

# AGILE THERAPEUTICS INC

Reported by  
**GARNER ELIZABETH**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/26/18 for the Period Ending 01/24/18

Address	101 POOR FARM ROAD PRINCETON, NJ, 08540-1715
Telephone	609-683-1880
CIK	0001261249
Symbol	AGRX
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Medical Research
Sector	Healthcare
Fiscal Year	12/31

# FORM 4

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
<b>Garner Elizabeth</b>		<b>AGILE THERAPEUTICS INC   AGRX</b>		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Sr. VP &amp; Chief Medical Officer</b>	
(Last) (First) (Middle) <b>101 POOR FARM ROAD</b>		3. Date of Earliest Transaction (MM/DD/YYYY) <b>1/24/2018</b>			
(Street) <b>PRINCETON, NJ 08540</b>		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	1/25/2018		M		17500	A	(1)	17500	D	
Common Stock	1/25/2018		F		5765	D	\$3.32	11735	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Options (Right to Buy)	\$3.46	1/24/2018		A		107000		(2)	1/23/2028	Common Stock	107000	\$0	107000	D	
Restricted Stock Units	(1)	1/24/2018		A		18565		(3)	(3)	Common Stock	18565	\$0	53565	D	
Restricted Stock Units	(1)	1/25/2018		M		17500		(4)	(4)	Common Stock	17500	\$0	36065	D	

### Explanation of Responses:

- Each restricted stock unit represents a contingent right to receive one share of common stock.
- This option was granted on January 24, 2018. 25% of the shares subject to the stock option vest on January 24, 2019, and the remaining shares vest in 36 substantially equal monthly installments over the following three years such that the option will be fully vested on January 24, 2022.
- The restricted stock units were granted on January 24, 2018 and will be fully vested and delivered on January 24, 2019.
- The restricted stock units were granted on January 25, 2017 and vest as follows: 17,500 units vested and were delivered on January 25, 2018, and 17,500 units will vest and be delivered on January 25, 2019.

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Garner Elizabeth</b> <b>101 POOR FARM ROAD</b> <b>PRINCETON, NJ 08540</b>			<b>Sr. VP &amp; Chief Medical Officer</b>	

### Signatures

/s/ Scott M. Coiante, Attorney-in-Fact

1/26/2018

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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