FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
vvasiliigton,	D.C.	20040

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average	e burden								
hours per respons	e· 0.5								

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

Progrys, Inc.   PGNY						_		. ,				2011party Act	01 10-10								
Common Stock						2. Issuer Name <b>and</b> Ticker or Trading Symbol Progyny, Inc. [ PGNY ]									(Che	ck all app	licable)	.,			
Common Stock																					
Common Stock   03/30/2021   Set	(Last)	(Fi	ret) (	Middle	<i>)</i>	3. D	ate of E	arliest	Tran	sactior	ı (Mor	nth/Day/Year)						Э			
Street   NEW YORK   NY   10018		•	,	iviidaic	•)	03/3	30/202	1									,			,	
A																					
Size   NEW YORK   NY   10018	1359 BR	OADWAY,	2ND FL			4. If	Amend	ment, D	ate	of Orig	jinal F	iled (Month/D	ay/Year)	)			Joint/Gro	up Filii	ng (Check	Applicable	
New York   NY	(Street)														′		filed by O	ne Rei	portina Pe	rson	
Table   - Non-Derivative   Securities   Acquired   Disposed of, or Beneficially   Owned	NEW YO															Form	filed by M				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Transaction Date (Month/Day/Year)	(City)	(St	ate) (	Zip)																	
Date (Month/Day/Year)   Date			Table	I - N	lon-Deriva	tive	Secu	rities	Ac	quire	d, D	isposed o	f, or E	Benef	iciall	y Own	ed				
Common Stock   03/30/2021   S(1)   S(1)   1,641   D   \$43.71(4)   385,084   I   See footmote(3)	1. Title of Security (Instr. 3)		Date		Execution Date, ar) if any		•,	Transaction Code (Instr.					Securiti Benefici	Securities Beneficially Owned Following	Form: Direct (D) or Indirect		Indirect Beneficial				
Common Stock									Ī	Code	v	Amount	(A) or (D)	Price		Transaction(s)					
Common Stock	Common	Stock			03/30/20	21				S <sup>(1)</sup>		3,275	D	\$43.	14(2)	386	,725		I	See footnote <sup>(3)</sup>	
Common Stock	Common Stock 03/30/202		21				S <sup>(1)</sup>		1,641	D	\$43.	71(4)	385	,084		I	See footnote <sup>(3)</sup>				
Common Stock    03/31/2021   Still   2,370   D   \$43,769   382,630   T   footnote(3)   Common Stock   03/31/2021   Still   2,630   D   \$44,476   380,000   T   See footnote(3)   Common Stock   Still   Still   See footnote(3)   Common Stock   Still   Sti	Common Stock 03/30/202		21	21			S <sup>(1)</sup>		84	D	\$4	4.4	385	385,000		I	See footnote <sup>(3)</sup>				
Common Stock  Common Stock  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)  Perivative Security  Security  Security  Amount of Security  Security  Security  Amount of Securities Acquired (A) or Derivative Securities Acquired (Month/Day/Year)  Amount of Securities Securities Acquired (Month/Day/Year)  Securities (Month/Day/Year)  Amount of Securities Securities Securities Acquired (Month/Day/Year)  Amount of Securities Securities Securities (Instr. 3)  Amount of Securities Securities Securities Securities Securities (Instr. 4)  Amount of Securities S	Common	Stock			03/31/20	21				S <sup>(1)</sup>		2,370	D	\$43	.7 <sup>(5)</sup>	382	,630		I	See footnote <sup>(3)</sup>	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities Acquired (e.g., puts, calls, warrants, options, convertible securities)  2. Conversion of Exercise Price of Derivative Security (Instr. 3)  (Instr. 3)  2. Conversion of Exercise Price of Derivative Securities (Month/Day/Year)  (Instr. 4)  4. Transaction Code (Instr. By)  (Instr. 3, 4 and 5)  Amount of Security (Instr. 5)  (Instr. 4)  Amount of Securities (Instr. 5)  (Instr. 4)  Amount of Security (Instr. 5)  (Instr. 4)  Amount of Securities (Instr. 5)  (Instr. 4)  Amount of Securities (Instr. 4)  Amount of Securities (Instr. 4)  Transaction (Instr. 4)  Transaction Date (Indirect Form: Disposed of (D) (Instr. 3, 4 and 5)  The footnote(7)  Transaction Date (Indirect Form: Disposed of (D) (Instr. 3, 4 and 4)  Transaction (Instr. 4)  Transaction Date (Indirect Form: Disposed of (D) (Instr. 4)  Transaction (Instr. 4)  Transaction Date (Indirect Form: Disposed of (D) (Instr. 4)  Transaction (Instr. 4)  Tritle and Amount of Securities (Instr. 5)  Transaction (Instr. 4)  Tritle and Amount of Securities (Instr. 5)  Transaction (Instr. 4)  Tritle and Amount of Securities (Instr. 5)  Transaction (Instr. 4)  Transaction (Instr. 4)  Tritle and Amount of Securities (Instr. 5)  Transaction (Instr. 4)  Tritle and Amount of Securities (Instr. 5)  Tritle and Amount of Securities (Instr. 4)  Tritle a	Common Stock 03/3		03/31/20	2021				S <sup>(1)</sup>		2,630	D	\$44.	.47 <sup>(6)</sup> 38		80,000		Ι	See footnote <sup>(3)</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)  Price of Derivative Security Security  1. Title of Derivative Security Security Security Security Security Security Securities Acquired (A) or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities (Instr. 3)  1. Title of Derivative Securities (Instr. 3)  2. Conversion or Exercise Price of Derivative Securities (Month/Day/Year) Security Securities (Month/Day/Year) Security (Instr. 5) Security (Instr. 5) Security (Instr. 4)  Amount or Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)  Table II - Derivative Securities Acquired (A) or Date Exercisable and Expiration Date (Instr. 4)  Security (Instr. 5)  Amount or Number of Amount or Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)  Table II - Derivative Securities Acquired (Month/Day/Year)  Security (Instr. 5)  Amount or Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)  Security (Instr. 5)  Amount or Number of Amount or Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Common	Stock														528	,446		D		
1. Title of Derivative Security (Instr. 3)  Price of Derivative Security Securities Security Securities Secu	Common Stock													122,493			I	See footnote <sup>(7)</sup>			
1. Title of Derivative (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  1. Title of Date (Month/Day/Year)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  2. Conversion or Exercise (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Code (Instr. 8)  4. Transaction of Execution Date (Month/Day/Year)  5. Number of Execution Date (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Securities Underlying Derivative Security (Instr. 3)  8. Price of Derivative Securities (Instr. 5)  8. Price of Derivative Securities (Instr. 4)  9. Number of Amount of Securities (Instr. 5)  9. Number of Amount of Securities (Instr. 4)  9. Number of Omerivative (Instr. 4)  9. Number of Omerivati			Ta	ble I	l - Derivati (e.g., pu	ve S its, c	ecurit	ties A varra	cqı nts	uired , opti	, Dis	posed of, convertil	or Be	nefic curiti	ially es)	Owne	d				
Derivative Security (Instr. 3) Price of Derivative Security Security    Code   V   (A)   (D)   (Date Securitation Securitation Securition Date (Month/Day/Year)   (Mo	1. Title of	2.	3. Transaction	3A. I			-			<del></del>			_		÷	Price of	9. Numbe	er of	10.	11. Nature	
Code V (A) (D) Exercisable Date Title Shares	Derivative Conversion Date Security or Exercise (Instr. 3) Price of Derivative Execution Date, if any (Month/Day/Year)		Transaction Code (Instr.		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration (Month/Day		Date	Amount of Securities Underlying Derivative Security (In		De Se (In:	Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported Transaction	e s illy	Ownershi Form: Direct (D) or Indirect	of Indirect Beneficia Ownershi oct (Instr. 4)				
Explanation of Responses:						Code	v	(A)	(D)					or Numb of	er						
	Explanation	n of Respon	ses:				-			•		*	•							•	

- $1. \ Shares sold \ pursuant \ to \ a \ Rule \ 10b5-1 \ trading \ plan \ entered \ into \ on \ March \ 11, \ 2020.$
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$42.38 to \$43.37, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2), (4), (5) and (6).
- 3. The reportable securities are directly held by Norman C. Payson and Melinda B. Payson, Trustees of The Norman C. and Melinda B. Payson Revocable Trust.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.385 to \$44.34 inclusive.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.095 to \$44.08 inclusive.
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$44.11 to \$44.83 inclusive.
- 7. The reportable securities are directly held by EVO Eagle, LLC. The Reporting Person shares voting and dispositive power over the securities.

/s/ Jennifer Bealer, Attorneyin-Fact

03/31/2021

\*\* 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.

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