

TherapeuticsMD, Inc.  
Form 4  
March 28, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
**SEGAL NICHOLAS**

(Last) (First) (Middle)

**707 WESTCHESTER AVENUE,, SUITE 401**

(Street)

**WHITE PLAINS, NY 10604**

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**03/26/2014**

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)
			Code	V	Amount or Price		
Common Stock	03/26/2014		S		30,000	D	
					\$ 6.6971		
Common Stock	03/26/2014		S		185,298 (1)	D	By Fourth Generation Private Equity Partners
					\$ 6.6971		
Common Stock					146,560 (3)	I	By Seavest Capital Ventures, LLC

### Edgar Filing: TherapeuticsMD, Inc. - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

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

Table with 10 columns: 1. Title of Derivative Security (Instr. 3), 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date (Month/Day/Year), 3A. Deemed Execution Date, if any (Month/Day/Year), 4. Transaction 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 (Month/Day/Year), 7. Title and Amount of Underlying Securities (Instr. 3 and 4), 8. Price of Derivative Security (Instr. 5), 9. Number of Derivative Securities Beneficially Owned (Instr. 6).

## Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Row: SEGAL NICHOLAS, 707 WESTCHESTER AVENUE, SUITE 401, WHITE PLAINS, NY 10604, X (Director).

## Signatures

/s/ Nicholas Segal 03/27/2014
\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
(1) Fourth Generation Private Equity sold 1,600,000 shares of TherapeuticsMD, Inc. (the "Company") common stock. Mr. Segal owns 11.5811% interest, Partners ("FG"), of which Mr. Segal disclaims beneficial ownership of these securities held by FG except to the extent of his pecuniary interest therein.
(2) Represents Mr. Segal's pro rata portion of 1,949,805 shares of the Company's common stock held directly by FG. Mr. Segal disclaims beneficial ownership of securities held by FG except to the extent of his pecuniary interest therein.
(3) Represents Mr. Segal's aggregate direct and indirect pro rata portion of 1,600,000 shares of the Company's common stock held by Seavest Capital Ventures, LLC ("Seavest"). Mr. Segal directly holds a 4.995% interest in Seavest and indirectly holds a 4.165% interest in

## Edgar Filing: TherapeuticsMD, Inc. - Form 4

Seavest, through his ownership interest in FG, which owns a 35.964% interest in Seavest. Mr. Segal disclaims beneficial ownership of securities held by Seavest except to the extent of his pecuniary interest therein.

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.