

TherapeuticsMD, Inc.  
Form 4  
August 24, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Thompson Tommy G

(Last) (First) (Middle)

6800 BROKEN SOUND PKWY  
NW, THIRD FLOOR

(Street)

BOCA RATON, FL 33487

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TherapeuticsMD, Inc. [TXMD]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/20/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	08/20/2015		P	455 A \$ 6.2939	1,000	I	See <u>(1)</u>
Common Stock	08/20/2015		P	343 A \$ 6.2939	1,000	I	See <u>(2)</u>
Common Stock	08/20/2015		P	10,000 A \$ 6.2939	10,000	I	See <u>(3)</u>
Common Stock					659,500	I	See <u>(4)</u>
Common Stock					3,555	D	



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Owned by Elroy VII, LLC, in which Mr. Thompson owns an indirect interest. Mr. Thompson disclaims beneficial ownership of the shares held by Elroy VII, LLC except to the extent of any pecuniary interest therein, and this report shall not be deemed an admission that Mr. Thompson is the beneficial owner of these securities for purposes of Section 16 or for any other purpose. Mr. Thompson's shares held indirectly by other means were inadvertently also included as held by Elroy VII, LLC in a Form 4 filed on September 8, 2014 to report the acquisition of 657 shares by Elroy VII, LLC. Such inadvertent shares are not included in the total shares beneficially owned by Elroy VII, LLC on this Form 4.

(3) Owned by Tommy G. Thompson IRA.

Owned by Thompson Family Investments, LLC or Thompson Family Holdings, LLC, entities directly or indirectly solely owned by Mr. Thompson. Does not include (i) 545 shares previously reported as held by Thompson Family Investments, LLC or Thompson Family

(4) Holdings, LLC, which are now reported as held by Elroy VI, LLC, (ii) 657 shares previously reported as held by Thompson Family Investments, LLC or Thompson Family Holdings, LLC, which are now reported as held by Elroy VII, LLC, and (iii) 555 shares held directly by Mr. Thompson, which were previously inadvertently included in both the total number of shares directly and indirectly held by Mr. Thompson.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.