

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>PERCEPTIVE ADVISORS LLC</u>  (Last) (First) (Middle) <u>51 ASTOR PLACE, 10TH FLOOR</u>  (Street) <u>NEW YORK NY 10003</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AGILE THERAPEUTICS INC [ AGRX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/10/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	02/25/2020		P		3,000,000	A	\$3	14,919,925	I	See footnote <sup>(1)(4)</sup>

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

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Warrants (right to buy)	\$3.74	02/10/2020		J <sup>(2)</sup>		700,000		02/10/2020	02/10/2027	Common Stock	700,000	(2)	700,000	I	See footnote <sup>(3)</sup>
Warrants (right to buy)	\$4.67	02/10/2020		J <sup>(2)</sup>		700,000		02/10/2020	02/10/2027	Common Stock	700,000	(2)	700,000	I	See footnote <sup>(3)</sup>

1. Name and Address of Reporting Person\*  
PERCEPTIVE ADVISORS LLC  
  
 (Last) (First) (Middle)  
51 ASTOR PLACE, 10TH FLOOR  
  
 (Street)  
NEW YORK NY 10003  
  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
PERCEPTIVE LIFE SCIENCES MASTER FUND LTD  
  
 (Last) (First) (Middle)  
C/O PERCEPTIVE ADVISORS LLC  
51 ASTOR PLACE, 10TH FLOOR  
  
 (Street)  
NEW YORK NY 10003  
  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
EDELMAN JOSEPH  
  
 (Last) (First) (Middle)

C/O PERCEPTIVE ADVISORS LLC  
51 ASTOR PLACE, 10TH FLOOR

(Street)		
NEW YORK	NY	10003
(City)	(State)	(Zip)

**Explanation of Responses:**

1. The securities are directly held by Perceptive Life Sciences Master Fund Ltd. (the "Master Fund"). Perceptive Advisors LLC (the "Advisor") serves as the investment manager of Master Fund. Joseph Edelman is the managing member of the Advisor.
2. The securities were acquired by Perceptive Credit Holdings III, L.P. (the "Credit Fund") in connection with a senior secured term loan credit facility entered into with the Issuer.
3. The securities are directly held by the Credit Fund. The Advisor serves as the investment manager of the Credit Fund. Mr. Edelman is the managing member of the Advisor.
4. Each of Mr. Edelman and the Advisor disclaims, for purposes of Section 16 of the Securities Exchange Act of 1934, beneficial ownership of the securities, except to the extent of his/its indirect pecuniary interest therein, and this report shall not be deemed an admission that either Mr. Edelman or the Advisor is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.

**Remarks:**

/s/ Perceptive Life Sciences  
Master Fund Ltd., By:  
Perceptive Advisors LLC, its    02/25/2020  
investment manager By: Joseph  
Edelman, its managing member  
/s/ Perceptive Advisors LLC,  
By: Joseph Edelman, its    02/25/2020  
managing member  
/s/ Joseph Edelman            02/25/2020

\*\* 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).

\*\* 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.

**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.**