UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): March 27, 2026

United-Guardian, Inc.
(Exact name of registrant as specified in its charter)

Delaware	**001-10526**	**11-1719724**
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

230 Marcus Boulevard
Hauppauge, New York 11788
(Address of Principal Executive Offices) (Zip Code)

(631) 273-0900
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

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

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

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, $0.10 par value per share	UG	NASDAQ Global Market

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

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02. Results of Operations and Financial Condition.

On March 27, 2026, the Registrant issued a press release, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
99.1	Press Release dated March 27, 2026
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

United-Guardian, Inc.

Date: March 27, 2026

By: /s/ Donna Vigilante
Donna Vigilante
President

EXHIBIT 99.1

United-Guardian Reports 2025 Financial Results

HAUPPAUGE, N.Y., March 27, 2026 (GLOBE NEWSWIRE) -- United-Guardian, Inc. (NASDAQ:UG) reported that net sales and net income for FY 2025 decreased compared to FY 2024. Net sales for the year decreased by 13% from $12,181,971 in 2024 to $10,545,468 in 2025, generating net income of $3,250,875 ($0.71 per share) in 2024 compared to $2,105,738 ($0.46 per share) in 2025.

Donna Vigilante, President of United-Guardian, stated, “Our financial performance in 2025 was primarily impacted by the decrease in sales of our cosmetic ingredients. One of the issues we faced was excess inventory held by our largest cosmetic ingredient distributor, Ashland Specialty Ingredients (“ASI”). The inventory overstock led to reduced order quantities from ASI throughout the year. The situation was further impacted by decreased global demand for our products, particularly in China, where heightened competition from local Asian producers, and the impact of global tariffs, negatively impacted sales. In response to these challenges, we have been collaborating closely with our distributor in China to regain lost market share, offering competitive pricing where feasible, differentiating our products from the competition, and exploring new markets where cost pressures are less pronounced.”

“On a positive note, sales of pharmaceuticals and medical lubricants increased in 2025 compared to 2024, by 15% and by 4%, respectively. The increase in medical lubricants was driven by greater demand from two of our large contract manufacturer customers in China. The increase in pharmaceutical sales resulted from an increase in sales to all three of our national drug wholesalers, combined with a decrease in Medicare rebates. In 2025 we initiated a new marketing strategy to expand the domestic sales of Renacidin® by increasing awareness of Renacidin and seeking its inclusion on additional drug formularies. I am happy to report that we recently received approval from two major pharmacy benefit managers. We believe that having Renacidin available on additional drug formularies will enhance patient access and will support the product’s long-term commercial growth. We are optimistic that this initiative, along with the new marketing and distribution agreements we entered into in 2025 for our cosmetic ingredients, will result in increased sales in the coming years.”

United-Guardian is a manufacturer of cosmetic ingredients, sexual wellness ingredients, pharmaceuticals, and medical lubricants.

Contact: Donna Vigilante
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dvigilante@u-g.com

NOTE: This press release contains both historical and "forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. These statements about the company’s expectations or beliefs concerning future events, such as financial performance, business prospects, and similar matters, are being made in reliance upon the “safe harbor” provisions of that Act. Such statements are subject to a variety of factors that could cause our actual results or performance to differ materially from the anticipated results or performance expressed or implied by such forward-looking statements. For further information about the risks and uncertainties that may affect the company’s business please refer to the company's reports and filings with the Securities and Exchange Commission.

FINANCIAL RESULTS AS OF AND FOR THE YEARS ENDED

DECEMBER 31, 2025 AND 2024

STATEMENTS OF INCOME

	Years ended December 31,	
	2025	2024
Net sales	**$ 10,545,468**	**$ 12,181,971**

Costs and expenses:		
Cost of sales	5,404,328	5,721,584
Operating expenses	2,434,148	2,356,819
Research and development	463,644	456,779
Total costs and expenses	**8,302,120**	**8,535,182**
Income from operations	**2,243,348**	**3,646,789**
Other income:		
Investment income	365,308	434,679
Net gain on marketable securities	34,359	26,989
Total other income	**399,667**	**461,668**
Income before provision for income taxes	**2,643,015**	**4,108,457**
Provision for income taxes	537,277	857,582
Net income	**$ 2,105,738**	**$ 3,250,875**
Earnings per common share (basic and diluted)	$ 0.46	$ 0.71
Weighted average shares (basic and diluted)	4,594,319	4,594,319

BALANCE SHEET DATA
(condensed)

	December 31, 2025	2024
Current assets:	$ 12,201,397	$ 12,665,551
Deferred tax asset, net	---	175,397
Property, plant, and equipment, net	907,182	956,387
Total assets	13,108,579	13,797,335
Current liabilities:	1,669,321	1,914,469
Deferred tax liability, net	207,246	---
Total liabilities	1,876,567	1,914,469
Stockholders' equity	11,232,012	11,882,866
Total liabilities and stockholders' equity	**$ 13,108,579**	**$ 13,797,335**