

FORM 4

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

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * WENNINGER RICHARD E		2. Issuer Name and Ticker or Trading Symbol FEMALE HEALTH CO [FHCO]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) THE FEMALE HEALTH COMPANY, 855 WEST DEAN ROAD		3. Date of Earliest Transaction (Month/Day/Year) 01/08/2003			
(Street) MILWAUKEE, WI 53217		4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01 per share	01/08/2003 (5)		C		500,000	A	(4)	2,314,251 (3)	D (1)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title	Amount or Number of Shares
Convertible debenture	(4)	01/08/2003		C		500,000	(2)	01/08/2003	03/30/2004	Common Stock	500,000	(2)	\$ 0	0	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WENNINGER RICHARD E THE FEMALE HEALTH COMPANY 855 WEST DEAN ROAD MILWAUKEE, WI 53217	X	X		

Signatures

James Bedore, Attorney-in-fact	12/18/2003
<small>**Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

- * 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).
- (1) In addition to the 2,314,251 shares held directly, 5,000 shares are held indirectly by reporting person's spouse. Mr. Wenninger disclaims beneficial ownership of these shares.
- (2) The number of shares of common stock able to be purchased is determined by dividing \$250,000, the principal due under the debenture, by the conversion rate of \$0.50 (as determined in accordance with footnote 4 below).
- (3) Includes 4,878 shares of common stock of the issuer received by Mr. Wenninger in exchange for interest payments owed by the issuer on the convertible debenture held by Mr. Wenninger prior to the conversion of such debenture.

(4) The debenture contains a floating conversion rate that fluctuated, based upon the average market price of the issuer's common stock during the five day period preceding the date of the conversion notice, between \$0.50 and \$1.00. Based upon the average market price of the issuer's common stock during such five day period, the conversion rate was \$0.50.

(5) This Form 4 amends the reporting person's Form 4 originally filed on February 14, 2003.

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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