

AGILE THERAPEUTICS INC

Form 4

January 29, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
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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 \*  
Moorin Jay

(Last) (First) (Middle)

C/O PROQUEST  
INVESTMENTS, 2430  
VANDERBILT BEACH ROAD,  
#108 - 190

(Street)

NAPLES, FL 34109

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
AGILE THERAPEUTICS INC  
[AGRX]3. Date of Earliest Transaction  
(Month/Day/Year)  
01/27/20164. 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---------|------------------|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D) Price |   |  |   |
| Common Stock                    | 01/27/2016                           |  | P                              |   | 393,700 | A \$ 6.35        | 5,062,363   | I  | See footnote (1)                                      |

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  
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(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Benef<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Moorin Jay<br>C/O PROQUEST INVESTMENTS<br>2430 VANDERBILT BEACH ROAD, #108 - 190<br>NAPLES, FL 34109      |               | X         |         |       |
| SCHREIBER ALAIN<br>C/O PROQUEST INVESTMENTS<br>2430 VANDERBILT BEACH ROAD, #108 - 190<br>NAPLES, FL 34109 |               | X         |         |       |
| ProQuest Investments III, L.P.<br>2430 VANDERBILT BEACH ROAD, #108 - 190<br>NAPLES, FL 34109              |               | X         |         |       |
| ProQuest Associates III LLC<br>2430 VANDERBILT BEACH ROAD, #108 - 190<br>NAPLES, FL 34109                 |               | X         |         |       |
| ProQuest Investments IV, L.P.<br>2430 VANDERBILT BEACH ROAD, #108 - 190<br>NAPLES, FL 34109               |               | X         |         |       |
| ProQuest Associates IV LLC<br>2430 VANDERBILT BEACH ROAD, #108 - 190<br>NAPLES, FL 34109                  |               | X         |         |       |

## Signatures

/s/ Pasquale  
DeAngelis 01/29/2016

\_\_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).

Of such shares, 3,103,488 are owned by ProQuest Investments III, L.P. ("Investments III"), of which ProQuest Associates III LLC ("Associates III") is the general partner, and 1,958,875 are owned by ProQuest Investments IV, L.P., ("Investments IV"), of which

- (1) ProQuest Associates IV LLC ("Associates IV") is the general partner.. Jay Moorin and Alain Schreiber are managing members of Associates III and Associates IV. Each individual managing member disclaims beneficial ownership of these shares, except to the extent of their pecuniary interest in such shares.

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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