

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

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(D)
of the Securities Exchange Act of 1934**

March 13, 2024

Date of report (Date of earliest event reported)

Agile Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-36464
(Commission
File Number)

23-2936302
(IRS Employer
Identification No.)

500 College Road East, Suite 310
Princeton, New Jersey
(Address of principal executive offices)

08540
(Zip Code)

Registrant's telephone number, including area code **(609) 683-1880**
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, par value \$0.0001 per share	AGRX	The Nasdaq Capital Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01. Other Events.

On March 13, 2024, Agile Therapeutics, Inc. (the “Company”) issued a press release announcing that it has paid-off the remainder of its debt facility with Perceptive Credit Holdings III, LP (“Perceptive”), thereby completing the repayment schedule contemplated by the Loan Agreement between the Company and Perceptive, which originated in 2020 and ended as of March 11, 2024.

As previously disclosed, on February 10, 2020, the Company entered into a Credit Agreement and Guaranty with Perceptive, for a senior secured term loan credit facility of up to \$35.0 million (as amended from time to time, the “Perceptive Credit Agreement”). On February 9, 2024, the Company and Perceptive entered into an eighth amendment to the Perceptive Credit Agreement, which extended the maturity date of the Perceptive Credit Agreement from February 10, 2024 until March 11, 2024 (the “Maturity Date”). As previously disclosed, beginning on December 1, 2023, the Company has been making monthly payments of \$150,000 on the outstanding loan balance, which payments will now cease with the Company’s repayment of its debt to Perceptive.

A copy of this press release is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits**(d) Exhibits.**

Exhibit Number	Description
99.1	Press Release dated March 13, 2024.
104	Cover Page Interactive Data File (Embedded within the Inline XBRL Document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Agile Therapeutics, Inc.

Dated: March 14, 2024

By: /s/ Alfred Altomari

Name: Alfred Altomari

Title: Chairperson and Chief Executive Officer

Agile Therapeutics Completes Pay-off of Debt and Remains Focused on Business Plan Execution

Elimination of Remaining Debt to Perceptive Advisors Leaves the Company's Balance Sheet Debt Free

PRINCETON, N.J., March 13, 2024 (GLOBE NEWSWIRE) – Agile Therapeutics, Inc. (Nasdaq: AGRX) (“Agile” or the “Company”), a women's healthcare company, today announced that it has paid-off the remainder of its debt facility with Perceptive Advisors (“Perceptive”). This significant milestone completes the repayment schedule contemplated by the Loan Agreement between the Company and Perceptive, which originated in 2020 and ended as of March 11, 2024. The Company remains focused on growing Twirla® and advancing the Company's business plan.

“Eliminating the entirety of our debt with Perceptive is a pivotal moment for us, signaling our readiness to embrace new opportunities while continuing to execute our business plan and grow Twirla,” said Agile Chief Executive Officer and Chairperson Al Altomari. “We believe this step will provide us with more flexibility on our balance sheet as we move forward.”

Altomari continued, “We'd like to thank our partners at Perceptive, who worked professionally, collaboratively and constructively with us to achieve this milestone during a challenging market environment for biotechnology.”

About Agile Therapeutics, Inc.

Agile Therapeutics is a women's healthcare company dedicated to fulfilling the unmet health needs of today's women. Our product and product candidates are designed to provide women with contraceptive options that offer freedom from taking a daily pill, without committing to a longer-acting method. Our initial product, Twirla®, (levonorgestrel and ethinyl estradiol), a transdermal system, is a non-daily prescription contraceptive. Twirla is based on our proprietary transdermal patch technology, called Skinfusion®, which is designed to allow drug delivery through the skin. For more information, please visit the company website at www.agiletherapeutics.com. The Company may occasionally disseminate material, nonpublic information on the Company's website and LinkedIn account.

Forward-Looking Statements

Certain information contained in this press release includes “forward-looking statements”, within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. We may, in some cases use terms such as “predicts,” “believes,” “potential,” “continue,” “anticipates,” “estimates,” “expects,” “plans,” “intends,” “may,” “could,” “might,” “likely,” “will,” “should” or other words that convey uncertainty of the future events or outcomes to identify these forward-looking statements. Our forward-looking statements are based on current beliefs and expectations of our management team that involve risks, potential changes in circumstances, assumptions, and uncertainties, including statements regarding the Company's ability to grow Twirla, advance its business plan, and flexibility on the Company's balance sheet. Any or all of the forward-looking statements may turn out to be wrong or be affected by inaccurate assumptions we might make or by known or unknown risks and uncertainties. These forward-looking statements are subject to risks and uncertainties including risks related to our ability to raise enough capital to fund our operations in the near term and long term, including our ability to obtain funding through public or private equity offerings, debt financings or other sources, on terms acceptable to us or at all, our ability to come into compliance with the Nasdaq Capital Market listing requirements, the other risks set forth in our filings with the U.S. Securities and Exchange Commission, including for a more detailed description of the risks and uncertainties that could cause actual results to differ from those expressed

in these forward-looking statements, as well as risks relating to our business in general, please refer to our Annual Report on Form 10-K and our Quarterly Reports on Form 10-Q. You are cautioned not to place undue reliance on these forward-looking statements, which are made only as of the date of this press release. We undertake no obligation to publicly update such forward-looking statements to reflect subsequent events or circumstance.

Contact:

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