

TherapeuticsMD, Inc.
Form 424B3
August 07, 2013

Filed Pursuant to Rule 424(b)(3)
Registration No. 333-185156

Prospectus Supplement No. 3 dated August 7, 2013
(To Prospectus dated December 12, 2012)

3,953,489 Shares

Common Stock

This Prospectus Supplement supplements and amends the Prospectus dated December 12, 2012, as amended by Prospectus Supplement No. 1 dated March 12, 2013 and Prospectus Supplement No. 2 dated May 10, 2013 (the "Prospectus"), relating to the resale of up to 3,953,489 outstanding shares of common stock of TherapeuticsMD, Inc. (the "Company") by the selling stockholders identified in the Prospectus.

This Prospectus Supplement is being filed to include the information set forth in our Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2013, filed by the Company with the Securities and Exchange Commission on August 7, 2013 (the "Form 10-Q"). The Form 10-Q is attached hereto.

This Prospectus Supplement is not complete without, and may not be delivered or utilized except in connection with the Prospectus, including any supplements and amendments thereto. This Prospectus Supplement should be read in conjunction with the Prospectus, which is to be delivered with this Prospectus Supplement. This Prospectus Supplement is qualified by reference to the Prospectus, except to the extent that the information in this Prospectus Supplement updates or supersedes the information contained in the Prospectus, including any supplements and amendments thereto.

See "Risk Factors" beginning on page 5 of the Prospectus to read about factors you should consider before buying shares of our common stock.

Neither the Securities and Exchange Commission nor any other regulatory body has approved or disapproved of these securities or passed upon the accuracy or adequacy of the Prospectus. Any representation to the contrary is a criminal offense.

The date of this Prospectus Supplement is August 7, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2013

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File No. 000-16731

THERAPEUTICSMD, INC.

(Exact Name of Registrant as Specified in Its Charter)

Nevada
(State or Other Jurisdiction of Incorporation
or Organization)

87-0233535
(I.R.S. Employer Identification No.)

6800 Broken Sound Parkway NW, Third
Floor, Boca Raton, FL 33487
(Address of Principal Executive Offices)

(561) 961-1900
(Issuer's Telephone Number)

951 Broken Sound Parkway NW, Suite 320, Boca Raton, FL 33487
(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act (Check one):

Large accelerated filer Accelerated filer
Non-accelerated filer Smaller reporting company
(Do not check if a smaller reporting company)

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Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes
o No x

The number of shares outstanding of the Issuer's Common Stock as of August 7, 2013 was 131,212,706.

THERAPEUTICSMD, INC. AND SUBSIDIARIES
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THERAPEUTICSMMD, INC. AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS

| | June 30, 2013 (Unaudited) | December 31, 2012 |
|--|------------------------------|----------------------|
| ASSETS | | |
| Current Assets: | | |
| Cash | \$34,435,468 | \$1,553,474 |
| Accounts receivable, net of allowance for doubtful accounts of \$100,385 and \$42,048, respectively | 957,779 | 606,641 |
| Inventory | 1,506,059 | 1,615,210 |
| Other current assets | 3,607,283 | 751,938 |
| Total current assets | 40,506,589 | 4,527,263 |
| Fixed assets, net | 76,494 | 65,673 |
| Other Assets: | | |
| Prepaid expense | 1,980,519 | 953,655 |
| Intangible assets | 345,238 | 239,555 |
| Security deposit | 156,949 | 31,949 |
| Total other assets | 2,482,706 | 1,225,159 |
| Total assets | \$43,065,789 | \$5,818,095 |
| LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT) | | |
| Current Liabilities: | | |
| Accounts payable | \$2,045,116 | \$1,641,366 |
| Deferred revenue | 1,219,072 | 1,144,752 |
| Other current liabilities | 1,334,730 | 725,870 |
| Total current liabilities | 4,598,918 | 3,511,988 |
| Long-Term Liabilities: | | |
| Notes payable, net of debt discount of \$0 and \$1,102,680, respectively | — | 3,589,167 |
| Accrued interest | — | 150,068 |
| Total long-term liabilities | — | 3,739,235 |
| Total liabilities | 4,598,918 | 7,251,223 |
| Commitments and Contingencies | | |
| Stockholders' Equity (Deficit): | | |
| Preferred stock - par value \$0.001; 10,000,000 shares authorized; no shares issued and outstanding | — | — |
| Common stock - par value \$0.001; 250,000,000 shares authorized; 131,212,706 and 99,784,982 issued and outstanding, respectively | 131,213 | 99,785 |
| Additional paid-in capital | 102,834,270 | 50,580,400 |
| Accumulated deficit | (64,498,612) | (52,113,313) |
| Total stockholder' equity (deficit) | 38,466,871 | (1,433,128) |
| Total liabilities and stockholders' equity (deficit) | \$43,065,789 | \$5,818,095 |

THERAPEUTICSMD, INC. AND SUBSIDIARIES
 CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS

| | Three Months Ended June 30, | | Six Months Ended June 30, | |
|--------------------|--------------------------------|---------------------|------------------------------|---------------------|
| | 2013 (Unaudited) | 2012 (Unaudited) | 2013 (Unaudited) | 2012 (Unaudited) |
| Revenues, net | \$ 2,080,885 | \$ 819,150 | \$ 3,618,080 | \$ 1,540,842 |
| Cost of goods sold | 463,606 | 372,370 | | |