer to the explanation of the qualifications and limitations on forward- looking statements beginning on page 1 of this Annual Report. These risk factors are not the only risks facing our Company. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial also may materially adversely affect our business, financial condition or future results. Risks Related to the Development and Commercialization of our Products and Product Candidates Our success depends primarily on our ability to successfully commercialize EXPAREL and ZILRETTA. We have invested a significant portion of our efforts and financial resources in the development and commercialization of our lead product, EXPAREL, which was first approved by the FDA on October 28, 2011 and commercially launched in April 2012. EXPAREL was approved by the EC (which included the U. K.) on November 16, 2020. During ~~2022~~ **2023** , sales of EXPAREL accounted for ~~81~~ **80** % of our total revenue, and we expect EXPAREL sales will remain of primary importance for the foreseeable future. We added ZILRETTA to our product portfolio upon completing the Flexion Acquisition in November 2021 and it accounted for 16 % of our total revenue in ~~2022~~ **2023** . Our success primarily depends on our ability to continue to effectively commercialize EXPAREL and ZILRETTA. Our ability to effectively generate revenues from EXPAREL and ZILRETTA will depend on our ability to, among other things: • create further market demand for EXPAREL and ZILRETTA through our marketing and sales activities and other arrangements established for their promotion; • train, deploy and support a qualified sales force; • secure formulary approvals for EXPAREL at a substantial number of targeted hospitals and ASCs; • manufacture EXPAREL and ZILRETTA in sufficient quantities in compliance with requirements of regulatory agencies and at acceptable quality and pricing levels in order to meet commercial demand; • implement and maintain agreements with wholesalers and distributors on commercially reasonable terms **; • appropriately prepare the market to take advantage of EXPAREL reimbursement for Medicare patients receiving surgery in the outpatient setting beginning in 2025** ; • receive adequate levels of coverage and reimbursement for EXPAREL and ZILRETTA from commercial health plans and governmental health programs; • maintain compliance with regulatory requirements; • obtain regulatory approvals for additional indications and geographic expansion for the use of EXPAREL and ZILRETTA; • ensure that our entire supply chain efficiently and consistently delivers EXPAREL and ZILRETTA to our customers; and • maintain and defend our patent protection and regulatory exclusivity for EXPAREL and ZILRETTA. Any disruption in our ability to generate revenues from the sale of EXPAREL and ZILRETTA will have a material and adverse impact on our results of operations and financial condition. Our efforts to successfully commercialize EXPAREL and ZILRETTA are subject to many internal and external challenges and if we cannot overcome these challenges in a timely manner, our future revenues and profits could be materially and adversely impacted. EXPAREL has been a commercialized drug since **April** 2012. We continue to expend significant time and resources to train our sales force to be credible and persuasive in convincing physicians, hospitals and ASCs to use EXPAREL. In addition, we also must train our sales force to ensure that a consistent and appropriate message about EXPAREL is delivered to our potential customers. If we are unable to effectively train our sales force and equip them with effective materials, including medical and sales literature to help them inform and educate potential customers about the benefits and risks of EXPAREL and its proper administration, our efforts to successfully commercialize EXPAREL could be put in jeopardy, which could have a material adverse effect on our future revenues and profits. In addition to our extensive internal efforts, the successful commercialization of EXPAREL requires many third parties, over whom we have no control, to continue to utilize EXPAREL. These third parties include physicians and hospital pharmacy and therapeutics committees (" P & T committees "). Generally, before we can attempt to sell EXPAREL in a hospital, EXPAREL must be approved for addition to that hospital' s list of approved drugs, or formulary list, by the hospital' s P & T committee. A **Pacira BioSciences, Inc. | 2023 Form 10- K | Page** ~~hospital~~ **36hospital** ' s P & T committee typically governs all matters pertaining to the use of medications within the institution, including the review of medication formulary data and recommendations for the appropriate use of drugs within the institution to the medical ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 35staff~~ -- **staff** . The frequency of P & T committee meetings at hospitals varies considerably, and P & T committees often require additional information to aid in their decision- making process. Therefore, we may experience substantial delays in obtaining formulary approvals. Additionally, hospital pharmacists may be concerned that the cost of acquiring EXPAREL for use in their institutions will adversely impact their overall pharmacy budgets, which could cause pharmacists to resist efforts to add EXPAREL to the formulary, or to implement restrictions on the usage of EXPAREL or to encourage use of a lower cost dose than a surgeon or anesthesiologist would otherwise choose in order to control costs. ~~We~~ **Implementation of the NOPAIN Act in January 2025, which will provide for separate reimbursement of qualifying non- opioids, like EXPAREL, administered during surgical procedures in the outpatient environment, is a significant policy advancement aimed at alleviating cost concerns for the Medicare population; however, we** cannot guarantee that we will be successful in obtaining the approvals we need from enough P & T committees quickly enough to optimize hospital sales of EXPAREL. Even if we obtain hospital formulary approval for EXPAREL, physicians must still prescribe EXPAREL for its commercialization to be successful. If EXPAREL does not achieve broader market acceptance, the revenues that we generate from its sales will be limited. The degree of market acceptance of EXPAREL also depends on a number of other factors, including: • changes in the standard of care for the targeted indications for EXPAREL, which could reduce the marketing

impact of any claims that we can make; • the relative efficacy, convenience and ease of administration of EXPAREL; • the prevalence and severity of adverse events associated with EXPAREL; • the cost of treatment versus economic and clinical benefit, both in absolute terms and in relation to alternative treatments; • the availability of adequate coverage or reimbursement by third parties, such as insurance companies and other healthcare payers, and by government healthcare programs, including Medicare and Medicaid **, although implementation of the NOPAIN Act in January 2025 will provide Medicare coverage for separate reimbursement of qualifying opioids like EXPAREL** ; • the extent and strength of our marketing and distribution of EXPAREL; • the safety, efficacy and other potential advantages over, and availability of, alternative treatments, including, in the case of EXPAREL, a number of products already used to treat pain in the hospital setting; and • distribution and use restrictions imposed by regulatory agencies or to which we agree as part of a mandatory risk evaluation and mitigation strategy or voluntary risk management plan. Our ability to effectively promote and sell EXPAREL and any product candidates that we may develop, license or acquire in the hospital or ASC marketplace will also depend on pricing and cost effectiveness, including our ability to produce a product at a competitive price and therefore achieve acceptance of the product onto hospital formularies, and our ability to obtain sufficient third- party coverage or reimbursement. We will also need to demonstrate acceptable evidence of safety and efficacy, as well as relative convenience and ease of administration. Market acceptance could be further limited depending on the prevalence and severity of any expected or unexpected adverse side effects associated with our product candidates. In addition, our approved labels for EXPAREL do not contain claims that EXPAREL is safer or more effective than competitive products and do not permit us to promote EXPAREL as being superior to competing products. Further, the availability of inexpensive generic forms of postsurgical pain management products may also limit acceptance of EXPAREL among physicians, patients and third- party payers. If EXPAREL does not achieve a broader level of acceptance among physicians, patients and third- party payers, we may not generate meaningful revenues from EXPAREL, and we may not remain profitable. ZILRETTA is only approved for the management of OA pain of the knee for patients in the U. S. Successful commercialization of ZILRETTA is subject to many risks. Market acceptance of ZILRETTA will depend on a number of factors, including: • the efficacy and safety as demonstrated in clinical trials; • the ability to demonstrate the impact of real- world evidence; • the timing and market introduction of competitive products; • the product label and clinical indications for which the product is approved; • acceptance by physicians, the medical community and patients of the product as a safe and effective treatment; • the ability to distinguish safety and efficacy from existing, less expensive generic alternative therapies; **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 37** • the convenience of prescribing, administrating and initiating patients on the product; • the potential and perceived advantages or value of the product over alternative treatments; • the cost of treatment in relation to alternative treatments, including any similar generic treatments; • the economics of a buy- and- bill product and discounts and rebates we offer; ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 36~~ • the availability of coverage and adequate reimbursement by third- party payers and government authorities to support pricing; • the prevalence and severity of adverse side effects; and • the effectiveness of sales and marketing efforts. If ZILRETTA does not achieve a broader level of acceptance among physicians, patients and third- party payers, we may not generate meaningful revenues from ZILRETTA, and our business, financial condition and results of operations may suffer. If we are unable to achieve and maintain adequate levels of third- party payer coverage and reimbursement for any product we may offer, on reasonable pricing terms, that product' s commercial success may be severely hindered. ZILRETTA is a physician- administered product, and therefore physicians are required to purchase and manage the inventory of ZILRETTA, prior to administering the product to patients. Physicians obtain reimbursement for ZILRETTA from the applicable third- party payer, such as Medicare or a health insurance company, only after it has been administered to patients. This is called a " buy and bill " process. Because physicians are at financial risk for the cost of a " buy and bill " product until they have been reimbursed, concerns about reimbursement can impact a physician' s decision to use the product. The future growth of ZILRETTA depends on the availability of coverage and adequate reimbursement from third- party payers, including commercial payers, governmental healthcare programs, such as Medicare and Medicaid and managed care organizations, among others. EXPAREL reimbursement is subject to the same considerations in the ASC setting. Patients who are prescribed medicine for the treatment of their conditions generally rely on third- party payers to reimburse all or part of the costs associated with their prescription drugs. Coverage and adequate reimbursement from third- party payers are critical to product acceptance. Coverage decisions may depend upon clinical and economic standards that disfavor drug products when more established or lower cost therapeutic alternatives are already available or subsequently become available. The resulting reimbursement payment rates for EXPAREL and ZILRETTA might not be adequate or may require co- payments that patients find unacceptably high. If coverage and reimbursement for EXPAREL and ZILRETTA are not available or only available at limited levels, we may not be able to successfully commercialize EXPAREL and ZILRETTA, which could have a material adverse effect on our business, results of operations and financial condition. We face significant competition from other pharmaceutical, medical device and biotechnology companies. Our operating results will suffer if we fail to compete effectively. The pharmaceutical, medical device and biotechnology industries are intensely competitive and subject to rapid and significant technological change. Our major competitors include organizations such as major multinational pharmaceutical and medical device companies, established biotechnology companies and specialty pharmaceutical and generic drug companies. Many of our competitors have greater financial and other resources than we have, such as larger research and development staff, more extensive marketing, distribution, sales and manufacturing organizations and experience, more extensive clinical trial and regulatory experience, expertise in prosecution of intellectual property rights and access to development resources like personnel and technology. As a result, these companies may obtain regulatory approval more rapidly than we are able to and may be more effective in selling and marketing their products. Smaller or early - stage companies may also prove to be significant competitors, particularly through collaborative arrangements with large, established companies. Our competitors may succeed in developing, acquiring or licensing on an exclusive basis technologies, drug products and medical devices that are more effective or less costly than EXPAREL, ZILRETTA, iovera ° or any product

candidate that we are currently developing or that we may develop, license or acquire, which could render our products obsolete and noncompetitive or significantly harm the commercial opportunity for EXPAREL, ZILRETTA, iovera ° or any of our product candidates. As a result of these factors, our competitors may obtain patent protection or other intellectual property rights that may limit our ability to develop other indications for, or commercialize, EXPAREL, ZILRETTA, iovera ° or any of our product candidates. Our competitors may also develop drugs or medical devices that are safer, more effective, useful or less costly than ours and may be more successful than us in manufacturing and marketing their products. EXPAREL competes with well- established products with similar indications. Competing products available for postsurgical pain management include opioids such as morphine, fentanyl, meperidine and hydromorphone, each of which is available generically from several manufacturers, and several of which are available as proprietary products using novel delivery systems. Ketorolac, an NSAID, is also available generically in the U. S. from several manufacturers, and Caldolor (ibuprofen for injection), an NSAID, has been approved by the FDA for pain management and fever in adults. EXPAREL also faces competition from currently marketed non- opioid products such as bupivacaine, marcaine, ropivacaine and other anesthetics / analgesics, all of which are also used in the treatment of postsurgical pain and are available as either oral tablets, injectable dosage forms or administered using novel delivery systems. EXPAREL also competes with elastomeric pumps and catheter devices intended to provide bupivacaine over several days and with off- label combinations of other approved analgesics, called " cocktails ", that are combined by compound pharmacies in an attempt to extend the duration of pain control. Additional products may be developed for the treatment of acute pain, including new injectable NSAIDs, novel opioids, new formulations of currently available opioids and NSAIDs, long- acting local anesthetics and new chemical entities as well as alternative delivery forms of various opioids and NSAIDs. EXPAREL also competes with elastomeric bags and catheter devices intended to provide bupivacaine over several days. ZILRETTA competes with immediate- release steroids and HA- containing products, as well as stem cell and PRP injections. Immediate- release TA and other injectable immediate- release steroids, which are the current IA standard of care for OA pain, are available in generic form and are therefore relatively inexpensive compared to the pricing for ZILRETTA. These generic steroids also have well- established market positions and familiarity with physicians, healthcare payers and patients. Although we believe the proven and extended pain relief evidenced in clinical trials demonstrate that ZILRETTA represents a clinically meaningful and highly efficacious option, it is possible that we will receive data from additional clinical trials or in a post- marketing setting from physician and patient experiences with the commercial product that does not continue to support such interpretations. The iovera ° system competes with cryotherapy devices as well as other devices such as cooled radio- frequency ablation devices that block or degenerate peripheral nerves involved in conducting pain signals. Regulatory approval for any approved product is limited to those specific indications and conditions for which clinical safety and efficacy have been demonstrated, and allegations of our failure to comply with such approved indications could limit our sales efforts and have a material adverse effect on our business. The marketing, labeling, advertising and promotion of prescription drugs and medical devices is strictly regulated. These regulations include standards and restrictions for direct- to- consumer advertising, industry- sponsored scientific and educational activities, promotional activities involving the internet and off- label promotion. Any regulatory approval granted is limited to those specific diseases and indications for which a product is deemed to be safe and effective by an appropriate regulatory agency. For example, the FDA- approved label for EXPAREL does not include an indication in obstetrical paracervical block anesthesia. In addition to the FDA approval required for new formulations, any new indication for an approved product also requires FDA approval. If we are not able to obtain regulatory approval for any desired future indications for our products and product candidates, our ability to effectively market and sell our products may be reduced and our business may be adversely affected. As an example, in the U. S. and Europe, while physicians may choose, and are generally permitted to prescribe drugs, medical devices or treatments for uses that are not described in the product' s labeling and for uses that differ from those tested in clinical trials and approved by the regulatory authorities, our ability to promote the products is narrowly limited to those indications that are specifically approved by the FDA, EMA or MHRA. These " off- label " uses are common across medical specialties and may constitute an appropriate treatment for some patients in varied circumstances. Regulatory authorities generally do not regulate the behavior of physicians in their choice of treatments. Regulatory authorities do, however, restrict communications by pharmaceutical and medical device companies on the subject of off- label use. In the U. S., although recent court decisions suggest that certain off- label promotional activities may be protected under the First Amendment of the U. S. Constitution, the scope of any such protection is unclear. If our promotional activities fail to comply with the FDA' s regulations or guidelines, we may be subject to warnings from, or enforcement action by, these authorities. In addition, our failure to follow FDA rules and guidelines relating to promotion and advertising may cause the FDA to issue warning letters or untitled letters, bring an enforcement action against us, suspend or withdraw an approved product from the market, require a recall or institute fines or civil fines, or could result in disgorgement of money, operating restrictions, injunctions or criminal prosecution, any of which could harm our reputation and our business. If we are unable to establish and maintain effective marketing and sales capabilities or enter into agreements with third parties to market and sell our products, we may be unable to generate additional product revenues. We are continuing to build our commercial infrastructure for the marketing, sale and distribution of pharmaceutical products. In order to continue commercializing our products effectively, we must continue to build our marketing, sales and distribution capabilities. The establishment, development and training of our sales force and related compliance plans to market our products is expensive and time consuming. In the event we are not successful in further developing our marketing and sales infrastructure, we may not be able to continue to successfully commercialize our products, including **markets** outside the U. S., which would limit our ability to generate additional product revenues. In addition to our internal marketing and sales efforts, we have entered into agreements with third- party distributors to promote and sell EXPAREL in certain territories. For example, we previously had a co- promotion agreement with DePuy Synthes **Sales, Inc.** to market and promote the use of EXPAREL for orthopedic procedures in the U. S. market which we **Pacira BioSciences, Inc. |**

2023 Form 10- K | Page 39 terminated effective January 2021. Additionally, in March 2020, Flexion entered into an exclusive license agreement with Hong Kong Tainuo Pharma Ltd., or HK Tainuo, and Jiangsu Tainuo Pharmaceutical Co. Ltd. for the development and commercialization (other than manufacturing) of ZILRETTA in Greater China. In July 2022, we submitted a letter to HK Tainuo associated with this license agreement seeking a mutual decision to end the licensing agreement and made a $ 13. 0 million termination payment to HK Tainuo in January 2023. For more information, see Note 20, Commitments and Contingencies, to our consolidated ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 38~~ financial statements included herein. There can be no assurance that such distributors and promoters will be successful in marketing and promoting our products. We may seek additional distribution arrangements in the future, including arrangements with third- party distributors to commercialize and sell our products in certain foreign countries. The use of distributors involves certain risks, including risks that such distributors will: • not effectively distribute or support our products; • not provide us with accurate or timely information regarding their inventories, the number of accounts using our products or complaints about our products; • fail to comply with their obligations to us; • fail to comply with laws and regulations to which they are subject, whether in the U. S. or in foreign jurisdictions; • reduce or discontinue their efforts to sell or promote our products; or • cease operations. Any such failure may result in decreased sales, which would have an adverse effect on our business. We rely on third parties to perform many essential services for EXPAREL, ZILRETTA and iovera ° and will rely on third parties for any other products that we commercialize. If these third parties fail to perform as expected or **fail** to comply with legal and regulatory requirements, our ability to commercialize EXPAREL, ZILRETTA and iovera ° will be significantly impacted and we may be subject to regulatory sanctions. We have entered into agreements with third- party service providers to perform a variety of functions related to the **manufacture,** sale and distribution of EXPAREL, ZILRETTA and iovera °, key aspects of which are out of our direct control. These service providers provide key services related to **manufacturing our products,** customer service support, warehousing and inventory program services, distribution services, contract administration and chargeback processing services, accounts receivable management and cash application services, financial management and information technology services. In addition, our finished goods inventory is stored at three warehouses maintained by two service providers. We substantially rely on these providers as well as other third- party providers that perform services for us, including entrusting our inventories of products to their care and handling. If these third- party service providers fail to comply with applicable laws and regulations, fail to meet expected deadlines or otherwise do not carry out their contractual duties to us, or encounter physical or natural damage at their facilities, our ability to deliver product to meet commercial demand would be significantly impaired. In addition, we may engage third parties to perform various other services for us relating to adverse event reporting, safety database management, fulfillment of requests for medical information regarding our product candidates and related services. If the quality or accuracy of the data maintained by these service providers is insufficient, we could be subject to regulatory sanctions. Distribution of our pMVL- based products, including EXPAREL, requires cold- chain distribution provided by third parties, whereby the product must be maintained between specified temperatures. If a problem occurs in our cold- chain distribution processes, whether through our failure to maintain our products or product candidates between specified temperatures or because of a failure of one of our distributors or partners to maintain the temperature of the products or product candidates, the product or product candidate could be adulterated and rendered unusable. We have obtained limited inventory and cargo insurance coverage for our products. However, our insurance coverage may not reimburse us or may not be sufficient to reimburse us for any expenses or losses we may suffer. This could have a material adverse effect on our business, financial condition, results of operations and reputation. We may need to increase the size of our organization and effectively manage our sales force, and we may experience difficulties in managing growth. As of December 31, ~~2022~~ **2023**, we had ~~715~~ **712** employees. We may need to expand our personnel resources in order to manage our operations and sales of EXPAREL, ZILRETTA, iovera ° or any of our product candidates or products we acquire **or in- license**. Our management, personnel, systems and facilities currently in place may not be adequate to support this future growth. In addition, we may not be able to recruit and retain qualified personnel in the future, particularly in marketing positions, due to competition for personnel among pharmaceutical and medical device businesses, and the failure to do so could have a significant negative impact on our future product revenues and business results. Our need to effectively manage our operations, growth and various projects requires that we: **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 40** • continue the hiring and training of an effective commercial organization for the commercialization of EXPAREL, ZILRETTA and iovera °, and establish appropriate systems, policies and infrastructure to support that organization; • continue to establish and maintain effective relationships with distributors and commercial partners for the promotion and sale of our products; ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 39~~ • ensure that our distributors, partners, suppliers, consultants and other service providers successfully carry out their contractual obligations, provide high quality results and meet expected deadlines; • manage our development efforts and clinical trials effectively; • expand our manufacturing capabilities and effectively manage our co- production arrangements with Thermo Fisher and Carlisle; • continue to carry out our own contractual obligations to our licensors and other third parties; and • continue to improve our operational, financial and management controls, reporting systems and procedures. We may be unable to successfully implement these tasks on a larger scale and, accordingly, may not achieve our development and commercialization goals. Additionally, these tasks may impose a strain on our administrative and operational infrastructure. If we are unable to effectively manage our growth, our product sales and resulting revenues will be negatively impacted. We may not be able to manage our business effectively if we are unable to attract and retain key personnel. We may not be able to attract or retain qualified management and commercial, scientific and clinical personnel due to the intense competition for qualified personnel among biotechnology, pharmaceutical, medical device and other businesses, as well as universities, non- profit research organizations and government entities, particularly in and around Tampa, Florida; San Diego, California; northern New Jersey **/ New York City metro** and Houston, Texas. If we are not able to attract and retain necessary personnel to accomplish our business objectives, we may experience constraints that will significantly impede the achievement of our development

objectives, our ability to raise additional capital and our ability to implement our business strategy. Our industry has experienced a high rate of turnover of management personnel in recent years. We are highly dependent on the development and manufacturing expertise for our products and pMVL drug delivery technology and the commercialization expertise of certain members of our senior management. In particular, we are highly dependent on the skills and leadership of our senior management team. If we lose one or more of these key employees, our ability to successfully implement our business strategy could be seriously harmed. Replacing key employees may be difficult and may take an extended period of time because of the limited number of individuals in our industry with the breadth of skills and experience required to develop, gain regulatory approval of and commercialize products successfully. Competition to hire from this limited talent pool is intense, and we may be unable to hire, train, retain or motivate additional key personnel. Competition for highly skilled personnel, including management and commercial, scientific and clinical personnel, is extremely competitive, particularly in and around Tampa, Florida; San Diego, California; northern New Jersey **/ New York City metro** and Houston, Texas. While we ~~permit~~ **offer** remote work arrangements, which allows us to recruit employees **residing** outside of the geographic areas we operate in, we have experienced — and may continue to experience — some difficulty identifying and hiring qualified personnel, especially as we pursue our growth strategy. We may not be able to hire or retain such personnel at compensation or flexibility levels consistent with our existing policies. We periodically review our compensation levels **and employee benefits** to ensure they remain competitive and have increased them when we believe market conditions warrant it. We may need to further increase our existing compensation levels **and employee benefits** in response to competition or labor shortages, which would increase our operating costs and reduce our margins. Furthermore, a sustained labor shortage, lack of skilled labor, increased turnover or labor cost inflation, **such as that initially** caused by the ~~ongoing~~ COVID- 19 pandemic **,** or as a result of general macroeconomic factors, could lead to increased costs, which could negatively affect our ability to efficiently operate our overall business and have other adverse effects on our results of operations and financial condition. Many of the companies with which we compete for experienced employees have greater resources than we have and may be able to offer more attractive terms of employment. In particular, candidates making employment decisions, specifically in our industry, often consider the value of any stock- based compensation they may receive in connection with their employment. Any significant volatility in the price of our common stock may adversely affect our ability to attract or retain highly skilled **and** technical **personnel. Pacira BioSciences , Inc. | 2023 Form 10- K | Page 41 If we fail to successfully execute the transition of David Stack, our former Chief Executive Officer and Chairman, and the integration of Frank D. Lee, our new Chief Executive Officer, we may not be able to execute our business strategy. In September 2023, David Stack, our former Chief Executive Officer and Chairman, announced that he intended to retire as Chief Executive Officer and as a member of the Board effective immediately upon the appointment of his successor as Chief Executive Officer in order to ensure a smooth transition of leadership. On December 21, 2023, we announced that Frank D. Lee would succeed Mr. Stack as our Chief Executive Officer effective January 2, 2024. Our success depends in a large part upon the leadership of our Chief Executive Officer, which is critical to, among other things, our mission, strategic direction, culture, products and technologies. Leadership transitions can be inherently difficult to manage. An inadequate transition to a new Chief Executive Officer may cause disruption within the Company, adversely affecting our** financial **performance** and ~~marketing~~ **ability to meet our operational goals and strategic plans. In addition, the departure of Mr. Stack will result in a loss of institutional knowledge. This loss of knowledge and experience can be mitigated through successful hiring and transition, but there can be no assurance that we will be successful in such efforts. The ability of our new Chief Executive Officer, Frank D. Lee, to quickly adapt to and understand our business, operations and strategic plans will be critical to our ability to make informed decisions about our strategic direction and operations. Management turnover also inherently causes some loss of institutional knowledge, which can negatively affect strategy and execution. In addition, to the extent we experience additional management turnover, competition for top management is high and it may take time to find a candidate or multiple candidates that meet our requirements. If we are unable to attract and retain qualified management** personnel **, our business could suffer. Furthermore, while we have succession plans in place and we have employment arrangements with certain key executives, these do not guarantee the services of these executives will continue to be available to us** . We face potential product liability exposure, and if successful claims are brought against us, we may incur substantial liability for EXPAREL, ZILRETTA, iovera ° or any product candidates that we may develop and may have to limit their commercialization. The use of EXPAREL, ZILRETTA, iovera ° and any product candidates that we may develop, license or acquire in clinical trials and the sale of any products for which we obtain regulatory approval expose us to the risk of product liability claims. Product liability claims might be brought against us by consumers, health care providers or others using, administering or selling our products. We have been a party of these suits in the past and may be again in the future. If we cannot successfully defend ourselves against these claims, we will incur substantial liabilities. Regardless of merit or eventual outcome, liability claims may result in: • loss of revenue from decreased demand for our products and / or product candidates; • impairment of our business reputation or financial stability; • costs of any related litigation; ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 40~~ • substantial monetary awards to patients or other claimants; • diversion of management attention; • withdrawal of clinical trial participants and potential termination of clinical trial sites or entire clinical programs; and • the inability to commercialize our products and / or product candidates. We have ~~obtained~~ limited product liability insurance coverage for our products and our clinical trials with a $ 10. 0 million annual aggregate coverage limit. However, our insurance coverage may not reimburse us, or may not be sufficient to reimburse us, for any expenses or losses we may suffer, including our indemnification obligations to other parties. Moreover, insurance coverage is becoming increasingly expensive, and, in the future, we may not be able to maintain insurance coverage on acceptable terms, at a reasonable cost or in sufficient amounts to protect us against losses due to liability. We intend to expand our insurance coverage to include the sale of additional commercial products upon regulatory approval for our product candidates in development, but we may be unable to obtain

commercially reasonable product liability insurance for any products approved for marketing, or at all. On occasion, large judgments have been awarded in class action lawsuits based on drugs or medical devices that had unanticipated side effects. A successful product liability claim or series of claims brought against us could cause the price of our common stock to fall and, if judgments exceed our insurance coverage, could decrease our cash balance and adversely affect our business. **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 42** If we fail to manufacture our products in sufficient quantities and at acceptable quality and pricing levels, or to fully comply with CGMP regulations, we may face delays in the commercialization of these products or be unable to meet market demand, and may lose potential revenues. The manufacture of our products requires significant expertise and capital investment, including the development of advanced manufacturing techniques, process controls and the use of specialized processing equipment. We must comply with federal, state and foreign regulations, including the FDA' s regulations governing CGMP, enforced by the FDA through its facilities inspection program and by similar regulatory authorities in other jurisdictions where we do business. These requirements include, among other things, quality control, quality assurance and the maintenance of records and documentation. The FDA or similar foreign regulatory authorities at any time may implement new standards or change their interpretation and enforcement of existing standards for manufacture, packaging or testing of our products. Any failure by us or our manufacturing partners to comply with applicable regulations may result in fines and civil penalties, suspension of production, product seizure or recall, operating restrictions, imposition of a consent decree, modification or withdrawal of product approval or criminal prosecution and would limit the availability of our product. Any manufacturing defect or error discovered after products have been produced and distributed also could result in significant consequences, including costly recall procedures, re- stocking costs, damage to our reputation and the potential for product liability claims. The FDA requires manufacturers of medical devices to adhere to certain regulations, including the FDA' s QSRs, which requires periodic audits, design controls, quality control testing and documentation procedures, as well as complaint evaluations and investigations. Regulations regarding the development, manufacture and sale of medical products are evolving and are subject to change in the future. If we are unable to produce the required commercial quantities of our products to meet market demand those products on a timely basis or at all, or if we fail to comply with applicable laws for the manufacturing of our products, we will suffer damage to our reputation and commercial prospects, we will lose potential revenues and we may be required to expend significant time and resources to resolve any such issues. We may need to expand our manufacturing operations or outsource such operations to third parties. To successfully meet future customer demand for EXPAREL, ZILRETTA and iovera °, we may need to expand our existing commercial manufacturing facilities or establish large- scale commercial manufacturing capabilities. In addition, as our drug development pipeline increases and matures, we will have a greater need for clinical trial and commercial manufacturing capacity. As a result, we must continue to improve our manufacturing processes to allow us to reduce our production costs. We may not be able to manufacture our drugs and / or medical devices at a cost or in quantities necessary to be commercially successful. The build- up or other expansion of our internal manufacturing capabilities for EXPAREL production at our Science Center Campus in San Diego, California and co-production capabilities for EXPAREL and ZILRETTA at Thermo Fisher' s Swindon, England site, exposes us to significant up-front fixed costs. If market demand for our products does not align with our expanded manufacturing capacity, we may be unable to offset these costs or achieve economies of scale, and our operating results may be adversely affected as a result of high operating expenses. Alternatively, if we experience demand for our products in excess of our estimates, our facilities may be insufficient to support higher production volumes, which could harm our customer relationships and overall reputation. Our ability to meet such excess demand could also depend on our ability to raise additional capital and effectively scale our manufacturing operations. ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 41~~ In addition, the procurement time for the equipment that we use to manufacture EXPAREL and ZILRETTA requires long lead times. Therefore, we may experience delays, additional or unexpected costs and other adverse events in connection with our capacity expansion projects, including those associated with potential delays in the procurement of manufacturing equipment required to manufacture EXPAREL or ZILRETTA. In addition to expanding our internal manufacturing facilities, we may enter into arrangements with third parties to supply, manufacture, package, test and / or store EXPAREL, ZILRETTA, iovera ° or our product candidates, such as our manufacturing arrangements with Thermo Fisher and Carlisle. Entering into such arrangements requires testing and compliance inspections, regulatory agency approvals and development of the processes and facilities necessary for the production of our products. Such arrangements also involve additional risks, many of which would be outside of our control. Such risks include disruptions or delays in production, manufactured products that do not meet our required specifications, the failure of such third-party manufacturers to comply with CGMP regulations or other regulatory requirements, protection of our intellectual property and manufacturing processes, loss of control of our complex manufacturing processes, inabilities to fulfill our commercial needs and financial risks in connection with our investment in setting up a third- party manufacturing process, such as the substantial capital outlays that were required by us to assist in setting up our manufacturing process at Thermo Fisher' s facility in Swindon, England. **Pacira BioSciences, Inc . | 2023 Form 10- K | Page 43** If we are unable to timely achieve and maintain satisfactory production yields and quality, whether through our internal manufacturing capabilities or arrangements with contract manufacturers, our relationships with customers and our reputation may be harmed and our revenues could decrease. Our inability to continue manufacturing adequate quantities of our products could result in a disruption in the supply to our customers and partners, which could have a material adverse impact on our business and results of operations. EXPAREL is currently manufactured at our facilities in San Diego, California; both EXPAREL and ZILRETTA are currently manufactured at the Thermo Fisher facility in Swindon, England and iovera ° is currently manufactured at our facilities in San Diego, California and at the Carlisle facility in Tijuana, Mexico. These facilities are the only currently approved sites in the world for manufacturing EXPAREL, ZILRETTA and iovera °. We may experience temporary or prolonged suspensions in production of our products due to issues in our manufacturing process that must be remediated or in response to inspections conducted by the FDA or similar foreign regulatory authorities, which could have a material adverse effect on our business, financial position and

results of operations. Our San Diego ~~facility~~ **facilities** in California, the Thermo Fisher facility in Swindon, England and the Carlisle facility in Tijuana, Mexico are also subject to the risks of a natural or man- made disaster, including **storms,** earthquakes, floods and fires, or other business disruptions. In addition, we have obtained limited property and business interruption insurance coverage for our manufacturing sites in San Diego, England and Mexico. However, our insurance coverage may not reimburse us, or may not be sufficient to reimburse us, for any expenses or losses we may suffer. There can be no assurance that we would be able to meet our requirements for EXPAREL, ZILRETTA or iovera ° if there were a catastrophic event or failure of our current manufacturing systems. If we are required to change or add a new manufacturer or supplier, the process would likely require prior FDA and / or equivalent foreign regulatory authority approval, would be very time consuming and could be expensive. An inability to continue manufacturing adequate supplies of EXPAREL, ZILRETTA or iovera ° at our facilities could result in a disruption in the supply of these products to our customers and partners and a breach of our contractual obligations to such counterparties. Our co- production and other agreements with Thermo Fisher may involve unanticipated expenses and delays. We and Thermo Fisher have entered into a Co- Production Agreement, Technical Transfer and Service Agreement and Manufacturing and Supply Agreement. Under these agreements, Thermo Fisher undertook certain technical transfer activities and construction services to prepare their Swindon, England facility for the manufacture of EXPAREL ~~in two dedicated manufacturing suites, of which the first suite received FDA approval in May 2018 and began commercial production in February 2019. In August 2021, the second EXPAREL suite received FDA approval and began commercial production~~ . We agreed with Thermo Fisher, among other things, to provide them with the process equipment necessary to manufacture EXPAREL ~~in these suites~~ **at this facility** . Prior to the Flexion Acquisition, Flexion and Thermo Fisher entered into the ZILRETTA Manufacturing and Supply Agreement and the ZILRETTA Technical Transfer and Service Agreement related to the manufacture of ZILRETTA at the same Thermo Fisher site in Swindon, England where our EXPAREL suites are located. Thermo Fisher agreed to undertake certain transfer activities and construction services needed to prepare its facility for the commercial manufacture of ZILRETTA in dedicated manufacturing suites. Flexion provided Thermo Fisher with certain equipment and materials necessary to manufacture ZILRETTA **at this facility** . The Thermo Fisher facilities required regulatory approval prior to any production and manufacturing of EXPAREL and ZILRETTA. While we have anticipated and budgeted for additional capital expenditures associated with the Thermo Fisher ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 42~~ suites for both EXPAREL and ZILRETTA, if the Thermo Fisher suites do not maintain their regulatory approvals (or fail to receive any additional regulatory approvals that may be needed in the future), this could have a material adverse effect on our business, financial position and results of operations. Further, the production under these agreements involve additional risks, many of which would be outside of our control, such as disruptions or delays in production, manufactured products that do not meet our required specifications, the failure of Thermo Fisher to comply with CGMP regulations or other regulatory requirements, protection of our intellectual property and manufacturing processes, loss of control of our complex manufacturing processes and inabilities to fulfill our commercial needs. **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 44** We rely on third parties for the timely supply of specified raw materials and equipment for the manufacture of EXPAREL, ZILRETTA and iovera °. Although we actively manage these third- party relationships to provide continuity and quality, some events which are beyond our control could result in the complete or partial failure of these goods and services. Any such failure could have a material adverse effect on our financial condition and operations. We purchase certain raw materials and equipment from various suppliers in order to manufacture our products. The acquisition of certain materials may require considerable lead times, and our ability to source such materials is also dependent on logistics providers. If we are unable to source the required raw materials and equipment on a timely basis or receive materials that do not meet our specifications, we may experience delays in manufacturing, which would have a material and adverse impact on our results of operations and financial condition as well as not being able to meet our customers' or partners' demands for our products. Additionally, we have some single sources of supply for certain materials and equipment used in our manufacturing processes. Should the need arise to qualify additional suppliers or change suppliers, we could bear substantial costs and could fail to maintain adequate production levels to meet demand for our products. In addition, we and our third- party suppliers must comply with federal, state and foreign regulations, including CGMP regulations, and any failure to comply with applicable regulations, or failure of government agencies to provide necessary authorizations, may harm our ability to manufacture and commercialize our products on a timely and competitive basis, which could result in decreased product sales and lower revenues. **We** ~~As the global impact of COVID- 19 continues, we~~ may **also** experience additional disruptions that could severely impact our supply chain, **such as those caused by the COVID- 19 pandemic,** which would disrupt our clinical trials and commercialization efforts. To the extent that our vendors are unable to comply with their obligations under our agreements or cannot deliver goods or services timely, our ability to continue meeting commercial demand for our products or advancing development of our product candidates may become impaired. Furthermore, raw materials and supplies needed to manufacture COVID- 19 vaccines **were** ~~have been~~ backed by government mandate orders, ~~impacting~~ **which previously impacted** our suppliers' ability to supply critical raw materials for our **products. There can be no assurances that future government mandates will not occur or that critical raw materials will not be prioritized for other** products. Supply chain disruptions could interrupt product manufacturing and global logistics and increase product costs. We rely on international shipping to receive certain raw materials and to transport our products to their various geographic markets. Delays in shipping may cause us to use more expensive expedited freight methods to ship our products or receive raw materials. ~~The ongoing~~ **For example, the** COVID- 19 pandemic and related governmental actions ~~have~~ **had** also caused delays in shipments **, which may persist despite the end of the federal COVID- 19 public health emergency declaration in May of 2023** . During the **COVID- 19 pandemic** ~~year ended December 31, 2022~~ , we experienced increased lead- times for obtaining raw materials, including those caused by temporary closures and worker shortages. In addition, global inflation has contributed to already higher incremental freight costs and such inflation may continue to result in further increases in freight costs. Failure to adequately produce and timely ship our products to customers could lead to lost potential revenue,

failure to meet customer demand and strained relationships with customers — including wholesalers. Failure to adequately procure raw materials or equipment or produce and timely ship our products to customers could lead to lost potential revenue, failure to meet customer demand and strained relationships with our customers — including wholesalers. Despite our actions to mitigate these impacts **and the pressures related to the COVID- 19 pandemic having eased** , we may still be impacted by global logistics challenges in ~~2023~~ **the future** . Our operations are dependent on the global supply chain and impacts of supply chain constraints and inflationary pressure could adversely impact our operating results. Our operations have been, and may continue to be, impacted by supply chain constraints and raw material shortages, resulting in increased material costs, longer lead times and increased freight costs caused, in part, by the **recent** COVID- 19 pandemic, the uncertain economic environment and macroeconomic trends. In addition, current or future governmental policies may increase the risk of inflation, which could further increase the costs of raw materials and components for our business. Similarly, if costs of goods continue to increase, our suppliers may seek price increases from us. If we are unable to mitigate the impact of supply chain constraints and inflationary pressure through price increases or other measures, our results of operations and financial condition could be negatively impacted. Even though we are working to alleviate supply chain constraints through various measures, we are unable to predict the impact of these constraints on the timing of revenue and operating costs of our business in the near future. Raw material supply shortages and supply chain constraints, including cost inflation, have impacted and could continue to negatively impact our ability to meet increased demand, which in turn could impact our net sales **revenues and market share. We expect the situation to remain fluid as foreign exchange rates fluctuate and as inflationary pressure continues.** Pacira BioSciences, Inc. | ~~2022~~ **2023** Form 10- K | Page **45** ~~43 revenues and market share. We expect the situation to remain fluid as any deterioration in circumstances related to COVID- 19 variants occur, as foreign exchange rates fluctuate and as inflationary pressure continues.~~ Our future growth depends — in part — on our ability to identify, develop, acquire or in- license products and if we do not successfully identify, develop, acquire or in- license related product candidates or integrate them into our operations, we may have limited growth opportunities. An important part of our business strategy is to continue to develop a pipeline of product candidates by developing, acquiring or in- licensing products, businesses or technologies that we believe are a strategic fit with our focus on the hospital marketplace. However, these business activities may entail numerous operational and financial risks, including: • significant capital expenditures; • difficulty or inability to secure financing to fund development activities for such development, acquisition or in- licensed products or technologies; • incurrence of substantial debt or dilutive issuances of securities to pay for the development, acquisition or in- licensing of new products; • the successful integration of acquired products, businesses or technologies into our operations, and achieving the expected benefits and synergies from such acquisitions; • disruption of our business and diversion of our management' s time and attention; • higher than expected development, acquisition or in- license and integration costs; • exposure to unknown liabilities; • difficulty and cost in combining the operations and personnel of any acquired businesses with our operations and personnel; • inability to retain key employees of any acquired businesses; • difficulty entering markets in which we have limited or no direct experience; • difficulty in managing multiple product development programs; and • inability to successfully develop new products or clinical failure. We have limited resources to identify and execute the development, acquisition or in- licensing of products, businesses and technologies and integrate them into our current infrastructure. We may compete with larger pharmaceutical and medical device companies and other competitors, including public and private research organizations, academic institutions and government agencies, in our efforts to establish new collaborations and in- licensing opportunities. These competitors may have access to greater financial resources, research and development staffs and facilities than us and may have greater expertise in identifying and evaluating new opportunities. We may not be successful in locating and acquiring or in- licensing additional desirable product candidates on acceptable terms or at all. We may also not be successful in developing or commercializing our current product candidates. Such efforts may require the dedication of significant financial and personnel resources, and any diversion of resources may also disrupt our management from expanding on EXPAREL, ZILRETTA or iovera ° sales. Moreover, we may devote resources to potential development, acquisitions or in- licensing opportunities that are never completed, or we may fail to realize the anticipated benefits of such efforts. We make substantial investments in research and development and unsuccessful investments could materially adversely affect our business, financial condition and results of operations. The industry in which we compete is characterized by rapid technological change, changes in customer requirements, frequent new product introductions and enhancements, evolving industry standards and new delivery methods. In order to remain competitive, we have made, and expect to continue to make, significant investments in research and development. If we fail to develop new and enhanced products and technologies, if we focus on products and technologies that do not become widely adopted, or if new competitive products and technologies that we do not support become widely accepted, demand for our products may be reduced. Increased investments in research and development or unsuccessful research and development efforts could cause our cost structure to fall out of alignment with demand for our products, which would have a negative impact on our financial results. Our business involves the use of hazardous materials and we must comply with environmental laws and regulations, which can be expensive and restrict how we do business. Our manufacturing activities involve the controlled storage, use and disposal of hazardous materials, including the components of our products, product candidates and other hazardous compounds. We are subject to federal, state and local laws and regulations governing the use, manufacture, storage, handling, release and disposal of, and exposure to, these hazardous **materials. Violation of these laws and regulations could lead to substantial fines and penalties. Although we believe that our safety procedures for handling and disposing of these materials comply with the standards prescribed by these laws and regulations, we cannot eliminate the risk of accidental contamination or injury from these materials or unintended failure to** Pacira BioSciences, Inc. | ~~2022~~ **2023** Form 10- K | Page **46** ~~44 materials. Violation of these laws and regulations could lead to substantial fines and penalties. Although we believe that our safety procedures for handling and disposing of these materials comply with the standards prescribed by these laws and regulations, we cannot eliminate the risk of accidental contamination or injury from these~~

~~materials or unintended failure to~~ comply with these laws and regulations. In the event of an accident or failure to comply with these laws and regulations, federal, state or local authorities may curtail our use of these materials and interrupt our business operations. In addition, we could become subject to potentially material liabilities relating to the investigation and cleanup of any contamination, whether currently unknown or caused by future releases. Any collaboration arrangements that we may enter into in the future may not be successful, which could adversely affect our ability to develop and commercialize our product candidates. Our business model is to commercialize our products in the U. S. and abroad, occasionally seeking collaboration arrangements with pharmaceutical or biotechnology companies for the development or commercialization of our products in other countries. Accordingly, we may enter into collaboration arrangements in the future on a selective basis. Any future collaboration arrangements that we enter into may not be successful. The success of our collaboration arrangements will depend heavily on the efforts and activities of our collaborators. Collaborators generally have significant discretion in determining the efforts and resources that they will apply to these collaboration arrangements. Disagreements between parties to a collaboration arrangement regarding clinical development and commercialization matters can lead to delays in the development process or commercializing the applicable product candidate (s) and, in some cases, termination of the collaboration arrangement. These disagreements can be difficult to resolve if neither of the parties has final decision- making authority. Collaborations with pharmaceutical and / or medical device companies and other third parties often are terminated or allowed to expire by the other party. Any such termination or expiration would adversely affect us financially and could harm our business reputation. Clinical trials are expensive, lengthy and have uncertain outcomes, and results of earlier studies and trials may not be predictive of future trial results. Clinical trials may fail to demonstrate the safety and efficacy of our drug products or medical devices, which could prevent or significantly delay obtaining regulatory approval. Prior to receiving approval to commercialize any of our drug products or medical devices, we must demonstrate with scientifically appropriate and statistically sound evidence from well-controlled clinical trials, and to the satisfaction of the FDA and other regulatory authorities, that each of the products are both safe and effective. For each drug product, we will need to demonstrate its efficacy and monitor its safety throughout the process. Clinical trials are expensive and can take many years to complete, and their outcomes are inherently uncertain. If such development is unsuccessful, our business and reputation would be harmed and our stock price would be adversely affected. All of our drug and medical device products are prone to the risks of failure inherent in development. Clinical trials of new drug and medical device products sufficient to obtain regulatory approval are expensive and take years to complete. We may not be able to successfully complete clinical testing within the time frame we have planned, or at all. We may experience numerous unforeseen events during, or as a result of, the clinical trial process which could delay or prevent us from receiving regulatory approval or commercializing our products. In addition, the results of preclinical studies and early ~~-~~ stage clinical trials of our products do not necessarily predict the results of later- stage clinical trials. Later- stage clinical trials may fail to demonstrate that a product is safe and effective despite having progressed through initial clinical testing. Even if we believe the data collected from clinical trials of our products is promising, such data may not be sufficient to support approval by regulatory agencies. Preclinical and clinical data can be interpreted in different ways, and results generated in our completed clinical trials do not ensure that any future clinical trials will be successful or consistent with the results generated in previous trials. Accordingly, regulatory authorities could interpret such data in different ways than we or our partners do, which could delay, limit or prevent regulatory approval. Regulatory authorities, our institutional review boards, our contract research organizations, or CROs, or we ourselves may suspend or terminate our clinical trials for our drug products and medical devices. Any failure or significant delay in completing clinical trials for our drug products or medical devices, or in receiving regulatory approval for the sale of any of our drugs or medical devices, may severely harm our business and reputation. Even if we receive regulatory approvals, our drug and medical device products may later exhibit adverse effects that may limit or prevent their widespread use, may cause a regulatory authority to revoke, suspend or limit their approval, or may force us to withdraw products derived from those drug or medical device products from the market. ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 45~~ Our dependence on contract research organizations could result in delays in and additional costs for our drug **or medical device** development efforts. We may rely on CROs to perform preclinical testing and clinical trials for drug **or medical device** candidates that we choose to develop without a collaborator. If the CROs that we hire to perform our preclinical testing and clinical trials or our collaborators or licensees do not meet deadlines, do not follow proper procedures or a conflict arises between us and our CROs, our preclinical testing and clinical trials may take longer than expected, may be delayed or may be terminated. If we were forced to find a replacement CRO to perform any of our preclinical testing or clinical trials, we may not be able to find a suitable replacement on favorable terms, if at all. Even if we were able to find another CRO to perform a preclinical test or clinical trial, any material delay in a test or clinical trial may result in significant additional expenditures that could adversely affect our operating results. Events such as these may also delay regulatory approval for our drug **or medical device** candidates or our ability to commercialize our products. We depend on clinical investigators and clinical sites to enroll patients in our clinical trials and sometimes other third parties to manage the trials and to perform related data collection and analysis, and, as a result, we may face costs and delays outside of our control. We rely on clinical investigators and clinical sites to enroll patients and sometimes third parties to manage our trials and to perform related data collection and analysis. However, we may be unable to control the amount and timing of resources that the clinical sites which conduct the clinical testing may devote to our clinical trials. Our clinical trials may be delayed or terminated due to the inability of our clinical investigators to enroll enough qualified patients. Patient enrollment depends on many factors, including the size of the patient population, the nature of the trial protocol, the proximity of patients to clinical sites and the eligibility criteria for the trial. If our clinical investigators and clinical sites fail to enroll a sufficient number of patients in our clinical trials or fail to enroll them on our planned schedule, we may face increased costs, delays or termination of the trials, which could delay or prevent us from obtaining regulatory approvals for our product candidates. Our agreements with clinical investigators and clinical sites for clinical testing and for trial management services place substantial responsibilities on these

parties, which could result in delays in, or termination of, our clinical trials if these parties fail to perform as expected. For example, if any of our clinical trial sites fail to comply with FDA- approved GCPs, we may be unable to use the data gathered at those sites. If these clinical investigators, clinical sites or other third parties do not carry out their contractual duties or obligations or fail to meet expected deadlines, or if the quality or accuracy of the clinical data they obtain is compromised due to their failure to adhere to our clinical protocols or for other reasons, our clinical trials may be extended, delayed or terminated, and we may be unable to obtain regulatory approval for, or successfully commercialize, our product candidates. We are subject to periodic litigation, which could result in losses or unexpected expense of time and resources. From time to time, we are called upon to defend ourselves against lawsuits relating to our business. Due to the inherent uncertainties of litigation, we cannot accurately predict the ultimate outcome of any such proceedings. See Note 20, Commitments and Contingencies, to our consolidated financial statements included herein for information about our legal proceedings. An unfavorable outcome in these or other proceedings could have an adverse impact on our business, financial condition and results of operations. In addition, any significant litigation in the future, regardless of its merits, could divert management' s attention **and resources** from our operations **that are needed to successfully run our business** and **also** result in substantial legal fees. In addition, if our stock price is volatile, we may become involved in ~~additional~~ securities class action lawsuits in the future ~~. Any litigation could result in substantial costs and a diversion of management' s attention and resources that are needed to successfully run our business~~ . For more information about our legal proceedings, see Note 20, Commitments and Contingencies, to our consolidated financial statements included herein. Guidelines and recommendations published by various organizations could reduce the demand for or use of our products. Government agencies promulgate regulations and guidelines directly applicable to us and to our products and product candidates. In addition, professional societies, practice management groups, private health and science foundations and other organizations from time to time may publish papers, guidelines or recommendations to the healthcare and patient communities with respect to specific products or classes of products. Recommendations of government agencies or these other groups or organizations may relate to such matters as usage, dosage, route of administration and use of concomitant therapies. Recommendations or guidelines that do not recognize a product, suggest limitations or inadequacies of a product or suggest the use of competitive or alternative products as the standard of care to be followed by patients and healthcare providers could result in decreased use or adoption of any of our products which could have an adverse impact on our business, financial condition and results of operations. ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 46~~ Regulatory Risks Our business could be materially adversely affected if a regulatory or enforcement agency determines that we are promoting or have in the past promoted the " off- label " use of our products. The marketing, labeling, advertising and promotion of prescription drugs and medical devices is strictly regulated. These regulations include standards and restrictions for direct- to- consumer advertising, industry- sponsored scientific and educational activities, promotional activities involving the internet and off- label promotion. According to these regulations, companies may not promote drugs or medical devices for " off- label " uses — that is — uses that are not consistent with the product' s labeling and that differ from those that were approved by the FDA, EMA, MHRA or other regulatory agency. For example, the FDA- **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 48** approved label for EXPAREL does not include an indication in obstetrical paracervical block anesthesia. In addition to the FDA approval required for new formulations or device enhancements, any new indication for an approved product also requires FDA approval. If we are not able to obtain regulatory approval for any desired future indications for our products and product candidates, our ability to effectively market and sell our products may be reduced and our business may be adversely affected. As an example, while physicians may choose, and are generally permitted to prescribe drugs and / or medical devices for uses that are not described in the product' s labeling and for uses that differ from those tested in clinical trials and approved by a regulatory authority, our ability to promote the products is narrowly limited to those indications that are approved by the FDA or other regulatory agency. " Off- label " uses are common across medical specialties and may constitute an appropriate treatment for some patients in varied circumstances. Regulatory authorities generally do not regulate the behavior of physicians in their choice of treatments. Regulatory authorities do, however, restrict communications by pharmaceutical and medical device companies on the subject of off- label use. Although recent court decisions suggest that certain off- label promotional activities may be protected under the First Amendment of the U. S. Constitution, the scope of such protection is unclear. Moreover, while we promote our products consistent with what we believe to be the approved indication for our drugs and medical devices, regulators may disagree. If a regulatory agency determines that our promotional activities fail to comply with their regulations or guidelines, we may be subject to warnings from, or enforcement action by, these authorities. In addition, our failure to follow rules and guidelines relating to promotion and advertising may cause a regulatory body to issue warning letters or untitled letters, bring an enforcement action against us, suspend or withdraw an approved product from the market, require a recall or institute fines or civil fines, or could result in disgorgement of money, operating restrictions, injunctions or criminal prosecution, any of which could harm our reputation and our business. For example, in September 2014, we received a warning letter from the FDA' s Office of Prescription Drug Promotion (OPDP) pertaining to certain promotional aspects of EXPAREL. We took actions to immediately address the FDA' s concerns and minimize further disruption to our business. Ultimately, however, in September 2015, we, along with two independent physicians, filed a lawsuit in federal court against the FDA and other governmental defendants seeking to exercise our lawful rights to communicate truthful and non- misleading information about EXPAREL. The complaint outlined our belief that the FDA' s warning letter received in September 2014 and regulations restricting our truthful and non- misleading speech about EXPAREL violated the Administrative Procedure Act and the First and Fifth Amendments of the U. S. Constitution. The lawsuit sought a declaration and injunctive relief to permit us to promote EXPAREL consistent with its approved indication and pivotal trials that supported FDA approval. On December 15, 2015, we announced that the FDA had formally withdrawn the September 2014 Warning Letter via a " Rescission Letter, " and that the FDA and Pacira had reached an amicable resolution of the lawsuit. As part of the resolution of this matter, the FDA confirmed that EXPAREL was broadly approved for " administration into the surgical site to produce postsurgical analgesia " in a variety of

surgeries not limited to those studied in its pivotal trials. The FDA also approved a labeling supplement for EXPAREL that further clarified that EXPAREL was not limited to any specific surgery type or site, that the proper dosage and administration of EXPAREL is based on various patient and procedure- specific factors, that there was a significant treatment effect for EXPAREL compared to placebo over the first 72 hours in the pivotal hemorrhoidectomy trial and that EXPAREL may be admixed with bupivacaine, provided certain medication ratios are observed. The Warning Letter and labeling supplement only applied to the infiltration indication that was approved at that time, and does not apply to the interscalene brachial plexus nerve block indication subsequently approved **by the FDA** in April 2018 **, the use of EXPAREL in patients six years of age and older for single- dose infiltration to produce postsurgical local analgesia that was approved by the FDA in March 2021 and the indications for adductor canal block and sciatic nerve block in the popliteal fossa that were FDA approved in November 2023** . We and the FDA agreed that, in future interactions, the parties will deal with each other in an open, forthright and fair manner. In April 2015, we received a subpoena from the U. S. Department of Justice, U. S. Attorney' s Office for the District of New Jersey, requiring the production of a broad range of documents pertaining to marketing and promotional practices related to EXPAREL. In July 2020, we formally entered into settlement agreements that resolved all outstanding investigations and claims by the U. S. Department of Justice, the U. S. of Health and Human Services, various States Attorneys' General and a private plaintiff (the " Plaintiffs "). This agreement concluded a five- year investigation related to the sale and marketing of EXPAREL. Under the various settlement agreements, we paid a global settlement of $ 3. 5 million. As part of the settlement, we ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 47~~ admitted to no wrongdoing and explicitly denied the Plaintiffs' allegations. We have been given assurances that this concluded the investigation that originated from the U. S. Department of Justice subpoena in April 2015. We are unable to predict whether any future regulatory actions will have an effect on our product sales, and even if such actions are ultimately resolved favorably, our sales may suffer due to reputational or other concerns. We can make no assurances that we will not receive warning letters in the future from the FDA or other regulatory authority or be subject to other regulatory action. As noted above, any regulatory violation or allegations of a violation may have a material adverse effect on our reputation and business. **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 49** We may not receive regulatory approval for any of our product candidates, or the approval may be delayed for various reasons, including successful challenges to the FDA' s interpretation of Section 505 (b) (2), which would have a material adverse effect on our business and financial condition. We may experience delays in our efforts to obtain regulatory approval from the FDA for any of our product candidates, and there can be no assurance that such approval will not be delayed, or that the FDA will ultimately approve these product candidates. Although the FDA' s longstanding position has been that the agency may rely upon prior findings of safety or effectiveness to support approval of a 505 (b) (2) application, this policy has been controversial and subject to challenge in the past. If the FDA' s policy is successfully challenged administratively or in court, we may be required to seek approval of our products via full NDAs that contain a complete data package demonstrating the safety and effectiveness of our product candidates, which would be time- consuming, expensive and would have a material adverse effect on our business and financial condition. The FDA, as a condition of the EXPAREL NDA approval on October 28, 2011, has required us to study EXPAREL in pediatric patients as a post- marketing requirement. We have agreed to a trial timeline where we will study successive pediatric patient subpopulations. In December 2019, we announced positive results for our extended pharmacokinetic and safety study for local analgesia in children aged 6 to 17 undergoing cardiovascular or spine surgeries. Those positive results provided the foundation for an sNDA submission which was approved by the FDA in March 2021. Additionally, we are in negotiations with the FDA and EMA for clarity on other pediatric study obligations for children aged zero to less than six years old **, and in October 2023, received notification from the FDA that our pediatric studies requirement had been waived for the indication of brachial plexus interscalene nerve block to produce postsurgical regional analgesia in pediatric patients** . These trials will be expensive and time consuming and we are required to meet the timelines for submission of protocols and data and for completion as agreed with the FDA and EMA, and we may be delayed in meeting such timelines. We are required to conduct these trials even if we believe that the costs and potential benefits of conducting the trials are not warranted from a scientific or financial perspective. The failure to conduct these pediatric trials or to meet applicable deadlines could result in the imposition of sanctions, including, among other things, issuance of warnings letters or imposition of seizures or injunctions. For more information, see Note 20, Commitments and Contingencies, to our consolidated financial statements included herein. For iovera ° and any other potential medical device, we must obtain clearance or approval from the FDA or other regulatory authorities prior to introducing a new product or a modification to an existing product. The regulatory clearance process may result in substantial delays, unexpected or additional costs and other unforeseen factors and limitations on the types and uses of products we would be able to commercialize, any of which could have a material adverse effect on our business and financial condition. In the U. S., before we are able to market a new medical device, or a new use, claim for, or significant modification to an existing medical device, we generally must first receive clearance or approval from the FDA and certain other regulatory authorities. Many foreign jurisdictions outside the U. S. also require clearance, approval or compliance with certain standards before a medical device or other product can be marketed. The process of obtaining regulatory clearances and approvals to market a medical device can be costly, time consuming, involve rigorous preclinical and clinical testing, require changes in products or result in limitations on the indicated uses of products. There can be no assurance that these clearances and approvals will be granted on a timely basis, if at all. In addition, once a medical device has been cleared or approved, a new clearance or approval may be required before the medical device may be modified, its labeling changed or marketed for a different use. Medical devices are cleared or approved for one or more specific intended uses and promoting a device for an off- label use could result in government enforcement action. Furthermore, a product approval or clearance can be withdrawn or limited due to unforeseen problems with the medical device or issues relating to its application. The regulatory clearance and approval process may result in, among other things, delayed, if at all, realization of product net sales, substantial additional costs and limitations on the types of products we may bring to market or their indicated uses, any

one of which could have a material adverse effect on our business, results of operations, financial condition and cash flows. A regulatory authority may determine that our products or any of our product candidates have undesirable side effects. If concerns are raised regarding the safety of a new product candidate as a result of undesirable side effects identified during clinical testing, a regulatory authority may decline to approve the drug or medical device or issue a letter requesting additional data or information prior to making a final decision regarding whether or not to approve the product. Undesirable side effects caused by our products or any product candidate could also result in the inclusion of unfavorable information in our product labeling, imposition of distribution or use restrictions, a requirement to conduct post- market studies or to implement a ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 48~~ risk evaluation and mitigation strategy, denial, suspension or withdrawal of regulatory approval by the FDA or other regulatory authorities for any or all targeted indications, and in turn prevent us from commercializing and generating revenues from the sale of EXPAREL, ZILRETTA, iovera ° or any product candidate. For example, the side effects observed in the EXPAREL clinical trials completed to date include nausea and vomiting. In addition, the class of drugs that EXPAREL belongs to has been associated with nervous system and cardiovascular toxicities at high doses. We cannot be certain that these side effects and others will not be observed in the future, or that regulatory **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 50** authorities will not require additional trials or impose more severe labeling restrictions due to these side effects or other concerns. The active component of EXPAREL is bupivacaine, and bupivacaine infusions have been associated with the destruction of articular cartilage, or chondrolysis. Chondrolysis has not been observed in clinical trials of EXPAREL, but we cannot be certain that this side effect will not be observed in the future. Following approval of EXPAREL, ZILRETTA, iovera ° or any of our product candidates, if we or others later identify previously unknown undesirable side effects caused by such products, if known side effects are more frequent or severe than in the past, or if we or others detect unexpected safety signals for such products or any products perceived to be similar to such products: • regulatory authorities may require the addition of unfavorable labeling statements, specific warnings or contraindications (including boxed warnings); • regulatory authorities may suspend or withdraw their approval of the product, or require it to be removed from the market; • regulatory authorities may impose restrictions on the distribution or use of the product; • we may be required to change the way the product is administered, conduct additional clinical trials, reformulate the product, change the labeling of the product or change or obtain re- approvals of manufacturing facilities; • sales of the product may be significantly decreased versus projected sales; • we may be subject to government investigations, product liability claims and litigation; and • our reputation may suffer. Any of these events could prevent us from achieving or maintaining market acceptance of our products or any of our product candidates and could substantially increase our commercialization costs and expenses, which in turn could delay or prevent us from generating significant revenues from its sale. If we do not comply with federal, state and foreign laws and regulations relating to the health care business, we could face substantial penalties. We and our customers are subject to extensive regulation by the federal government, and the governments of the states and foreign countries in which we may conduct our business. In the U. S., the laws that directly or indirectly affect our ability to operate our business include the following: • the Federal Anti- Kickback Law, which prohibits persons from knowingly and willfully soliciting, offering, receiving or providing remuneration — directly or indirectly — in cash or in kind, to induce either the referral of an individual or furnishing or arranging for a good or service for which payment may be made under federal health care programs such as Medicare and Medicaid; • other Medicare laws and regulations that prescribe the requirements for coverage and payment for services performed by our customers, including the amount of such payment; • the Federal False Claims Act, which imposes civil and criminal liability on individuals and entities who submit, or cause to be submitted, false or fraudulent claims for payment to the government; • the Federal False Statements Act, which prohibits knowingly and willfully falsifying, concealing or covering up a material fact or making any materially false statement in connection with delivery of or payment for health care benefits, items or services; and • various state laws that impose similar requirements and liability with respect to state healthcare reimbursement and other programs. If our operations are found to be in violation of any of the laws and regulations described above or any other law or governmental regulation to which we or our customers are or will be subject, we may be subject to civil and criminal penalties, damages, fines, exclusion from the Medicare and Medicaid programs and the curtailment or restructuring of our operations. Similarly, if our customers are found to be non- compliant with applicable laws, they may be subject to sanctions, which could also have a negative impact on us. Any penalties, damages, fines, curtailment or restructuring of our operations would adversely **affect our ability to operate our business and our financial results. Any action against us for violation of these laws, even if we successfully defend against it, could cause us to incur significant legal expenses, divert our management' s attention from the operation of our business and damage our reputation.** Pacira BioSciences, Inc. | ~~2022~~ **2023** Form 10- K | Page **51** ~~49 affect our ability to operate our business and our financial results. Any action against us for violation of these laws, even if we successfully defend against it, could cause us to incur significant legal expenses, divert our management' s attention from the operation of our business and damage our reputation.~~ The design, development, manufacture, supply and distribution of our products are highly regulated and technically complex. The design, development, manufacture, supply and distribution of our products are all highly regulated. We, along with our third- party providers, must comply with all applicable regulatory requirements of the FDA and foreign regulatory authorities. In addition, the facilities used to manufacture, store and distribute our products are subject to inspection by regulatory authorities at any time to determine compliance with applicable regulations. The manufacturing techniques and facilities used for the manufacture and supply of our products must be operated in conformity with CGMP and other FDA, EMA and MHRA regulations, including potentially prior regulatory approval. In addition, any expansion of our existing manufacturing facilities or the introduction of any new manufacturing facilities, including the manufacturing suites at the Thermo Fisher and Carlisle facilities, also require conformity with CGMP and other FDA, EMA and MHRA regulations. In complying with these requirements, we, along with our co- production partners and suppliers, must continually expend time, money and effort in production, record keeping and quality assurance and control to ensure that our products meet applicable specifications and other requirements for safety, efficacy and

quality. In addition, we, along with our co- production partners and suppliers, are subject to unannounced inspections by the FDA, EMA, MHRA and other regulatory authorities. Any failure to comply with regulatory and other legal requirements applicable to the manufacture, supply and distribution of our products could lead to remedial action (such as recalls), civil and criminal penalties and delays in manufacture, supply and distribution of our products. The design, development, manufacture, supply and distribution of our products are all highly complex. If we are unable to manufacture our products in compliance with our highly complex specifications in the future, we may be subject to product exchanges, significant costs and charges, supply constraints or other corrective measures. If we fail to comply with the extensive regulatory requirements to which we and our products are subject, such products could be subject to restrictions or withdrawal from the market and we could be subject to penalties. The testing, manufacturing, quality control, labeling, safety, effectiveness, advertising, promotion, storage, sales, distribution, import, export and marketing, among other things, of EXPAREL, ZILRETTA, iovera ° and our product candidates are subject to extensive regulation by governmental authorities in the U. S. and elsewhere throughout the world. Quality control and manufacturing procedures regarding our products and product candidates must conform to CGMP. Regulatory authorities, including but not limited to the FDA, EMA and MHRA, periodically inspect manufacturing facilities to assess compliance with CGMP. Our failure, or the failure of any contract manufacturers with whom we may work in the future, to comply with the laws administered by the FDA, EMA, the MHRA or other governmental authorities could result in, among other things, any of the following: • product recall or seizure; • suspension or withdrawal of an approved product from the market; • interruption of production; • reputational concerns of our customers or the medical community; • operating restrictions; • warning letters; • injunctions; • refusal to permit import or export of an approved product; • refusal to approve pending applications or supplements to approved applications that we submit; • denial of permission to file an application or supplement in a jurisdiction; • consent decrees; • suspension or termination of ongoing clinical trials; • fines and other monetary penalties; • criminal prosecutions; and • unanticipated expenditures. Pacira BioSciences, Inc. | ~~2022~~ **2023** Form 10- K | Page ~~50~~ **52** If the government or third- party payers fail to provide adequate coverage and payment rates for EXPAREL, ZILRETTA, iovera ° or any future products, or if hospitals or ASCs choose to use alternative therapies that are less expensive, our revenue and prospects for profitability will be limited. In both domestic and foreign markets, sales of our existing products and any future products will depend in part upon the availability of coverage and reimbursement from third- party payers. Such third- party payers include government health programs such as Medicare and Medicaid, managed care providers, private health insurers and other organizations. Coverage decisions may depend upon clinical and economic standards that disfavor new drug products when more established or lower cost therapeutic alternatives are already available or subsequently become available. Assuming coverage is approved, the resulting reimbursement payment rates might not be adequate. In particular, many U. S. hospitals and ASCs receive a fixed reimbursement amount per procedure for certain surgeries and other treatment therapies they perform. Because this amount may not be based on the actual expenses the hospital or ASC incurs, these sites may choose to use therapies which are less expensive when compared to our product candidates. Although hospitals and ASCs may receive separate reimbursement for EXPAREL, ZILRETTA, iovera ° or any product candidates that we may develop, in- license or acquire, if approved, will face competition from other therapies and drugs for these limited hospital and ASC financial resources. We may need to conduct post- marketing studies in order to demonstrate the cost- effectiveness of any future products to the satisfaction of hospitals, ASCs, other target customers and their third- party payers. Such studies might require us to commit a significant amount of management time, financial and other resources. Our future products might not ultimately be considered cost- effective. Adequate third- party coverage and reimbursement might not be available to enable us to maintain price levels sufficient to realize an appropriate return on investment in product development. Third- party payers, whether foreign or domestic, or governmental or commercial, are developing increasingly sophisticated methods of controlling healthcare costs. For example, the 340B Drug Pricing Program requires pharmaceutical manufacturers that participate in Medicaid to enter into a PPA with the Secretary of Health and Human Services. Under the PPA, the manufacturer agrees to provide front- end discounts on covered outpatient drugs purchased by specified providers, called " covered entities, " that serve the nation' s most vulnerable patient populations. Any expansion of such covered entities or changes to the Medicaid rebate formula may cause the required 340B discount to increase, resulting in increased revenue leakage. Additionally, third- party payers may limit the indications or circumstances for which our products will be reimbursed to a smaller set of indications or circumstances than we believe is appropriate. In addition, in the U. S., no uniform policy of coverage and reimbursement for drug or medical device products exists among third- party payers. Therefore, coverage and reimbursement for drug products can differ significantly from payer to payer. Further, **barring separate reimbursement for qualifying non- opioids administered to Medicare surgical patients in the outpatient setting as mandated by NOPAIN beginning in January 2025,** we believe that future coverage and reimbursement will likely be subject to increased restrictions both in the U. S. and in international markets, as federal, state and foreign governments continue to propose and pass new legislation designed to reduce or contain the cost of healthcare. Third- party coverage and reimbursement for our products or product candidates for which we receive regulatory approval may not be available or adequate in either the U. S. or international markets, which could have a negative effect on our business, results of operations, financial condition and prospects. Public concern regarding the safety of drug products such as EXPAREL and ZILRETTA and medical device products such as iovera ° could result in the inclusion of unfavorable information in our labeling, or require us to undertake other activities that may entail additional costs. In light of widely publicized events concerning the safety risk of certain drug products, the FDA, members of Congress, the Government Accountability Office, medical professionals and the general public have raised concerns about potential drug and medical device safety issues. These events have resulted in the withdrawal of drug and medical device products, revisions to labeling that further limits use of the drug and medical device products and the establishment of risk management programs that may, for example, restrict distribution of drug or medical device products after approval. The Food and Drug Administration Amendments Act of 2007, or FDAAA, grants significant expanded authority to the FDA, much of which is aimed at improving

the safety of drug and medical device products before and after approval. In particular, the FDAAA authorizes the FDA to, among other things, require post- approval studies and clinical trials, mandate changes to product labeling to reflect new safety information and require risk evaluation and mitigation strategies for certain drugs and medical devices, including certain currently approved drugs and medical devices. The FDAAA also significantly expands the federal government' s clinical trial registry and results databank, which we expect will result in significantly increased government oversight of clinical trials. Under the FDAAA, companies that violate these and other provisions of the new law are subject to substantial civil monetary penalties, among other regulatory, civil and criminal penalties. The increased attention to drug safety issues may result in a more cautious approach by the FDA in its review of data from our clinical trials. Data from clinical trials may receive greater scrutiny, particularly with respect to safety, which may make the FDA or other regulatory authorities more likely to require additional preclinical studies or clinical trials. If the FDA or any other regulatory agency requires us to provide additional clinical or preclinical data for EXPAREL, ZILRETTA or iovera °, the indications for which these products were approved may be limited or there may be specific warnings or limitations on dosing, and our efforts to commercialize EXPAREL, ZILRETTA or iovera ° may be otherwise adversely impacted. Risks Related to Intellectual Property The patents and the patent applications that we have covering our pMVL products are limited to specific injectable formulations, processes and uses of drugs encapsulated in our pMVL drug delivery technology and our market opportunity for our product candidates may be limited by the lack of patent protection for the active ingredient itself and other formulations and delivery technologies and systems that may be developed by competitors. The active ingredient in EXPAREL is bupivacaine. Patent protection for the bupivacaine molecules themselves has expired and generic immediate- release products are available. As a result, competitors who obtain the requisite regulatory approval can offer products with the same active ingredient as EXPAREL so long as the competitors do not infringe any process, use or formulation patents that we have developed for drugs encapsulated in our pMVL drug delivery technology. For example, we are aware of at least one FDA- approved long- acting instillable bupivacaine product on the market which utilizes an alternative delivery system to EXPAREL. Such a product is similar to EXPAREL in that it also extends the duration of effect of bupivacaine, but achieves this clinical outcome using a completely different drug delivery system as compared to our pMVL drug delivery technology. The number of patents and patent applications covering products in the same field as EXPAREL indicates that competitors have sought to develop and may seek to market competing formulations that may not be covered by our patents and patent applications. The commercial opportunity for EXPAREL could be significantly harmed if competitors are able to develop and commercialize alternative formulations of bupivacaine that are long- acting but outside the scope of our patents. For instance, because EXPAREL has been approved by the FDA, one or more third parties may challenge the patents covering this product, which could result in the invalidation or unenforceability of some or all of the relevant patent claims. For example, if a third- party files an ANDA for a generic drug product containing bupivacaine and relies in whole or in part on studies conducted by or for us, the third- party will be required to certify to the FDA that either: (i) there is no patent information listed in the FDA' s Orange Book with respect to our NDA for EXPAREL; (ii) the patents listed in the Orange Book have expired; (iii) the listed patents have not expired, but will expire on a particular date and approval is sought after patent expiration or (iv) the listed patents are invalid or will not be infringed by the manufacture, use or sale of the third- party' s generic drug product. A certification that the new product will not infringe the Orange Book- listed patents for EXPAREL, or that such patents are invalid, is called a Paragraph IV certification. If the third- party submits a Paragraph IV certification to the FDA, a notice of the Paragraph IV certification must also be sent to us once the third- party' s ANDA is accepted for filing by the FDA. We may then initiate a lawsuit to defend the patents identified in the notice. The filing of a patent infringement lawsuit within 45 days of receipt of the notice automatically prevents the FDA from approving the third- party' s ANDA until the earliest of 30 months or the date on which the patent expires, the lawsuit is settled or the court reaches a decision in the infringement lawsuit in favor of the third- party. If we do not file a patent infringement lawsuit within the required 45- day period, the third- party' s ANDA will not be subject to the 30- month stay. Litigation or other proceedings to enforce or defend intellectual property rights are often very complex in nature, may be very expensive and time- consuming, may divert our management' s attention from our core business and may result in unfavorable results that could adversely impact our ability to prevent third parties from competing with our products. In October 2021, we received a Notice Letter advising that eVenus Pharmaceutical Laboratories, Inc., or eVenus, of Princeton, New Jersey, submitted to the FDA an ANDA with a Paragraph IV certification seeking authorization for the manufacturing and marketing of a generic version of EXPAREL (266 mg / 20 mL) in the U. S. prior to the expiration of U. S. Patent No. 11, 033, 495 (the' 495 patent). In November 2021, we filed a patent infringement suit against eVenus and its parent company in the U. S. District Court for the District of New Jersey (21- cv- 19829) asserting infringement of the' 495 patent. This triggered an automatic 30- month stay of final approval of the eVenus ANDA. On January 6, 2022, eVenus filed an Answer with counterclaims to the Complaint, alleging the' 495 patent is invalid and / or not infringed through the manufacture, sale, or offer for sale of the product described in product described in eVenus' s ANDA submission. In December 2021, we received a second Notice Letter advising that eVenus submitted to the FDA an amendment to its ANDA with a Paragraph IV Certification seeking authorization for the manufacturing and marketing of a generic version of EXPAREL (133 mg / 10 mL) in the U. S. prior to the expiration of the' 495 patent. In the Notice Letter, eVenus also advised that it submitted a Paragraph IV Certification to the FDA seeking authorization for the manufacturing and marketing of a generic version of EXPAREL (266 mg / 20 mL and 133 mg / 10 mL) in the U. S. prior to the expiration of U. S. Patent No. 11, 179, 336 (the' 336 patent). eVenus further alleges in the Notice Letter that both the' 495 patent and the' 336 patent are invalid and / or not infringed. Pacira BioSciences, Inc. | ~~2022~~ **2023** Form 10- K | Page ~~52~~ **54** In February 2022, we filed a second patent infringement suit against eVenus and its parent company in the U. S. District Court for the District of New Jersey (22- cv- 00718) asserting that the 133 mg / 10 mL ANDA product will infringe the' 495 and' 336 patents and that the 266 mg / 20 mL ANDA product will infringe the' 336 patent. This filing triggered a second automatic 30- month stay of final

approval for the 133 mg / 10 mL ANDA product. **In February 2023, eVenus filed its first amended answer to the first amended complaint, alleging patent invalidity, non- infringement and inequitable conduct. We have denied the allegations in eVenus' s first amended answer. We have subsequently voluntarily dismissed our claims with respect to the' 336 Patent.** ~~These --~~ **The trial on the remaining claim occurred in February 2024 with a decision expected to be reached late in the first half of 2024. In April 2023, we filed a third patent infringement suit against eVenus, its parent company, and Fresenius Kabi USA, LLC, in the U. S. District Court for the District of New Jersey (23- cv- 2367) asserting that the 133 mg / 10 mL and 266 mg / 20 mL ANDA products will infringe U. S. Patent No. 11, 426, 348 (the' 348 patent). In July 2023, eVenus filed its answer with claims for declaratory judgment, alleging patent invalidity, non-infringement and inequitable conduct with respect to the' 348 patent as well as our other patents, U. S. Patent Nos. 11, 278, 494; 11, 304, 904; 11, 311, 486; 11, 357, 727 and 11, 452, 691. The parties have subsequently dismissed all patents other than the' 348 patent from this** ~~litigations -~~ **litigation. We** ~~are in their early stages, and we~~ are unable to predict ~~their --~~ **the** outcome **of these litigations** at this time. The patents and the patent applications that we have covering our iovera ° products are primarily limited to specific handheld cryogenic needle devices that are cooled by a cryogen and methods for applying cryotherapy to nerve tissue using the cryogenic devices. Our market opportunity for our product candidates may be limited by gaps in patent coverage for the cryogenic devices, methods of use and other cryotherapy technology and systems that may be developed by competitors. The iovera ° cryogenic device is a compact, self- contained handheld device with a replaceable cryogen cartridge that delivers a cryogen through internal supply tubes to needle lumens of a replaceable needle probe, so as to cool the needle probe and thereby cool a surrounding target nerve tissue. We also have secured patents covering particular cryotherapy methods and pain treatments that provide what we deem to be optimal treatment using the iovera ° cryogenic device. Although we have patents that are broad enough to cover various alternative designs and methods, much of our patent coverage is tailored to cover the iovera ° device and methods of use. It is thus possible that competitors may attempt to design around many of our patents. For example, we are aware of competitors developing cryogenic systems that are not self- contained handheld devices, or cryogenic systems that deliver cryotherapy through different mechanisms. It is also possible that competitors may attempt to develop and market cryotherapy devices and methods not covered by our patents, for example, basic cryotherapy treatment systems that are off- patent or cryoanalgesia for other nerve entrapment treatments. The commercial opportunity for iovera ° could be significantly harmed if competitors are able to develop and commercialize alternative designs and methods outside the scope of our patents. Furthermore, the earliest patent family for iovera ° is scheduled to expire in **December** 2025, thereby opening the door for competitors to copy some of our early technology. This early patent family is primarily focused on treating cosmetic defects that are no longer the focus of iovera °, but the underlying technology is nonetheless relevant enough for there to be appreciable overlap. Finally, one or more third parties may challenge the patents covering the iovera ° product, which could result in the invalidation or unenforceability of some or all of the relevant patent claims. Litigation or other proceedings to defend or enforce intellectual property rights are often very complex in nature, may be very expensive and time- consuming, may divert our management' s attention from our core business and may result in unfavorable results that could adversely impact our ability to prevent third parties from competing with our products. Because it is difficult and costly to protect our proprietary rights, we may not be able to ensure their protection and all patents will eventually expire. Our commercial success will depend in part on obtaining and maintaining patent protection and trade secret protection for EXPAREL, ZILRETTA, iovera °, our pMVL drug delivery technology and for any product candidates that we may develop, license or acquire and the methods we use to manufacture them, as well as successfully defending these patents and trade secrets against third- party challenges. We will only be able to protect our technologies from unauthorized use by third parties to the extent that valid and enforceable patents or trade secrets cover them. The patent positions of pharmaceutical, medical device and biotechnology companies can be highly uncertain and involve complex legal and factual questions for which important legal principles remain unresolved. No consistent policy regarding the breadth of claims allowed in pharmaceutical, medical device or biotechnology patents has emerged to date in the U. S. Patent positions and policies outside the U. S. are even more uncertain. Changes in either the patent laws or in interpretations of patent laws in the U. S. and other countries may diminish the value of our intellectual property. Accordingly, we cannot predict the breadth of claims that may be allowed or enforced in our patents or in third- party patents. **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 55** The degree of future protection for our proprietary rights is uncertain because legal means afford only limited protection and may not adequately protect our rights or permit us to gain or keep our competitive advantage. For example: • we may not have been the first to make the inventions covered by each of our pending patent applications and issued patents; • we may not have been the first to file patent applications for these inventions; ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 53 -~~ • others may independently develop similar or alternative technologies or duplicate any of our product candidates or technologies; • it is possible that none of the pending patent applications will result in issued patents; • the issued patents covering our product candidates may not provide a basis for commercially viable active products, may not provide us with any competitive advantages, may not have sufficient scope or strength to protect the technologies they were intended to protect or may be challenged by third parties; • others may design around our patent claims to produce competitive products that fall outside the scope of our patents; • we may not develop or in- license additional proprietary technologies that are patentable; • patents of others may have an adverse effect on our business; or • competitors may infringe our patents and we may not have adequate resources to enforce our patents. Patent applications in the U. S. are maintained in confidence for at least 18 months after their earliest effective filing date. Consequently, we cannot be certain we were the first to invent or the first to file patent applications on EXPAREL, ZILRETTA, iovera °, our pMVL drug delivery technology or any product candidates that we may develop, license or acquire. In the event that a third- party has also filed a U. S. patent application relating to our product candidates or a similar invention, we may have to participate in interference proceedings declared by the USPTO to determine priority of invention in the U. S. The costs of these proceedings could be substantial and it is possible that our efforts would be unsuccessful, resulting in a material adverse

effect on our U. S. patent position. Furthermore, we may not have identified all U. S. and foreign patents or published applications that affect our business either by blocking our ability to commercialize our drugs or medical devices or by covering similar technologies that affect our drug or medical device markets. In addition, some countries, including many in Europe, do not grant patent claims directed to methods of treating humans, and in these countries patent protection may not be available at all to protect our product candidates. Even if patents are issued, we cannot guarantee that the claims of those patents will be valid and enforceable or provide us with any significant protection against competitive products, or otherwise be commercially valuable to us. Furthermore, while we generally apply for patents in those countries where we intend to make, have made, use or sell patented products, we may not accurately predict all of the countries where patent protection will ultimately be desirable. If we fail to timely file a patent application in any such country, we may be precluded from doing so at a later date. We also cannot assure you that the patents issuing as a result of our foreign patent applications will have the same scope of coverage as our U. S. patents. Some of our older patents have already expired. In the case of EXPAREL, the European and U. S. patents protecting the formulation of EXPAREL expired in 2018. An existing formulation patent for EXPAREL expired in November 2013. An existing formulation patent for EXPAREL expired in the U. S. in 2013 and its equivalents in Canada, Germany, France, Spain, Italy and the U. K. expired in 2014. In Europe, manufacturers qualify for 8 years of data exclusivity upon marketing authorization approval and an additional two years of market exclusivity, for a total of 10 years of regulatory exclusivity. Our earliest patent family for iovera ° is scheduled to expire in **December** 2025 **, though that patent family is primarily focused on treating cosmetic defects that are no longer the focus of iovera °** . Once our patents covering EXPAREL, ZILRETTA and iovera ° have expired, we will be more reliant on trade secrets to protect against generic competition. We also rely on trade secrets to protect our technology, particularly where we do not believe patent protection is appropriate or obtainable. However, trade secrets are difficult to protect. While we use reasonable efforts to protect our trade secrets through confidentiality and non- disclosure agreements, our licensors, employees, consultants, contractors, outside scientific collaborators and other advisors may unintentionally or willfully disclose our information to competitors. Policing unauthorized use of our trade secrets or enforcing a claim that a third- party illegally obtained and is using our trade secrets is expensive and time consuming, and the outcome is unpredictable. In addition, trade secret laws in other countries may not be as protective as they are in the U. S. Thus, courts outside the U. S. are sometimes less willing to protect trade secrets. Moreover, our competitors may independently develop equivalent knowledge, methods and know- how. In order to protect the goodwill associated with our company and product names, we rely on trademark protection for our marks. We have registered the " Pacira **,** " ~~,~~" EXPAREL **,** " ~~,~~" ZILRETTA " and " iovera ° " marks with the USPTO. A third- party may assert a claim that one of our marks is confusingly similar to its mark, and such claims or the failure to timely register a mark or objections by the FDA or other regulatory agency could force us to select a new name for one of our product candidates, which could cause us to incur additional expense or delay the commercialization of such product. If we fail to obtain or maintain patent, trade secret and / or trademark protection for EXPAREL, ZILRETTA, iovera °, our pMVL drug delivery technology or any product candidate that we may develop, license or acquire, third parties could use our proprietary information, which could impair our ability to compete in the market and adversely affect our ability to generate revenues and remain profitable. ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 54~~ If we are sued for infringing the intellectual property rights of third parties, it will be costly and time consuming, and an unfavorable outcome in any litigation would harm our business. Our ability to develop, manufacture, market and sell EXPAREL, ZILRETTA, iovera °, our pMVL drug delivery technology or any product candidates that we may develop, license or acquire depends upon our ability to avoid infringing the proprietary rights of third parties. Numerous U. S. and foreign issued patents and pending patent applications, which are owned by third parties, exist in the general fields of pain management and cancer treatment and cover the use of numerous compounds, formulations and medical devices in our targeted markets. Because of the uncertainty inherent in any patent or other litigation involving proprietary rights, we and our licensors may not be successful in defending intellectual property claims by third parties, which could have a material adverse effect on our results of operations. Regardless of the outcome of any litigation, defending the litigation may be expensive, time- consuming and distracting to management. In addition, because patent applications can take many years to issue, there may be currently pending applications, unknown to us, which may later result in issued patents that EXPAREL, ZILRETTA or iovera ° may infringe. There could also be existing patents of which we are not aware that EXPAREL, ZILRETTA or iovera ° may inadvertently infringe. There is a substantial amount of litigation involving patent and other intellectual property rights in the biotechnology, biopharmaceutical and medical device industries in general. If a third- party claims that we infringe on their products or technology, we could face a number of issues, including: • infringement and other intellectual property claims which, with or without merit, can be expensive and time consuming to litigate and can divert management' s attention from our core business; • substantial damages for past infringement which we may have to pay if a court decides that our product infringes on a competitor' s patent; • a court prohibiting us from selling or licensing our product unless the patent holder licenses the patent to us, which it would not be required to do; • if a license is available from a patent holder, we may have to pay substantial royalties or grant cross licenses to our patents; and • redesigning our processes so they do not infringe, which may not be possible or could require substantial expenditures and time. We may be subject to claims that our employees have wrongfully used or disclosed alleged trade secrets of their former employers. As is common in the biotechnology, pharmaceutical and medical device industries, we employ individuals who were previously employed at other biotechnology, pharmaceutical and medical device companies, including our competitors or potential competitors. Although no claims against us are currently pending, we may be subject to claims that these employees or we have inadvertently or otherwise used or disclosed trade secrets or other proprietary information of their former employers. Litigation may be necessary to defend against these claims. Even if we are successful in defending against these claims, litigation could result in substantial costs and be a distraction to management. Risks Related to our Financial Condition, Indebtedness and our Common Stock Servicing our indebtedness requires a significant amount of cash, and we may not have sufficient cash flow from our business to pay our

substantial indebtedness. Our ability to make payments of the principal of, to pay interest on or to refinance our indebtedness, including the **TLA** Term Loan (as defined below), the 0. 750 % convertible senior notes due 2025, or 2025 Notes, issued in our private offering completed on July 10, 2020, and Flexion' s 3. 375 % Convertible Senior Notes due 2024, or Flexion 2024 Notes, and, together with the 2025 Notes, the Notes, each as described below, or to make cash payments in connection with any conversion of the 2025 Notes or Flexion 2024 Notes (if applicable) depends on our future performance, which is subject to economic, financial, competitive and other factors beyond our control. Our business may not generate sufficient cash flow from operations in the future to service our indebtedness and make necessary capital expenditures. If we are unable to generate such cash flow, we may be required to adopt one or more alternatives, such as selling assets, restructuring indebtedness or obtaining additional equity capital on terms that may be onerous or highly dilutive. Our ability to refinance our indebtedness will depend on the **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 57** capital markets and our financial condition at such time. We may not be able to engage in any of these activities or engage in these activities on desirable terms, which could result in a default on our debt obligations. On ~~December 7~~ **March 31** , ~~2021~~ **2023** , we entered into a credit agreement (the " **TLA** Credit Agreement ") with ~~JP Morgan~~ **JPMorgan** Chase Bank, N. A., as administrative agent **,** and **certain** ~~the initial lender~~ **lenders** ~~. The~~ **, to refinance the indebtedness outstanding under our TLB** Credit Agreement **(as defined and discussed below). The term loan issued under the TLA Credit Agreement (the " TLA Term Loan ") was issued at a 0. 30 % discount and** provides for a single- advance term loan ~~B~~ **A** facility in the principal amount of $ ~~375~~ **150** . 0 million ~~(the " Term Loan ")~~ , which is secured by substantially all of our and any subsidiary ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 55~~ guarantor' s assets and is scheduled to mature on ~~December 7~~ **March 31** , ~~2026~~ **2028** , subject to certain exceptions set forth in the **TLA** Credit Agreement. On July 10, 2020, we completed a private placement of $ 402. 5 million in aggregate principal amount of 2025 Notes, and entered into an indenture, or 2025 Indenture, with respect to the 2025 Notes. The 2025 Notes accrue interest at a fixed rate of 0. 750 % per year, payable semiannually in arrears on February 1 and August 1 of each year. The 2025 Notes mature on August 1, 2025. On May 2, 2017, Flexion issued an aggregate of $ 201. 3 million principal amount of Flexion 2024 Notes, and entered into an indenture, or Flexion 2024 Notes Indenture, as supplemented to date, with respect to the Flexion 2024 Notes, and, together with the 2025 Indenture, the Indentures. The Flexion 2024 Notes accrue interest at a fixed rate of 3. 375 % per year, payable semiannually in arrears on May 1 and November 1 of each year. As a result of the Flexion Acquisition, holders of the Flexion 2024 Notes became entitled to certain Flexion Acquisition- related conversion and repurchase rights. Following the expiration of a Fundamental Change Company Notice and Offer to Purchase the Flexion 2024 Notes in January 2022, there were $ 8. 6 million aggregate principal amount of Flexion 2024 Notes outstanding. For more information, see Note 11, Debt, to our consolidated financial statements included herein. In addition, as a result of the Flexion Acquisition and as discussed in more detail below, any future conversion rights are subject to the occurrence of any future events giving rise to such conversion rights under the Flexion 2024 Notes Indenture. The Flexion 2024 Notes mature on May 1, 2024. As of December 31, ~~2022~~ **2023** , our total consolidated gross indebtedness was $ ~~708~~ **411** . ~~0~~ **1** million, which consisted of $ 402. 5 million of principal outstanding on the 2025 Notes, $ ~~296~~ **116** . ~~9~~ **6** million of principal outstanding on the **TLA** Term Loan and $ 8. 6 million of principal outstanding on the Flexion 2024 Notes. See Note 11, Debt, to our consolidated financial statements included herein for more information. Additionally, our subsidiaries had no indebtedness (excluding trade payables, intercompany liabilities and income tax- related liabilities). Our **TLA** Credit Agreement and the Indentures each impose significant operating and financial restrictions on us and certain of our subsidiaries, which may prevent us from capitalizing on business opportunities. A breach of any of those restrictive covenants may cause us to be in default under the **TLA** Credit Agreement and / or the Indentures, and our lenders could foreclose on our assets. Our **TLA** Credit Agreement requires us to maintain certain financial covenants. A decline in our operating performance could negatively impact our ability to meet these financial covenants. If we breach any of these restrictive covenants, the lenders could either refuse to lend funds to us or accelerate the repayment of any outstanding borrowings under the **TLA** Credit Agreement. We may not have sufficient funds to repay such indebtedness upon a default or be unable to receive a waiver of the default from the lenders. If we are unable to repay the indebtedness, the lenders could initiate a bankruptcy proceeding or collection proceedings with respect to our assets, all of which secure our indebtedness under the **TLA** Credit Agreement. The **TLA** Credit Agreement and the Indentures also contain certain restrictive covenants that limit, and in some circumstances prohibit, our ability to, among other things: incur additional debt or issue preferred stock; sell, lease or transfer our assets; pay dividends on, and make other distributions on, or redeem or repurchase, our common stock; make certain capital expenditures and investments; guarantee debt or obligations; create certain liens; enter into transactions with our affiliates; and enter into certain merger, consolidation or other reorganization transactions. These restrictions could limit our ability to obtain future financing, incur or guarantee additional debt, incur certain liens, enter into transactions with affiliates, transfer or sell certain assets, make acquisitions or needed capital expenditures, withstand potential downturns in our business, or the economy in general, conduct operations or otherwise take advantage of business opportunities that may arise, any of which could place us at a competitive disadvantage relative to our competitors. The terms of any future indebtedness we may incur could include more restrictive covenants. We cannot assure you that we will be able to maintain compliance with these covenants in the future and, if we fail to do so, that we will be able to obtain waivers from the lenders and / or amend the covenants. Our failure to comply with the restrictive covenants described above as well as other terms of our indebtedness could result in an event of default, which, if not cured or waived, could result in our being required to repay these borrowings before their due date. If we are forced to refinance these borrowings on less favorable terms or cannot refinance these borrowings, our results of operations and financial condition could be adversely affected. **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 58** We may not have the ability to raise the funds necessary to settle conversions of the Notes in cash to the extent elected or to repurchase the Notes upon a fundamental change, and our future indebtedness may contain limitations on our ability to pay cash upon conversion of the Notes or limitations on our ability to repurchase the Notes. Holders of the Notes will have the right to require us to repurchase their Notes upon the occurrence of a fundamental change at a repurchase price equal to 100 % of their

principal amount, plus accrued and unpaid interest, if any. We have the option to pay the principal in cash, shares of our common stock, or any combination thereof. While it is our intention to pay the principal in cash, upon conversion of the Notes we will be required to make cash payments for each $ 1, 000 in principal amount ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 56~~ of Notes converted of at least the lesser of $ 1, 000 and the sum of the daily conversion values. However, we may not have enough available cash or be able to obtain financing at the time we are required to make repurchases of Notes surrendered therefor or Notes being converted. The **TLA** Credit Agreement limits — and any credit facility or other agreement that we may enter into may limit our ability to make cash payments at the time of a fundamental change or upon conversion of the Notes. Further, our ability to repurchase the Notes or to pay cash upon conversions of the Notes may be limited by law, by regulatory authority or by agreements governing our future indebtedness. Our failure to repurchase Notes at a time when the repurchase is required by the applicable indenture or to pay any cash payable on future conversions of the Notes as required by the Indenture would constitute a default under the applicable indenture. A default under the applicable indenture or the fundamental change itself could also lead to a default under agreements governing our **TLA** Credit Agreement or future indebtedness. If the repayment of the related indebtedness were to be accelerated after any applicable notice or grace periods, we may not have sufficient funds to repay the indebtedness and repurchase the Notes or make cash payments upon conversions thereof. Our indebtedness could adversely affect our business, financial condition, and results of operations, as well as the ability to meet payment obligations under our **TLA** Credit Agreement and the Notes. As of December 31, ~~2022~~ **2023**, our total consolidated gross indebtedness was $ ~~708~~ **411**. ~~0~~ **1** million, which consisted of $ 402. 5 million of principal outstanding on the 2025 Notes, $ ~~296~~ **116**. ~~9~~ **6** million of principal outstanding on the **TLA** Term Loan and $ 8. 6 million of principal outstanding on the Flexion 2024 Notes. See Note 11, Debt, to our consolidated financial statements included herein for more information. Subject to the limits contained in the **TLA** Credit Agreement and the Indentures, we may be able to incur substantial additional debt from time to time. If we do so, the risks related to our level of debt could increase. Specifically, our level of debt could have important consequences, including the following: • making it more difficult for us to meet our obligations with respect to our debt; • limiting our ability to obtain additional financing to fund future working capital, capital expenditures, acquisitions or other general corporate purposes; • requiring a substantial portion of our cash flows to be dedicated to debt service payments instead of other purposes, thereby reducing the amount of cash flows available for future working capital, capital expenditures, acquisitions or other general corporate purposes; • increasing our vulnerability to general adverse economic and industry conditions; • exposing us to the risk of increased interest rates as certain of our borrowings are at variable rates of interest; • placing us at a disadvantage compared to other, less leveraged competitors; • increasing our cost of borrowing; and • limiting our flexibility in planning for changes in our business and reacting to changes in the industry in which we compete. Furthermore, if we are unable to meet our debt service obligations or should we fail to comply with our financial and other negative covenants contained in the agreements governing our indebtedness, we may be required to refinance all or part of our debt, sell important strategic assets at unfavorable prices, incur additional indebtedness or issue common stock or other equity securities. We may not be able to, at any given time, refinance our debt, sell assets, incur additional indebtedness or issue equity securities on terms acceptable to us, in amounts sufficient to meet our needs. If we are able to raise additional funds through the issuance of equity securities, such issuance would also result in dilution to our stockholders. Our inability to service our obligations or refinance our debt could have a material and adverse effect on our business, financial condition or operating results. In addition, our debt obligations may limit our ability to make required investments in capacity, technology, or other areas of our business, which could have a material adverse effect on our business, financial condition, or operating results. Any of these factors could have an adverse effect on our business, financial condition and results of operations and our ability to meet our debt payment obligations. **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 59** Despite our current level of indebtedness, we may be able to incur substantially more debt, which could increase the risks to our financial condition described above. We may be able to incur substantial additional indebtedness in the future. Although certain of the agreements governing our existing indebtedness contain restrictions on the incurrence of additional indebtedness and entering into certain types of other transactions, these restrictions are subject to a number of qualifications and exceptions, including compliance with various financial conditions. Additional indebtedness incurred in compliance with our existing debt instruments could be substantial. To the extent new debt is added to our current debt levels, the substantial leverage risks described in the immediately preceding risk factor would increase. ~~Pacira BioSciences~~ **As of December 31**, ~~Inc. | 2022~~ **2023** ~~Form 10- K | Page 57~~ **, our total consolidated gross indebtedness was $ 411. 1 million, which consisted of $ 402. 5 million of principal outstanding on the 2025 Notes, $ 116. 6 million of principal outstanding on the TLA Term Loan and $ 8. 6 million** of principal outstanding on the Flexion 2024 Notes. See Note 11, Debt, to our consolidated financial statements included herein for more information on our indebtedness. Some provisions of our charter documents and Delaware law may have anti- takeover effects that could discourage an acquisition of us by others, even if an acquisition would be beneficial to our stockholders, and may prevent attempts by our stockholders to replace or remove our current management. Provisions in our restated certificate of incorporation and our bylaws, as well as provisions of the Delaware General Corporation Law, or DGCL, could make it more difficult for a third- party to acquire us or increase the cost of acquiring us, even if doing so would benefit our stockholders, including transactions in which stockholders might otherwise receive a premium for their shares. These provisions include: • authorizing the issuance of " blank check " preferred stock, the terms of which may be established and shares of which may be issued without stockholder approval; • prohibiting stockholder action by written consent, thereby requiring all stockholder actions to be taken at a meeting of our stockholders; • eliminating the ability of stockholders to call a special meeting of stockholders; and • establishing advance notice requirements for nominations for election to the board of directors or for proposing matters that can be acted upon at stockholder meetings. These provisions may frustrate or prevent any attempts by our stockholders to replace or remove our current management by making it more difficult for stockholders to replace members of our board of directors, which is responsible for appointing the members of our management. In addition, we are subject to Section 203 of the DGCL, which

generally prohibits a Delaware corporation from engaging in any of a broad range of business combinations with an interested stockholder for a period of three years following the date on which the stockholder became an interested stockholder, unless such transactions are approved by our board of directors. This provision could have the effect of delaying or preventing a change of control, whether or not it is desired by or beneficial to our stockholders. Our common stock price may be subject to significant fluctuations and volatility. Our stock price is volatile, and from February 3, 2011, the first day of trading of our common stock, to February ~~27~~ **28** , ~~2023~~ **2024** , the trading prices of our stock have ranged from $ 6. 16 to $ 121. 95 per share. Our stock could be subject to wide fluctuations in price in response to various factors, including the following: • the commercial success of EXPAREL, ZILRETTA and iovera °; • results of clinical trials of our products, product candidates or those of our competitors; • changes or developments in laws or regulations applicable to our products or product candidates; • introduction of competitive products or technologies; • failure to meet or exceed financial projections we provide to the public; • actual or anticipated variations in quarterly operating results; • failure to meet or exceed the estimates and projections of the investment community; • the perception of the pharmaceutical and medical device industry by the public, legislatures, regulators and the investment community; • regulatory concerns or government actions; **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 60** • general economic and market conditions and overall fluctuations in U. S. equity markets and the impact of macroeconomic developments, such as general political, health and economic conditions, economic slowdowns, recessions, inflation, rising interest rates and the tightening of credit markets; • increased interest rates and their generally negative effect on U. S. equity markets; • developments concerning our sources of manufacturing supply; • disputes or other developments relating to patents or other proprietary rights; • additions or departures of key scientific or management personnel; • the extent to which we acquire or invest in products, businesses and technologies; • issuances of debt, equity or convertible securities; • changes in the market valuations of similar companies; ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 58~~ • evolving investor expectations and concerns regarding environmental, social and corporate governance issues; and • the other factors described in this " Risk Factors " section. In addition, the stock market in general, and the market for pharmaceutical and biotechnology companies in particular, have experienced extreme price and volume fluctuations that have often been unrelated or disproportionate to the operating performance of these companies. Broad market and industry factors may negatively affect the market price of our common stock, regardless of our actual operating performance. Fluctuations in our stock price could, among other things, adversely impact the trading price of our shares. We do not intend to pay dividends on our common stock for the foreseeable future. We have never declared or paid any dividends on our common stock. We currently intend to retain our future earnings to finance the future development and expansion of our business, and as such we do not expect to pay any cash dividends on our common stock in the foreseeable future. The payment of future dividends, if any, will be at the discretion of our board of directors and will depend on our financial condition, results of operations, capital requirements, restrictions contained in future financing instruments, provisions of applicable law and any other factors our board of directors deems relevant. Future sales in the public market or issuances of our common stock could lower the market price for our common stock. In the future, we may sell additional shares of our common stock to raise capital. Except under limited circumstances, we are not restricted from issuing additional common stock, including securities that are convertible into or exchangeable for, or that represent the right to receive, common stock. The issuance of additional shares of our common stock or convertible securities, including upon exercise of our outstanding options, vesting of our restricted stock units or otherwise, will dilute the ownership interest of our common stockholders. In addition, our stockholders that own 5 % or more of the Company may sell a substantial number of their shares in the public market, which could also affect the market price for our common stock **. In addition, certain of our executive officers and directors have established or may establish trading plans under Rule 10b5- 1 of the Exchange Act (a " 10b5- 1 trading plan "), which provide for sales of shares of our common stock from time to time. Under a 10b5- 1 trading plan, a broker executes trades pursuant to parameters established by the executive officer or director when entering into the plan, without further direction from the executive officer or director. A 10b5- 1 trading plan may be amended or terminated in some circumstances. Our executive officers and directors also may buy or sell additional shares outside of a 10b5- 1 trading plan when they are not in possession of material, nonpublic information. Refer to Item 9B. Other Information, for more information** . We cannot predict the size of future sales or issuances of our common stock or the effect, if any, that they may have on the market price for our common stock. The issuance and / or sale of substantial amounts of common stock, or the perception that such issuances and / or sales may occur, could adversely affect the market price of our common stock and impair our ability to raise capital through the sale or issuance of additional equity or debt securities. Raising additional funds by issuing securities would cause dilution to existing stockholders and raising funds through lending and licensing arrangements may restrict our operations or require us to relinquish proprietary rights. To the extent that we raise additional capital by issuing equity securities, our existing stockholders' ownership would be diluted. If we raise additional funds through licensing arrangements, it may be necessary to relinquish potentially valuable rights to our potential products or proprietary technologies, or grant licenses on terms that are not favorable to us. Any debt financing we enter into may involve covenants that restrict our operations. These restrictive covenants may include limitations on additional borrowing and specific restrictions on the use of our assets as well as prohibitions on our ability to create liens, pay dividends, redeem our stock or make investments. **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 61** Changes in global economic conditions, including, but not limited to, those driven by inflation, may adversely affect spending and the financial health of our customers and others with whom we do business, which may adversely affect our financial condition, results of operations and cash flows. Uncertainty about current and future global economic conditions and inflation may cause patients to defer or cancel medical procedures. Our financial success is sensitive to changes in general economic conditions, both globally and in specific markets, that may adversely affect the demand for our products including recessionary economic cycles, higher interest rates, higher fuel and other energy costs, increased labor costs, declines in asset values, inflation, increases in commodity prices, higher levels of unemployment, higher consumer debt levels, higher tax rates and other changes in tax laws, public health issues ~~like~~ **(such as**

the COVID- 19 pandemic **)** , or other economic factors, certain of which effects, including cost inflation **and higher interest rates** , we experienced in 2022 and **2023 and** expect to continue to experience in ~~2023~~ **2024** . If global economic and financial market conditions deteriorate or remain weak for an extended period of time, the following factors, among others, could have a material adverse effect on our financial condition, results of operations and cash flows: • Changes in foreign currency exchange rates relative to the U. S. dollar. • Slower consumer spending that may result in our inability to maintain or increase our sales to new and existing customers, reduce patient volumes, cause reduced product orders or product order delays or cancellations from wholesale accounts that are directly impacted by fluctuations in the broader economy, difficulties managing inventories, higher discounts and lower product margins. • A decrease in liquidity or credit available to our customers, product suppliers and other service providers. ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 59~~ • If our customers experience diminished liquidity, we may experience a reduction in product orders, an increase in customer order cancellations, and / or the need to extend customer payment terms, which could lead to larger balances and delayed collection of our accounts receivable, reduced cash flows, greater expenses for collection efforts and increased risk of nonpayment of our accounts receivable. • If we are unable to mitigate the impact of supply chain constraints and inflationary pressure through price increases or other measures, our results of operations and financial condition could be negatively impacted. Furthermore, even if we are able to raise the prices of our products, consumers might react negatively to such price increases, which could have a material adverse effect on, among other things, our brands, reputation, and sales. Certain of the foregoing could also result in lower levels of healthcare insurance coverage and / or depress consume confidence, any of which could limit the ability of some customers to purchase our products and reduce consumer spend on certain elective medical procedures in both the short- and medium- term. The U. S. Federal Reserve recently raised interest rates multiple times in response to concerns about inflation and it may raise them again. Higher interest rates, coupled with reduced government spending and volatility in financial markets may also increase economic uncertainty and negatively affect consumer spending. Similarly, the ongoing war in Ukraine ~~has~~ **and the Israel- Hamas war have** created extreme volatility in the global capital markets and is expected to continue to have further global economic consequences, including disruptions of the global supply chain and energy markets. Any such volatility and disruptions may adversely affect our business or the third parties on whom we rely. If the equity and credit markets deteriorate, including as a result of political unrest or war, it may make any necessary debt or equity financing **(or refinancing)** more difficult to obtain in a timely manner, or on favorable terms, more costly or more dilutive. Increased inflation rates have already, and may continue to, adversely affect us by increasing our costs, including labor **costs, service costs** and employee benefit costs. In addition, higher inflation and macro turmoil and uncertainty could also adversely affect our customers, which could reduce demand for our products. Cumulatively, we have incurred significant losses since our inception and may incur additional losses in the future. To date, we have focused primarily on developing and commercializing EXPAREL, and have since acquired iovera ° and ZILRETTA. We recorded net income of $ **42. 0 million, $** 15. 9 million ~~,~~ **and** $ 42. 0 ~~million and $ 145. 5~~ million for the years ended December 31, **2023,** 2022 ~~,~~ **and** 2021 ~~and 2020~~ , respectively. As of December 31, ~~2022~~ **2023** , we had an accumulated deficit of $ ~~148~~ **106** . 8 million. Prior losses, among other things, have had an adverse effect on stockholders' equity and working capital. We incurred significant pre- commercialization expenses as we prepared for the commercial launch of EXPAREL, and we **continue to** incur significant sales, marketing and manufacturing expenses, as well as ~~continued~~ **ongoing** development expenses related to the commercialization of EXPAREL, ZILRETTA and iovera °. As a result, we had not been profitable prior to 2015 and were not again until 2020. Because of the numerous risks and uncertainties associated with developing and commercializing pharmaceutical products and medical devices, we are unable to predict the extent of future losses, if any. **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 62** A material impairment in the carrying value of our goodwill or intangible assets could negatively affect our results of operation and financial condition. A significant portion of our total assets is comprised of goodwill and other intangible assets. Pursuant to U. S. generally accepted accounting principles, we are required to assess our goodwill and indefinite- lived intangible assets for impairment. Goodwill is not amortized but is subject to impairment testing at least annually or when a triggering event occurs that could indicate a potential impairment exists. Intangible assets with definite lives are amortized on a straight- line basis over their estimated useful lives and are recorded at cost, net of accumulated amortization. Indefinite- lived intangible assets are not amortized and are tested for impairment at least annually or when a triggering event occurs that could indicate a potential impairment exists. Impairment charges are recognized to the extent the carrying value exceeds its fair value. At December 31, ~~2022~~ **2023** , the carrying value of our goodwill was $ 163. 2 million and the carrying value of our intangible assets, net of accumulated amortization, was $ ~~540~~ **483** . ~~5~~ **3** million. If the carrying value of these assets exceeds their current estimated fair value, the assets would be considered impaired, and this would result in a noncash charge to our statement of operations, which could be material. Events and conditions that could result in an impairment include but are not limited to: changes in assumptions regarding future revenue or cash flow forecasts, a sustained drop in the market price of our common stock, increased competition or loss of market share, obsolescence, product claims that result in a significant loss of sales or profitability over the product life, deterioration in macroeconomic conditions or declining financial performance in comparison to projected results. For example, in 2022, we recognized a $ 26. 1 million impairment charge related to an intangible asset for acquired in- process research and development related to ZILRETTA for the treatment of OA pain of the shoulder, driven by facts and circumstances revealed in the fourth quarter of 2022 that suggested the fair value reduction in this intangible asset was driven by later timelines for the completion of clinical trials impacting revenue forecasts, among other factors. For additional information, see Note 9, Goodwill and Intangible Assets, to our consolidated financial statements included herein. Further ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 60~~ changes to the assumptions regarding the future fair values of our goodwill and intangible assets could result in additional impairment charges in the future, which could be significant. We may need additional funding and may be unable to raise capital when needed, which would force us to delay, reduce or eliminate our product development programs or commercialization efforts. Developing and commercializing products for use in the hospital or ASC settings, conducting clinical

trials, establishing outsourced manufacturing relationships and successfully manufacturing and marketing drugs and medical devices that we may develop is expensive. We may need to raise additional capital to: • continue to fund our operations; • continue our efforts to hire additional personnel and build a commercial infrastructure to commercialize EXPAREL, ZILRETTA and iovera °; • qualify, outsource or build additional commercial- scale manufacturing of our products in accordance with CGMP; • in- license and develop additional product candidates; and • refinance our Notes and Term Loan. We may not have sufficient financial resources to continue our operations or meet all of our objectives, which could require us to postpone, scale back or eliminate some, or all, of these objectives. Our future funding requirements will depend on many factors, including, but not limited to: • the costs of maintaining a commercial organization to sell, market and distribute EXPAREL, ZILRETTA and iovera °; • the success of the commercialization of EXPAREL, ZILRETTA and iovera °; • the cost and timing of manufacturing sufficient quantities of EXPAREL, ZILRETTA and iovera ° to meet customer demand, including the cost of expanding our manufacturing facilities to produce EXPAREL, ZILRETTA and iovera °; • the rate of progress and costs of our efforts to prepare for the submission of an IND, NDA, sNDA or 510 (k) pre- market notification for any product candidates that we may develop, in- license or acquire in the future, and the potential that we may need to conduct additional clinical trials to support applications for regulatory approval; • the costs of filing, prosecuting, defending and enforcing any patent claims and other intellectual property rights associated with our products and product candidates, including any such costs we may be required to expend if our licensors are unwilling or unable to do so; • the effect of competing technological and market developments; **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 63** • the terms and timing of any collaborative, licensing, co- promotion or other arrangements that we may establish; and • the potential that we may be required to file a lawsuit to defend our patent rights or regulatory exclusivities from challenges by companies seeking to market generic versions of extended- release liposome injections of bupivacaine, long- acting injections of triamcinolone or a cryoanalgesic device that infringes on the various patents covering iovera °. Future capital requirements will also depend on the extent to which we acquire or invest in additional complementary businesses, products and technologies. Unless and until we can generate sufficiently more revenue from our products, we expect to finance or supplement future cash needs through public or private equity offerings, debt financings, stock option exercises, royalties, collaboration and licensing arrangements, as well as through interest income earned on our cash and investment balances. If needed, we cannot be certain that additional funding will be available on acceptable terms, or at all. If adequate funds are not available, we may be required to delay, reduce the scope of, or eliminate one or more of our development programs or our commercialization efforts. Our quarterly operating results may fluctuate significantly. We expect our operating results to be subject to quarterly fluctuations. Our operating results will be affected by numerous factors, including: • the level of underlying hospital and ASC demand for EXPAREL, ZILRETTA and iovera ° and end- user buying patterns; • maintaining our existing manufacturing facilities for EXPAREL, ZILRETTA and iovera ° and expanding their manufacturing capacities; ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 61~~ • our execution of other collaborative, licensing, distribution, manufacturing or similar arrangements and the timing of payments we may make or receive under these arrangements; • variations in the level of expenses related to our future development programs; • any product liability or intellectual property infringement lawsuit in which we may become involved; • regulatory developments, lawsuits and investigations affecting EXPAREL, ZILRETTA, iovera ° or the product candidates of our competitors; and • the impact of macroeconomic developments, such as general political, health and economic conditions, including those resulting from the war in Ukraine **and the Israel- Hamas war** , economic slowdowns, recessions, inflation, rising interest rates and tightening of credit markets on our business. If our quarterly or annual operating results fall below the expectations of our investors or securities analysts, the price of our common stock could substantially decline. Furthermore, any quarterly or annual fluctuations in our operating results may in turn cause the price of our common stock to fluctuate substantially. We believe that quarterly comparisons of our financial results are not necessarily meaningful and should not be relied upon as an indication of our future performance. We may be unable to successfully integrate the businesses and personnel of acquired companies and businesses, and may not realize the anticipated synergies and benefits of such acquisitions. From time to time, we may complete acquisitions of companies and certain businesses of companies, and we may not realize the expected benefits from such acquisitions because of integration difficulties or other challenges. For example, in April 2019, we completed the MyoScience Acquisition and in November 2021, we completed the Flexion Acquisition. The success of any acquisitions will depend, in part, on our ability to realize all or some of the anticipated synergies and other benefits from integrating the acquired businesses with our existing businesses. The integration process may be complex, costly and time- consuming. The potential difficulties we may face in integrating the operations of our acquisitions include, among others: • failure to implement our business plans for the combined businesses and consolidation or expansion of production capacity as planned and where applicable; • unexpected losses of key employees, customers or suppliers of our acquired companies and businesses; • unanticipated issues in conforming our acquired companies' and businesses' standards, processes, procedures and internal controls with our operations; • coordinating new product and process development; • increasing the scope, geographic diversity and complexity of our operations; **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 64** • diversion of management' s attention from other business concerns; • adverse effects on our or our acquired companies' and businesses' existing business relationships; • unanticipated changes in applicable laws and regulations; • risks inherent in our acquired companies' and businesses' industry and operations; • unanticipated expenses and liabilities; • potential unfamiliarity with our acquired companies and businesses technology, products and markets, which may place us at a competitive disadvantage; and • other difficulties in the assimilation of our acquired companies and businesses operations, technologies, products and systems. If MyoScience, Flexion, or any other acquired companies and businesses have unanticipated or larger than anticipated liabilities for patent and trademark infringement claims, violations of laws, commercial disputes, taxes and other known and unknown types of liabilities, there may be liabilities that we underestimated or did not discover in the course of performing our due diligence investigation of our acquired companies and businesses. We may have no recourse or limited recourse under the applicable acquisition- related agreement to recover damages relating to the liabilities of

our acquired companies and businesses. We may not be able to maintain or increase the levels of revenue, earnings or operating efficiency that each of the acquired companies and businesses and Pacira had historically achieved or might achieve separately. In addition, we may not accomplish the integration of any acquired companies and businesses smoothly, successfully or within the anticipated costs or timeframe. If we experience difficulties with the integration process or if the business of any acquired companies or businesses deteriorates, the anticipated cost savings, growth opportunities and other synergies of any acquired companies and businesses ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 62~~ may not be realized fully or at all, or may take longer to realize than expected. If any of the above risks occur, our business, financial condition, results of operations and cash flows may be materially and adversely impacted; we may fail to meet the expectations of investors or analysts; and our stock price may decline as a result. Our ability to realize the benefits from the Flexion Acquisition is substantially dependent on the commercial success of ZILRETTA and the cost savings resulting from the timely and effective integration of the operations of Pacira and Flexion. Our ability to realize the benefits from the Flexion Acquisition is substantially dependent on our ability to successfully commercialize ZILRETTA. Combining with Pacira may not accelerate the growth and success of ZILRETTA. If we are unsuccessful at convincing health care providers to increase their rate of adoption of ZILRETTA, our sales could be adversely affected, and our business and financial condition could suffer. Further, our ability to realize the benefits from the Flexion Acquisition is substantially dependent on the cost savings resulting from the timely and effective integration of the operations Pacira and Flexion. The process of integrating the operations of Pacira and Flexion could encounter unexpected costs and delays, which include but are not limited to: the loss of key personnel; the loss of key customers; the loss of key suppliers; integrating the products, services and related assets, as well as internal controls into our business operations; and unanticipated issues in integrating the sales, marketing and administrative functions. If we are unable to timely and effectively integrate the operations of Pacira and Flexion, our results of operations could be adversely affected, and our business could suffer. Further, even if the integration is timely and effective, we may never realize the cost savings expected from the integration and synergies of the operations of the two companies. The use of our net operating loss carryforwards and research and development tax credits will be limited. We have significant ~~federal and~~ state net operating loss, or NOL, carryforwards and federal and state research and development tax credit carryforwards. Our NOL carryforwards and research and development tax credits may expire and not be used. Our ~~Federal and~~ state NOL carryforwards will begin expiring in ~~2032 and~~ 2028 ~~, respectively,~~ if we have not used them prior to that time. ~~For~~ **We do not have** any **remaining** ~~federal~~ **Federal** NOLs **carried forward** ~~generated after December 31, 2017, the NOLs have an indefinite life and utilization will be subject to a limitation of 80 % of taxable income~~. The non- U. S. NOLs do not expire. Additionally, our ability to use certain NOLs ~~and credit carryforwards~~ to offset taxable income ~~or tax, respectively,~~ in the future will be limited under Internal Revenue Code ~~Sections~~ **Section** 382 ~~and 383~~ because we experienced cumulative changes in ownership of more than 50 % within a three- year period. Such ownership changes were triggered by the cumulative ownership changes arising as a result of the initial acquisition of the Company' s stock in 2007 and the completion of our initial public offering in February 2011 and our other financing transactions. Additionally, on November 19, 2021, we completed the Flexion Acquisition which also triggered an ownership change. Because of these ownership changes, we will be limited regarding the amount of NOL carryforwards ~~and research tax credits~~ that we can utilize annually in the future to offset taxable income ~~or tax, respectively~~. Such an annual limitation may significantly reduce the utilization of the NOLs ~~and research tax credits~~ before they expire. ~~Accordingly~~ **Pacira BioSciences** , **Inc** ~~liability,reputation damage and harm to our business operations~~ . **| 2023 Form 10- K | Page 65 Risks Related to Information Technology,Cybersecurity and Data Privacy** We face risks related to cybersecurity threats and incidents.We regularly face attempts by others to gain unauthorized access through the internet,or to introduce malicious software,to our Information Technology,or IT,systems.Individuals or organizations,including malicious hackers and insider threats including employees and third- party service providers,or intruders into our physical facilities,at times attempt to gain unauthorized access to our software,network and services.We could also be a target of malicious attackers who attempt to gain access to our network or data centers;steal proprietary information related to our business,products,employees,suppliers and customers;interrupt our systems and services or those of our suppliers,customers,or others;or demand a ransom to return control of such systems and services.Such attempts — including but not limited to — social engineering or " phishing " attempts,denial of service attacks and malware (including viruses,trojans and keyloggers) are increasing in number and in technical sophistication,and,if successful,expose us and any affected parties to risk of loss or misuse of proprietary or confidential information or disruptions of our business operations,including our manufacturing operations.Our IT infrastructure also includes services provided by third parties,and these service providers can experience breaches of their systems and products that impact the security of our systems and our proprietary or confidential information.A substantial breach of our or one of our service providers' systems could damage our reputation and result in the loss of revenues or the misuse of confidential data,and we may incur significant expenses to resolve such issues. **Finally** ~~Pacira BioSciences~~ , ~~Inc.| 2022 Form 10- K | Page 65 If we do not maintain~~ the ~~privacy and~~ **SEC has adopted new rules that require us to provide greater disclosures around** ~~security~~ **cybersecurity risk management** ~~of personal and business information~~ , ~~we could damage~~ **strategy and governance,as well as disclose the occurrence of material cybersecurity incidents.We cannot predict** ~~our~~ **or estimate the amount of** ~~reputation with customers and employees,incur substantial~~ additional costs ~~and become subject~~ **we will incur in order** to **comply with these rules** ~~litigation.We receive,retain and transmit personal information about our~~ **or** ~~customers~~ **the timing of such costs.These rules** and **regulations may also require** ~~employees and entrust that information to third- party suppliers,including cloud service- providers that perform activities for~~ us ~~.Our business depends~~ **to report a cybersecurity incident before** we have **been able to fully assess its impact or remediate the underlying issue. Efforts to comply with such reporting requirements could divert management' s attention from our incident response and could potentially reveal system vulnerabilities to threat actors. Failure to timely report incidents under these or other similar rules could also result in monetary fines, sanctions or subject us to other forms of liability. This regulatory environment is increasingly challenging and may present material obligations and risks to our business, including**

significantly expanded compliance burdens, costs and enforcement risks. Artificial intelligence presents risks and challenges that can impact our business including by posing security risks to our confidential information, proprietary information, and personal data. Issues in the development and use of artificial intelligence, combined with an uncertain regulatory environment, may result in reputational harm, liability or other adverse consequences to our business operations. As with many technological innovations, artificial intelligence presents risks and challenges that could impact our business. We may adopt and integrate generative artificial intelligence tools into our systems for specific use cases reviewed by legal and information security. Our vendors may incorporate generative artificial intelligence tools into their offerings without disclosing this use to us, and the providers of these generative artificial intelligence tools may not ~~recognized engineering~~ **meet existing or rapidly evolving regulatory or industry standards with respect to privacy and data protection and may inhibit** ~~or~~ **our** ~~" phishing " attempts,denial~~ **or our vendors' ability to maintain an adequate level** of service ~~attacks~~ **and experience.If we,our vendors or our third- party partners experience** ~~and~~ **an** ~~malware (actual or~~ **perceived breach or privacy or security incident because of the use of generative artificial intelligence,we may lose valuable intellectual property and confidential information and our reputation and the public perception of the effectiveness of our security measures could be harmed.Further,bad actors around the world use increasingly sophisticated methods,** including ~~viruses~~ **the use of artificial intelligence** , **to engage** ~~trojans and keyloggers) are increasing~~ in ~~number~~ **illegal activities involving the theft** and ~~in technical sophistication,and,if successful,expose us and any affected parties to risk of loss or~~ misuse of ~~proprietary or~~ **personal information,** confidential information ~~or disruptions of our business operations,including our manufacturing operations.Our IT infrastructure also includes services provided by third parties,~~ and **intellectual property.Any of** these **outcomes** ~~service providers can experience breaches of their systems and products that impact the security of our systems and our proprietary or confidential information.A substantial breach of our or one of our service providers' systems~~ could damage our reputation ~~and~~ **,** result in the loss of ~~revenues~~ **valuable property and information,and adversely impact** ~~or~~ **our business** ~~the misuse of confidential data,and we may incur significant expenses to resolve such issues~~ . ~~Pacira BioSciences,Inc.| 2022 Form 10- K | Page 65~~ If we do not maintain the privacy and security of personal and business information,we could damage our reputation with customers and employees,incur substantial additional costs and become subject to litigation.We receive,retain and transmit personal information about our customers and employees and entrust that information to third- party suppliers,including cloud service- providers that perform activities for us.Our business depends upon the secure transmission of encrypted confidential information over public networks,including information permitting payments.A compromise of our security systems or defects within our hardware or software,or those of our suppliers,that results in our customers' or employees' information being obtained by unauthorized persons,could adversely affect our reputation with our customers and others,as well as our operations,results of operations,financial condition and liquidity,and could result in litigation,government actions,or the imposition of penalties.In addition, a ~~benefit in~~ **breach could disrupt our operations and require that we expend significant additional resources related to the security of our information systems. The use of data by our business is regulated at the national and state** ~~our~~ **or** ~~consolidated our business is regulated at the national and state or~~ local level in all of our operating countries.Privacy and information- security laws and regulations change,and compliance with them may result in cost increases due to,among other things,systems changes and the development of new processes.If we or those with whom we share information **Pacira BioSciences,Inc.| 2023 Form 10- K | Page 66** fail to comply with these laws and regulations,our reputation could be damaged,possibly resulting in lost future business,and we could be subjected to additional legal risk as a result of non- compliance.We have security measures and controls to protect personal and business information and continue to make investments to secure access to our information technology network.These measures may be undermined,however,due to the actions of outside parties,employee error,internal or external malfeasance,or otherwise,and,as a result,an unauthorized party may obtain access to our data systems and misappropriate business and personal information.Because the techniques used to obtain unauthorized access,disable or degrade service,or sabotage systems change frequently and may not immediately produce signs of intrusion,we may be unable to anticipate these techniques,timely discover or counter them,or implement adequate preventative measures.Any such breach or unauthorized access could result in significant legal and ~~financial exposure,damage~~ financial ~~statements~~ **exposure,damage to our reputation,and potentially have an adverse effect on our business and results of operations** .Changes in data privacy and protection laws and regulations,particularly in Europe and the State of California,or any failure to comply with such laws and regulations,could adversely affect our business and financial results.We are subject to a variety of continuously evolving and developing laws and regulations globally regarding privacy,data protection and data security,including those related to the collection,storage,handling,use,disclosure,transfer and security of personal data.Significant uncertainty exists as privacy and data protection laws may be interpreted and applied differently from country to country and may create inconsistent or conflicting requirements.These laws apply to transfers of information among our affiliates,as well as to transactions we enter into with third- party vendors.For example,the E.U.adopted a comprehensive General Data Privacy Regulation,or GDPR,in May 2016 that replaced the then- current E.U.Data Protection Directive and related country- specific legislation in May 2018.GDPR requires companies to satisfy new requirements regarding the handling of personal and sensitive data,including its use,protection and the ability of persons whose data is stored to correct or delete such data about themselves.Failure to comply with GDPR requirements could result in penalties of up to 4 % of total worldwide revenue.Additionally,the California Consumer Privacy Act,or CCPA,became effective in January 2020 and imposed new responsibilities on us ~~for the handling,disclosure and deletion of personal information for our employees and consumers who reside in California.~~ for the ~~NOLs~~ **handling, disclosure** and ~~tax credits~~ **deletion of personal information for our employees and consumers who reside in California. The CCPA permits California to assess potentially significant fines for violating CCPA and creates a right for individuals to bring class action suits seeking damages for violations. We have also implemented more stringent privacy regulations related to the California Privacy Rights Act,** which **was an amendment to the CCPA. Furthermore, legislators and regulators in the U.**

S. are proposing new and more robust cybersecurity rules in light of the recent broad- based cyberattacks at a number of companies. Our efforts to comply with GDPR, the CCPA and other privacy and data protection laws may ~~expire unused laws may~~ impose significant costs and challenges that are likely to increase over time and may require us to revise certain of our business practices.These and similar initiatives around the world could increase the cost of developing,implementing or securing our servers and require us to allocate more resources to improved technologies,adding to our information technology and compliance costs.In addition,enforcement actions and investigations by regulatory authorities related to data security incidents and privacy violations continue to increase.The enactment of more restrictive laws,rules,regulations,or future enforcement actions or investigations could impact us through increased costs or restrictions on our business,and noncompliance could result in substantial regulatory penalties and significant legal liability or litigation related to violation of existing or future data privacy laws and regulations.Our business and operations would suffer in the event of system failures.Despite the implementation of security measures,our internal computer systems are vulnerable to damage from computer viruses,human error,unauthorized access,natural or man- made disasters,intentional acts of vandalism,terrorism,war and network,telecommunication and electrical failures.Any system failure,accident or security breach that causes interruptions in our operations could result in a material disruption of our manufacturing operations or product development programs.For example,the loss of clinical trial data from completed clinical trials for our products could result in delays in our regulatory approval efforts and significantly increase our costs to recover or reproduce the data.To the extent that any disruption or security breach results in a loss or damage to our data or applications,or inappropriate disclosure of confidential or proprietary information,we may incur liability,reputation damage and harm to our **business operations** . General Risk Factors A pandemic, epidemic or outbreak of a contagious disease (such as the novel coronavirus (COVID- 19) pandemic), or fear of such an event, could have a material adverse effect on our business, operating results and financial condition. A pandemic, epidemic or outbreak of an infectious disease, including the ~~current~~ **lingering impact of the** COVID- 19 pandemic **(despite the end of the federal COVID- 19 public health emergency declaration in May of 2023)** , or other public health crisis, could have a material adverse effect on our business, financial condition and operations, including but not limited to our revenue and cash flows, including potential decreases in sales, manufacturing issues, supply chain issues, including, but not limited to, staffing shortages, cost inflation and shipping delays, and delays in payments by our customers. For example, during 2020, our net product sales were negatively impacted by the COVID- 19 pandemic due to the significant postponement or suspension in the scheduling of elective surgical procedures resulting from public health guidance and government directives. ~~Elective surgery restrictions began to lift on a state- by- state basis in April 2020, allowing our net product sales to return to year- over- year growth in June 2020. However, while many restrictions have since eased with COVID- 19 vaccines now widely available, the elective surgery market faced additional pandemic- related challenges in August and September 2021 due to regional surges in COVID- 19 Delta variant cases, staffing shortages and fatigue from care teams addressing significant procedure backlogs, and in December 2021, the COVID- 19 Omicron variant prompted some government restrictions on elective procedures and surgical staffing challenges which began to ease in January 2022. Furthermore, raw materials and supplies needed to manufacture COVID- 19 vaccines have been backed by government mandate orders, impacting our suppliers' ability to supply critical raw materials for our products. While these challenges have recently began to subside, it is unknown how long it will take the elective surgery market to normalize, or if restrictions on elective procedures will recur due to COVID- 19 variant strains or otherwise. We do not know if, and how, future restrictions may affect the surgical communities' return to, or redefining of, normal operations, whether due to governmental restrictions, institutional, patient or clinical decisions or general economic conditions.~~ New or prolonged suspensions of elective surgeries by governmental restrictions or action would cause net sales of our products to decrease. In addition, ~~due to~~ health concerns from **a** ~~the COVID- 19~~ pandemic **, epidemic or outbreak of an infectious disease** or negative economic conditions, **could cause** patients and clinicians ~~could~~ **to** cancel or defer elective procedures or otherwise avoid medical ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 63~~ treatment, which would result in reduced patient volumes and revenues **and** ~~, which~~ could potentially continue over an extended period of time. Business disruptions could include disruptions or restrictions to our workforce, including the ability of our sales teams to interact with our customers and healthcare professionals to educate them on the benefits of our products and perform typical sales activities. For example, the ~~ongoing~~ COVID- 19 pandemic had significantly impacted the ability of our sales representatives to access customers and healthcare professionals through personal interactions within the healthcare setting, including hospitals and ASCs. With the reopening of many states, the ability of our sales representatives to renew their in- person engagement efforts, in conjunction with remote efforts, has occurred across all sites of care, with more focus on physician offices and ASCs. In addition, any temporary closures of our manufacturing facilities or the facilities of our suppliers and contract manufacturers (and the resulting impact on production or our products) or the workforce at such facilities, could cause delays in the shipment or production of our products. If our customers experience disruptions to their businesses and cash flows, we could experience delays or difficulties with the collection of our accounts receivable. Any sustained impacts and business disruptions to our facilities or workforce, our customers, our suppliers, or our contract manufacturers would likely adversely impact our cash flows, sales and operating results. The significant increase in the number of our employees who are working remotely as a result of the pandemic, and an extended period of remote work arrangements and subsequent reintroduction into the workplace could introduce operational risk, strain our business continuity plans, negatively impact productivity and / or collaboration, and give rise to claims by employees or otherwise adversely affect our business. Additionally, **a** ~~the COVID- 19~~ pandemic **or other public health emergencies** could require new or modified processes, procedures and controls to respond to changes in our business environment. We may take further actions as may be required by government authorities or that we determine are in the best interests of our employees, customers and business partners. There is no certainty that such measures will be sufficient to mitigate the risks posed by ~~COVID- 19~~ **a pandemic or other public health emergencies** . In addition, **a** ~~the COVID- 19~~ pandemic ~~has~~ **or other public health emergency could** , among other things, ~~caused~~ **cause** global macroeconomic

uncertainty, ~~disrupted~~ -- **disrupt** consumer spending and supply chains, ~~contributed~~ - **contribute** to various global shipping delays and port congestions and ~~created~~ - **create** significant volatility and disruption of financial markets. Ultimately, the extent to which **future** ~~COVID- 19 or other~~ public health crises could ~~continue to~~ impact our business is difficult to predict and will depend on many factors beyond our control, including the speed of contagion, the development and implementation of effective preventative measures and possible treatments, the scope of governmental and other restrictions on elective surgeries, travel and other activity through quarantines / social distancing and other measures, the timing of effective vaccines becoming widely available and accepted by the public, public reactions to these factors and more ~~. The extent to which COVID- 19 impacts our business, revenues and results of operations will depend on future developments, which are highly uncertain, constantly changing and cannot be predicted. This includes new information that may emerge concerning the severity of COVID- 19, the spread and proliferation of COVID- 19 around the world, the duration of the outbreak and the actions taken to contain COVID- 19 or treat its impact, among others~~ . Environmental, social and corporate governance, or ESG, issues may have an adverse effect on our business, financial condition and results of operations and damage our reputation. There is an increasing focus from certain investors, customers, consumers, employees, lawmakers, regulators (such as the SEC) and other stakeholders concerning ESG matters, including particular focus on climate- related risks. Additionally, public interest and legislative pressure related to public companies' ESG practices continue to grow. If our ESG practices fail to meet regulatory requirements or investor, customer, consumer, employee or other stakeholders' evolving expectations and standards for responsible corporate citizenship in areas including environmental stewardship, support for local communities, Board of Director and employee diversity, human capital management, employee health and safety practices, product quality, supply chain management, corporate governance and transparency, our reputation, brand and employee retention may be negatively impacted, and our customers and suppliers may be unwilling to continue to do business with us. From time to time, we communicate certain ESG initiatives and goals to market participants and our customers and business partners. Any corporate responsibility disclosure we make may include our policies, practices, initiatives and goals on a variety of social and ethical matters, corporate governance, environmental compliance, sustainability, employee health and safety practices, human capital management, product quality, supply chain management and workforce inclusion and diversity. Although we have undertaken significant efforts to improve and implement our ESG initiatives, it is possible that the aforementioned parties may not be satisfied with such disclosures, our ESG practices or the speed with which we adopt, implement and / or disclose our plans. If our ESG practices do not meet investor or other stakeholder expectations and standards, which continue to evolve, or if we are perceived or deemed to have not appropriately responded to the growing concern for ESG issues, regardless of whether there is a legal requirement to do so, we may suffer from reputational damage from stakeholders and consumers and our business and financial condition could be materially and adversely affected. We may also Pacira BioSciences, Inc. | ~~2022~~ **2023** Form 10- K | Page ~~64~~ **68** incur additional costs or require additional resources to monitor such stakeholder expectations and standards and to meet our targets and commitments . Changes in data privacy and protection..... on our business and results of operations . Significant changes in the global climate, extreme weather conditions, water availability and other climate related risks could adversely affect our business or operations. We could experience adverse impacts to our business if climate change, storms, or other extreme weather conditions and / or water availability challenges adversely affect our operations or the operations of our suppliers, distributors and customers. There is mounting scientific evidence, as well as concern from the general public, that emissions of greenhouse gases and contributing human activities have caused and will continue to cause significant changes in global temperatures and weather patterns and increase the frequency or severity of storms and other weather events, extreme heat, hurricanes, wildfires and flooding. While such conditions cannot be predicted, if such conditions were to impact our manufacturing sites or otherwise alter production schedules, including those of our third- party suppliers of raw materials, our manufacturing equipment, or our distributors, we could experience a disruption in the supply of EXPAREL, ZILRETTA or iovera ° to our customers and partners, or we could see an unfavorable impact on the cost or availability of our raw or packaging materials. Disruptions to the operations of our customers could also adversely impact the demand for our products. Regulations in response to climate change could result in increased manufacturing costs associated with increased compliance and water and energy costs. The effects of climate change, natural disasters such as earthquakes, wildfires, hurricanes, tornadoes, **droughts,** tsunamis or other adverse weather events and climate conditions, whether occurring in the U. S. or abroad, and the consequences and effects thereof, including damage to our supply chain, such as availability of raw materials, increased manufacturing costs and disruptions to productivity of our manufacturing operations, changes in consumer preferences or spending priorities, and energy shortages, have in the past and could in the future harm or disrupt our operations or the operations of our vendors, other suppliers, or customers, or result in economic instability that may negatively impact our operating results and financial condition. Additionally, certain catastrophes may not be covered by our general insurance policies, which could result in significant unrecoverable losses. Many governmental and other regulatory bodies worldwide are enacting regulations to mitigate the impacts of climate change. If we, our suppliers, or others in our supply chain are required to comply with these laws and regulations, or if we choose to take additional voluntary steps to reduce or mitigate our impact on the climate, we may experience increased costs for energy, production, transportation and raw materials, increased capital expenditures, or increased insurance premiums and deductibles, each of which could adversely impact our operations. In addition, inconsistent regulations among jurisdictions may also affect our cost to comply with such laws and regulations. Any assessment of the potential impact of future climate change legislation, regulations or industry standards, as well as any international treaties and accords, is uncertain given the wide scope of potential regulatory change in the countries in which we operate. ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 66~~ Our international operations expose us to numerous and sometimes conflicting legal and regulatory requirements, the compliance of which could be costly and time consuming and violation of these regulations could adversely affect our business or operations. We are subject to numerous, and sometimes conflicting, legal requirements on matters as diverse as pharmaceutical and medical device marketing, product liability, anti- corruption, data protection and privacy,

compliance, taxation, accounting and financial reporting, employment laws, wage- and- hour standards, labor relations and human rights, among others. The global nature of our operations may increase the difficulty and cost of compliance with various regulations and laws, as compliance with diverse legal requirements is costly, time- consuming and requires significant resources. Violations of one or more of these regulations in the conduct of our business could result in significant fines, enforcement actions or criminal sanctions against us and / or our employees, prohibitions on doing business and damage to our reputation. In addition to these legal and regulatory requirements, there are risks inherent in doing business internationally, including but not limited to: • different or more restrictive privacy, data protection, data localization, and other laws that could require us to make changes to our products, services and operations, such as mandating that certain types of data collected in a particular country be stored and / or processed within that country; • difficulties in developing, staffing, and simultaneously managing our foreign operations as a result of geographic distance, language, and cultural differences; • stringent local labor laws and regulations; • profit repatriation and foreign currency exchange restrictions; • geopolitical events, including natural disasters, acts of war and terrorism, and public health emergencies, including divergent governmental responses thereto across the jurisdictions in which we operate; • import or export regulations; **Pacira BioSciences, Inc. | 2023 Form 10- K | Page 69** • compliance with the U. S. Foreign Corrupt Practices Act, the U. K. Bribery Act, and laws and regulations of other jurisdictions prohibiting corrupt payments to government officials and other third parties; • antitrust and competition regulations; • delays associated with the manufacture, transportation and delivery of products, including delays related to global port backlog or congestion; • increased transportation costs due to distance, energy prices, inflation or other factors; • potentially adverse tax developments; • trade barriers and changes in trade regulations; • political or social unrest, including but not limited to the war in Ukraine **and the Israel- Hamas war** , economic instability, repression, or human rights issues; and • risks related to other government regulation or required compliance with local laws. In addition, we are subject to customs laws and regulations with respect to our export and import activity, which are complex and vary within legal jurisdictions in which we operate. We cannot ensure that there will not be a control failure around customs enforcement despite the precautions we take. We are currently subject to audits by customs authorities. Any failure to comply with customs laws and regulations could be discovered during a U. S. or foreign government customs audit, or customs authorities may disagree with our tariff treatments, and such actions could result in substantial fines and penalties, which could have an adverse effect on our business and financial results. In addition, changes to U. S. trade laws may adversely impact our operations. These changes and any changes to the trade laws of other countries may add additional compliance costs and obligations and subject us to significant fines and penalties for non-compliance. Compliance with these and other foreign legal regimes may have a material adverse impact on our business and results of operations. Furthermore, as a global company, we are subject to foreign and U. S. laws and regulations designed to combat governmental corruption, including the U. S. Foreign Corrupt Practices Act and the U. K. Bribery Act. Violations of these laws and regulations could result in fines and penalties; criminal sanctions against us, our directors, our officers, or our employees; prohibitions on the conduct of our business and on our ability to offer our products and services in one or more countries; and a materially negative effect on our brands and our operating results. Although we have implemented policies and procedures designed to ensure compliance with these foreign and U. S. laws and regulations, including the U. S. Foreign Corrupt Practices Act and the U. K. Bribery Act, there can be no assurance that our employees, business partners, or agents will not violate our policies. ~~Pacira BioSciences, Inc. | 2022 Form 10- K | Page 67~~