

Company Update
August 18, 2014
SPECIALTY PHARMACEUTICALS

Equity Research

Irina Rivkind Koffler 212-915-1237 irivkind@cantor.com

Agile Therapeutics, Inc. (AGRX-\$7.36)

Rating: BUY

Target Price: \$17.00

Expense Containment & Twirla Progress; Maintain BUY and \$17 PT

REV 2013A	<u>1Q</u> —	<u>2Q</u>	<u>3Q</u>	4Q —		
2014E 2015E	0.0A —	0.0A —	0.0E —	0.0E —		
EPS 2013A	<u>1Q</u>	<u>2Q</u>	<u>3Q</u>	<u>4Q</u>		
2014E	0.09A	` /	(0.37)E	(0.50)E		
Prev 2015E	_	(0.53)E —	(0.51)E	(0.64)E —		
FY DEV	2013A	2014		015E		
REV EPS	0.0A (0.29)A	0.0E (1.02		0E .51)E		
Prev	_	(1.70))E —			

- Conservative spending beats expectations in 2Q:14: Agile generated no revenue in the quarter, and recorded a loss per share of (\$0.46) versus FactSet consensus estimates of (\$0.37) and our estimate of (\$0.53). Operating expenses were much lower than the Street anticipated, resulting in a theoretical "beat" on the net loss. However, the actual EPS loss came in above consensus due to the Street's usage of a higher pro-forma share count in calculating EPS. We like the conservative spend by management coupled with a timely trial start. As a result, we have lowered our expense estimates in 2014. Agile finished the quarter with cash and cash equivalents of \$53.5 million, which management believes is sufficient to fund operations through 1Q:16. We reiterate our BUY rating and \$17 PT, which are based on DCF analysis.
- The clinical program is tightly managed and enrollment is expected to complete in 1Q:15: The company confirmed it is on schedule, with enrollment of its first Twirla contraceptive patch patient expected in the third quarter. Management has 50 clinical sites screening patients and is monitoring all elements of the study via an electronic dashboard on a daily basis (which allows for tighter oversight of a typical contraceptive user population relative to the first trial). On the manufacturing front, the company is working with Corium International on commercial scale-up of manufacturing capabilities, and expects to complete validation and expansion of the manufacturing facilities by the end of 2016 (prior to launch). We expect Agile to submit its response to its CRL in 1H:16 followed by a 6-month FDA review and approval by year-end. We model launch in early 2017. Finally, management now expects to have seven Orange Book listed patents for Twirla, an increase from the five we initially contemplated in our initiation report (*Reinventing the Contraceptive Patch: Initiating Coverage with a BUY Rating and \$17 PT*, dated 6/17/14).
- An easy story with a lot to like: (1) Twirla will compete in a large and lucrative contraceptive market that has experienced accelerated growth due to the passage of the Affordable Care Act. (2) We believe that a contraceptive patch would generate significant patient and physician demand given that J&J's Ortho Evra quickly attained 10% market share before safety concerns about its estrogen exposure led to the brand's decline. (3) Even under conservative risk-adjusted assumptions, we believe that Twirla can attain over \$300 million in peak sales. (4) We like category pricing in contraceptives. (5) There has been significant M&A activity in women's health, which should also benefit Agile, in our view.

Current Statistics

Market Cap (\$Mil)	\$136.8	Float Shares (Mil):	18.600
Avg. Daily Trading Volume (3 mo.):	NA		
Shares Out (Mil):	18.593		



EARNINGS SUMMARY:

We summarize 2Q:14 earnings in Exhibit 1 below.

Exhibit 1: Agile 2Q:14 Earnings

	9			Q/Q	
	2Q:14E	2Q:14A	% Variance	Growth	Comments
Revenues	0.00	0.00	NM	NM	
Total Revenues	0.00	0.00	NM	NM	FactSet Consensus \$0.00
COGS	0.00	0.00	NM	NM	
Gross Profit	0.00	0.00	NM	NM	
SG&A	1.80	1.10	-38.7%	4.8%	
R&D	5.00	2.39	-52.2%	71.5%	
Other	0.00	0.00	NM	NM	
EBIT	-6.80	-3.49	NM	NM	
Interest and Other Income	-0.34	-0.22	NM	NM	
Pre-tax income	-7.14	-3.72	NM	NM	
Income tax expense	0.00	0.00	NM	NM	
Net Income	-7.14	-3.72	NM	NM	
Diluted shares	13.51	8.00	-40.8%	-17.5%	
Operating EPS	(\$0.53)	(\$0.46)	NM	NM	FactSet Consensus \$(0.46)

Source: Company reports, Cantor Fitzgerald estimates, and FactSet consensus

Valuation

We value Agile Therapeutics via discounted cash flow analysis (DCF) to attain our \$17 price target. We employ a weighted average cost of capital of 13% to account for the clinical risk in the program along with a 1% terminal growth rate. We use similar valuation metrics in other clinical stage companies in our universe such as Evoke Pharma and Eagle Pharmaceuticals.

Risks

- (1) Clinical risk in the conduct of the pivotal Phase III trial of Twirla and obtaining a Pearl Index that is acceptable to FDA for approval. We have risk-adjusted the probability of a positive outcome by 60%.
- (2) The Affordable Care Act may steer patients to generic forms of Ortho Evra rather than the Twirla patch.
- (3) The Twirla commercial ramp may be slower than expected.
- (4) Life-cycle extension programs carry clinical risk.
- (5) The company may need to raise additional funds in mid-2015 to finance its pipeline program.



Exhibit 2: Agile Income Statement (dollars in millions)

	2012	2013	1Q:14A	2Q:14A	3Q:14E	4Q:14E	2014E	2015E	2016E	2017E	2018E	2019E	2020E	2021E
Revenues:														
Revenue	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	35.4	111.7	195.7	246.8	285.4
Total revenues	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	35.4	111.7	195.7	246.8	285.4
Operating expenses:														
COGS	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	2.5	7.9	14.1	18.4	22.1
Gross Profit	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	33.0	103.8	181.7	228.4	263.3
R&D	17.4	9.2	1.4	2.4	5.0	7.0	15.8	25.0	26.3	27.6	28.9	30.4	31.9	33.5
SG&A	5.9	3.6	1.1	1.1	1.3	1.7	5.2	10.0	15.0	55.0	68.8	79.1	87.0	95.7
Other	0.0	0.0	0.4	0.0	0.0	0.0	0.4	0.0	0.0	0.0	0.0	0.0	0.0	1.0
Total operating expenses	23.3	12.7	2.81	3.5	6.3	8.7	21.3	35.0	41.3	82.6	97.7	109.5	118.9	130.2
Operating income (Loss)	(23.3)	(12.7)	(2.8)	(3.5)	(6.3)	(8.7)	(21.3)	(35.0)	(41.3)	(49.6)	6.2	72.2	109.6	133.1
Interest income	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.4	0.6	0.7	0.2	0.3	1.0	0.0
Interest expense	(0.1)	(1.5)	0.0	(0.4)	(0.6)	(0.6)	(1.5)	(1.1)	(0.7)	(0.7)	(0.2)	(0.2)	(0.2)	0.0
Change in fair value of warrant liability	0.2	(0.1)	0.0	0.2	0.0	0.0		0.0	0.0	0.0	0.0	0.0	0.0	1.0
Other income (expense), net	0.1	(1.6)	0.0	(0.2)	(0.5)	(0.5)	(1.3)	(0.7)	(0.1)	0.1	(0.1)	0.1	0.7	1.0
Pretax Income	(23.3)	(14.3)	(2.8)	(3.7)	(6.8)	(9.2)	(22.6)	(35.7)	(41.4)	(49.5)	6.1	72.3	110.3	134.1
Tax Rate	NA	NA	NA	NA	NA	NA	NA	NA	0%	0%	39%	39%	39%	39%
Tax expense	0.0	0.0	(3.7)	0.0	0.0	0.0	(3.7)	0.0	0.0	0.0	2.4	28.2	43.0	52.3
Beneficial conversion charge	(0.6)	0.0	0.0	0.0										
Net income	(23.9)	(14.3)	0.8	(3.7)	(6.8)	(9.2)	(19.0)	(35.7)	(41.4)	(49.5)	3.7	44.1	67.3	81.8
Weighted average common shares (diluted)	39.5	49.5	9.7	8.0	18.6	18.6	18.6	23.6	27.6	29.0	30.4	32.0	33.5	35.2
Diluted EPS	(\$0.60)	(\$0.29)	\$0.09	(\$0.46)	(\$0.37)	(\$0.50)	(\$1.02)	(\$1.51)	(\$1.50)	(\$1.71)	\$0.12	\$1.38	\$2.01	\$2.32
Concent	sus Revenue				\$0.0	\$0.0	\$0.0	\$0.0	\$20.9					
	sensus EPS				(\$0.46)	(\$0.47)	(\$1.28)	(\$1.17)	(\$1.40)					
55					(401.10)	(40111)	(+1.20)	(+)	(•)					
Margin Analysis	2012	2013	1Q:14A	2Q:14A	3Q:14E	4Q:14E	2014E	2015E	2016E	2017E	2018E	2019E	2020E	2021E
Gross Margin	-	-	-	-	-	-	-	-	-	93.1%	93.0%	92.8%	92.5%	92.3%
COGS	-	-	-	-	-	-	-	-	-	6.9%	7.0%	7.2%	7.5%	7.7%
SG&A	-	-	-	-	-	-	-	-	-	155.2%	61.5%	40.4%	35.2%	33.5%
R&D	-	-	-	-	-	-	-	-	-	77.8%	25.9%	15.5%	12.9%	11.7%
Operating Margin	-	-	-	-	-	-	-	-	-	-139.9%	5.5%	36.9%	44.4%	46.7%
Net Income Margin	-	-	-	-	-		-	-	-	-139.8%	3.3%	22.5%	27.3%	28.7%
Growth (Y/Y)	2012	2013	1Q:14A	2Q:14A	3Q:14E	4Q:14E	2014E	2015E	2016E	2017E	2018E	2019E	2020E	2021E
Net Sales	-	-	-	-	-	-	-	-	-	-	215%	75%	26%	16%
SG&A	-	-40%	-	-	-	-	44%	94%	50%	267%	25%	15%	10%	10%
R&D	-	-47%	-	-	-	-	72%	58%	5%	5%	5%	5%	5%	5%
EBIT	-	-45%	-	-	-	-	-	-	-	-	-	1072%	52%	22%
Interest income (expense)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Tax	-	-	-	-	-	-	-	-	-	-	-	1084%	53%	22%
Net Income	-	-	-	-	-	-	-	-	-	-	-	1084%	53%	22%
Diluted EPS	-	-	-		-	-	-	-	-	-	-	1028%	45%	16%

Source: Company reports, Cantor Fitzgerald estimates, and FactSet Consensus



Exhibit 3: Agile Sales Estimates (dollars in millions)

	2012	2013	1Q:14E	2Q:14A	3Q:14E	4Q:14E	2014E	2015E	2016E	2017E	2018E	2019E	2020E	2021E
Products														
Twirla														
Sales	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	59.1	186.2	326.2	411.4	475.6
Growth											215%	75%	26%	16%
Risk Adjustment = 60%	60%	60%	60%	60%	60%	60%	60%	60%	60%	60%	60%	60%	60%	60%
Risk-Adjusted Twirla Sales	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	35.4	111.7	195.7	246.8	285.4
Pipeline														
AG200-ER														
Sales	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
AG200-SP														
Sales	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
AG890														
Sales	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Total Agile Revenues	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	35.4	111.7	195.7	246.8	285.4
Growth											215%	75%	26%	16%
COGS														
Product Sales	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	35.4	111.7	195.7	246.8	285.4
COGS Estimate	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	6.9%	7.0%	7.2%	7.5%	7.7%
Total COGS	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	2.5	7.9	14.1	18.4	22.1

Source: Company reports, and Cantor Fitzgerald estimates



Company Description

Agile is a development-stage specialty pharmaceutical company focused on the women's contraceptive market. The company's lead pipeline product is Twirla, a low-dose, estrogen contraceptive patch that is expected to launch in 2017.

Companies Mentioned:

Corium International, Inc. (CORI - NASDAQ): NC Eagle Pharmaceuticals Inc. (EGRX - NASDAQ): BUY Evoke Pharma, Inc. (EVOK - NASDAQ): BUY Johnson & Johnson (JNJ - NYSE): NC

Disclosures Appendix

Analyst Certification

The analyst primarily responsible for this research report, and whose name appears on the front cover, certifies that: (i) all of the views expressed in this research report accurately reflects his or her personal views about any and all of the subject securities or issuers featured in this report; and (ii) no part of any of the research analyst's compensation was, is, or will be, directly or indirectly related to the specific recommendations or views expressed by the research analyst in this report.

Legal Disclosures

Lead or Co-manager: Cantor Fitzgerald and/or its affiliates, has acted as lead or co-manager in a public offering of equity and/or debt securities for Agile Therapeutics, Inc. within the last 12 months

Investment banking (last 12 months): Cantor Fitzgerald and/or its affiliates has received compensation for investment banking services in the last 12 months from Agile Therapeutics, Inc..

Investment banking (next 3 months): Cantor Fitzgerald and/or its affiliates, expect to receive, or intend to seek, compensation for investment banking services within the next three months from all of the companies referenced within this report.

Cantor Fitzgerald and/or its affiliates is a market maker in Agile Therapeutics, Inc..

Lead or Co-manager: Cantor Fitzgerald and/or its affiliates, has acted as lead or co-manager in a public offering of equity and/or debt securities for Eagle Pharmaceuticals Inc. within the last 12 months

Investment banking (last 12 months): Cantor Fitzgerald and/or its affiliates has received compensation for investment banking services in the last 12 months from Eagle Pharmaceuticals Inc..

Cantor Fitzgerald and/or its affiliates is a market maker in Eagle Pharmaceuticals Inc..

Cantor Fitzgerald and/or its affiliates and/or its officers, directors and employees may be a market maker or hold a position in any instrument or related instrument discussed in this report.

Cantor Fitzgerald and/or its affiliates has received compensation for banking-related services from Evoke Pharma, Inc. within the last 12 months.

Lead or Co-manager: Cantor Fitzgerald and/or its affiliates, has acted as lead or co-manager in a public offering of equity and/or debt securities for Evoke Pharma, Inc. within the last 12 months

Investment banking (last 12 months): Cantor Fitzgerald and/or its affiliates has received compensation for investment banking services in the last 12 months from Evoke Pharma, Inc..

Cantor Fitzgerald's rating system

BUY: We have a positive outlook on the stock based on our expected 12 month return relative to its risk. The expected return is based on our view of the company and industry fundamentals, catalysts, and valuation. We recommend investors add to their position.

HOLD: We have a neutral outlook on the stock based on our expected 12 month return relative to its risk. The expected return is based on our view of the company and industry fundamentals, catalysts, and valuation.

SELL: We have a negative outlook on the stock based on our expected 12 month return relative to its risk. The expected return is based on our view of the company and industry fundamentals, catalysts, and valuation. We recommend investors reduce their position.

NC: Not Covered. Cantor Fitzgerald does not provide an investment opinion or does not provide research coverage on this stock.

Prior to September 12, 2006, Cantor Fitzgerald had the below ratings:

BUY - denotes stocks that we expect will provide a total return (price appreciation plus yield) of 15% or more over a 12-month period. a BUY rated stock is expected to outperform the total average return of analyst's industry coverage universe on a risk adjusted basis.

HOLD - denotes stocks that we suggest will provide a total return or total negative return of up to 15% over 12-month period. A HOLD rated stock is expected to perform in-line with the total average return of the analyst's industry coverage universe on a risk adjusted basis.

SELL - denotes stocks that we expect to provide a total negative return of more than 15% over a 12 month period. A SELL rated stock is expected to underperform the total average return of the analyst's industry coverage universe on a risk adjusted basis.

NC - Not Covered. Cantor Fitzgerald does not provide research coverage on this company.

Other Disclosures

This report is for informational purposes only and is based on publicly available data believed to be reliable, but no representation is made that such data are accurate or complete. Opinions and projections contained herein reflect our opinion as of the date of this report and are subject to change. Pursuant to Cantor Fitzgerald's policy, the author of this report does not own shares in any company he/she covers.



Disclosures for UK investors

This material is approved for distribution in the United Kingdom by Cantor Fitzgerald Europe ("CFE"). CFE is authorised and regulated by the Financial Conduct Authority ("FCA"). While we believe this information and the materials upon which this information was based is accurate, except for any obligations under the rules of the FCA, we do not guarantee its accuracy. This material is only intended for use by eligible counterparties or professional clients who fall within articles 19 or 49 of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2001 and not the general investing public. None of the investments or investment services mentioned or described herein are available to other persons in the U.K and in particular are not available to "retail clients" as defined by the rules of the FCA.

Disclosure for Canadian Institutional Investors

This research report was prepared by analysts of Cantor Fitzgerald & Co. and not by Cantor Fitzgerald Canada Corporation. As a result, this report has not been prepared subject to Canadian Disclosure requirements. Cantor Fitzgerald Canada may distribute research reports prepared by its affiliates.

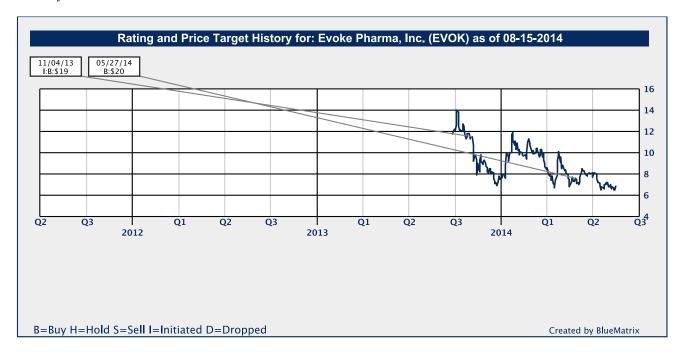
Risks

The financial instruments discussed in this report may not be suitable for all investors and investors must make their own investment decisions based on their specific investment objectives. Past performance should not be taken as an indication or guarantee of future performance. The price, value of and income from, any of the financial instruments featured in this report can rise as well as fall and be affected by changes in economic, financial and political factors. If a financial instrument is denominated in a currency other than the investor's currency, a change in exchange rates may adversely affect the price or value of, or income derived from, the financial instrument, and such investors effectively assume currency risk. In addition, investors in securities such as ADRs, whose value is affected by the currency of the home market of the underlying security, effectively assume currency risk.









Distribution of Ratings/Investment Banking Services (IB) as of 08/18/14 Cantor

IB Serv./Past 12 Mos. Rating Count Percent Count Percent BUY [B] HOLD [H] 27.16 81 59.56 22 33.09 7 45 15.56 SELL [S] 10 7.35 1 10.00