TherapeuticsMD, Inc. Form 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

FORM 4

June 11, 2014

OMB APPROVAL

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

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

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Thompson Tommy G Issuer Symbol TherapeuticsMD, Inc. [[TXMD]] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction X_ Director (Month/Day/Year) 10% Owner Officer (give title _ Other (specify 6800 BROKEN SOUND PKWY 06/09/2014 below) NW, THIRD FLOOR (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

BOCA RATON, FL 33487

(State)

(Zin)

(City)

	(City)	(State)	Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Benefic	ially Owned
	1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securitie	es Acq	quired	5. Amount of	6.	7. Nature of
	Security	(Month/Day/Year)	Execution Date, if	Transactio	n(A) or Disp	posed	of	Securities	Ownership	Indirect
	(Instr. 3)		any	Code	(D)			Beneficially	Form: Direct	Beneficial
			(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)			Owned	(D) or	Ownership
								Following	Indirect (I)	(Instr. 4)
						(A)		Reported	(Instr. 4)	
						or		Transaction(s)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)		
										Thompson
	Common Stock	06/09/2014		M		A	\$ 2.8	654,000	I	Family
					10,000					Investment,
										LLC

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

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

(9-02)

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(Month/Day/Year) Execution Date, if TransactionDerivative

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Nun of S
Non-qualified	\$ 2.8	06/09/2014		M		10,000	12/31/2012	06/29/2022	Common	10,

4.

5. Number of

6. Date Exercisable and

Expiration Date

7. Title and Amou Underlying Securi

Stock

Reporting Owners

Conversion

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
Thompson Tommy G							
6800 BROKEN SOUND PKWY NW	X						
THIRD FLOOR	Λ						
BOCA RATON, FL 33487							

3. Transaction Date 3A. Deemed

Signatures

1. Title of

Derivative

Stock Option

/s/ Tommy G. 06/11/2014 Thompson

**Signature of Reporting Date
Person

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).

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.

Reporting Owners 2