

Milligan John C.K. IV
Form 3/A
March 16, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Milligan John C.K. IV
(Last) (First) (Middle)

951 BROKEN SOUND
PARKWAY NW,Â SUITE 320

(Street)

BOCA RATON,Â FLÂ 33487

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
10/04/2011

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☒ Director ☒ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
President, Secretary

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

10/11/2011

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

6,368,018

D Â

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Non-qualified Stock Option	02/01/2009 ⁽¹⁾	01/01/2019	Common Stock	2,052,255	\$ 0.1018	D Â
Common Stock Purchase Warrant	06/06/2011 ⁽²⁾	06/06/2021	Common Stock	61,372	\$ 0.4074	D Â
Common Stock Purchase Warrant	06/30/2011 ⁽³⁾	03/09/2011	Common Stock	204,571	\$ 0.2444	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Milligan John C.K. IV 951 BROKEN SOUND PARKWAY NW SUITE 320 BOCA RATON, FL 33487	Â X	Â X	Â President, Secretary	Â

Signatures

/s/ John C.K.
Milligan, IV

03/16/2012

__Signature of Reporting
Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Option vests at the rate of 6,137 shares per month over the first year from the date of issuance. Shares vested to date are 73,646. This
(1) option was assumed and re-issued pursuant to the Merger Agreement between the Company and VitaMedMD, LLC which closed on October 4, 2011.

(2) Warrant vested on issuance. This warrant was assumed and re-issued pursuant to the Merger Agreement between the Company and VitaMedMD, LLC which closed on October 4, 2011.

(3) Warrants rest at the rate of 25,571 shares per calender quarter.

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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