Name and Address of Reporting Person
DARecca James

Issue Name and Ticker or Trading Symbol
TherapeuticsMD, Inc. [TXMD]

Date of Earliest Transaction (Month/Day/Year)
06/18/2020

City
BOCA RATON

State
FL

Zip Code
33431

Relationship of Reporting Person(s) to Issuer
Chief Financial Officer

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>151,500</td>
<td>A</td>
<td>(1)</td>
<td>(1)</td>
<td>D</td>
<td>10% Owner</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Stock Units</td>
<td>$0</td>
<td>06/18/2020</td>
<td>A</td>
<td>(1)</td>
<td>(1)</td>
<td>Common Stock 151,500 (1)</td>
<td>90</td>
<td>151,500 (1)</td>
<td>D</td>
<td>10% Owner</td>
</tr>
<tr>
<td>Restricted Stock Units</td>
<td>$0</td>
<td>06/18/2020</td>
<td>A</td>
<td>(1)</td>
<td>(1)</td>
<td>Common Stock 651,500</td>
<td>90</td>
<td>651,500</td>
<td>D</td>
<td>10% Owner</td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. The performance stock units (PSUs) vest upon the issuer achieving break-even of quarterly earnings before interest, taxes, depreciation and amortization (EBITDA) for a fiscal quarter no later than the quarter ending December 31, 2022, otherwise the PSUs will be forfeited. The number of PSUs issued is the base number of PSUs that may vest. The actual number of PSUs that will vest will be between zero and two times the base number of PSUs depending on when the issuer achieves break-even of quarterly EBITDA. In accordance with the terms of the issuer's 2019 Stock Incentive Plan, no PSUs will vest prior to the one-year anniversary of the grant date. Each PSU represents a contingent right to receive one share of common stock of the issuer. The PSUs will vest in three equal installments annually beginning June 1, 2021 (the one-year anniversary of the date of the reporting person's appointment as Chief Financial Officer), becoming fully vested on June 1, 2023.

2. Each restricted stock unit (RSU) represents a contingent right to receive one share of common stock of the issuer. The RSUs will vest in three equal installments annually beginning June 1, 2021 (the one-year anniversary of the date of the reporting person's appointment as Chief Financial Officer), becoming fully vested on June 1, 2023.

/s/ James C. D’Arecca
08/07/2020

** 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).


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

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 Number.