

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**

June 9, 2022

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 5.07. Submission of Matters to a Vote of Security Holders.

At the 2022 annual meeting of stockholders (the “Annual Meeting”) of Agile Therapeutics, Inc. (the “Company”) held on June 9, 2022, the following proposals were submitted to the stockholders of the Company:

- Proposal 1: The election of three directors to serve as Class II directors until the Company’s 2025 annual meeting of stockholders and until their successors are duly elected and qualified.
- Proposal 2: Approval, on a non-binding advisory basis, of the 2021 compensation of our named executive officers.
- Proposal 3: Approval of an amendment to Agile Therapeutics, Inc.’s Amended and Restated 2014 Incentive Compensation Plan.
- Proposal 4: The ratification of the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2022.

For more information about the foregoing proposals, see the proxy statement filed by the Company with the Securities and Exchange Commission on April 29, 2022. Of the 146,741,862 shares of the Company’s common stock entitled to vote at the Annual Meeting, 78,982,445, or approximately 53.82% were represented at the meeting virtually in person or by proxy, constituting a quorum. The number of votes cast for, against, or withheld, as well as abstentions and broker non-votes, if applicable, in respect of each such proposal is set forth below:

Proposal 1: Election of Directors.

The Company’s stockholders elected the following three directors to serve as Class II directors until the Company’s 2025 annual meeting of stockholders and until their successors are duly elected and qualified. The votes regarding the election of the directors were as follows:

<u>Director</u>	<u>Votes For</u>	<u>Votes Withheld</u>	<u>Broker Non-Votes</u>
Sandra Carson, M.D. FACOG	34,958,134	7,153,217	36,871,094
Seth H.Z. Fischer	34,653,126	7,458,225	36,871,094
Josephine Torrente	31,557,528	10,553,823	36,871,094

Proposal 2: Advisory Non-Binding Vote on 2021 Executive Compensation.

The Company’s stockholders approved, on a non-binding advisory basis, the 2021 compensation of our named executive officers. The votes regarding this proposal were as follows:

<u>Votes For</u>	<u>Votes Against</u>	<u>Votes Abstaining</u>	<u>Broker Non-Votes</u>
35,598,524	6,189,341	323,486	36,871,094

Proposal 3: Approval of an amendment to Agile Therapeutics, Inc.'s Amended and Restated 2014 Incentive Compensation Plan

Votes For	Votes Against	Votes Abstaining	Broker Non-Votes
35,745,234	5,966,010	400,107	36,871,094

The Company's stockholders approved an amendment to the Company's Amended and Restated 2014 Incentive Compensation Plan. The votes regarding this proposal were as follows:

Proposal 4: Ratification of Appointment of Ernst & Young LLP.

The Company's stockholders ratified the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022. The votes regarding this proposal were as follows:

Votes For	Votes Against	Votes Abstaining
75,213,682	3,277,982	490,781

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: June 10, 2022

By: /s/ Alfred Altomari

Name: Alfred Altomari

Title: Chairman and Chief Executive Officer
