# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Washington, D.C. 20549

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

**OMM APPROVAL**

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1. **Name and Address of Reporting Person**
   - **POPE MICHAEL**
   - **FEMALE HEALTH CO**
   - 515 NORTH STATE STREET STE 2225
   - CHICAGO IL 60654

2. **Issuer Name and Ticker or Trading Symbol**
   - **FEMALE HEALTH CO [ FHCO ]**

3. **Date of Earliest Transaction (Month/Day/Year)**
   - **09/07/2012**

4. **If Amendment, Date of Original Filed (Month/Day/Year)**
   - **6.0**

5. **Relationship of Reporting Person(s) to Issuer**
   - Director
   - 10% Owner
   - **Officer (give title below)**
   - VP and General Manager

6. **Individual or Joint/Group Filing (Check Applicable Line)**
   - **Form filed by One Reporting Person**
   - Form filed by More than One Reporting Person

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock, par value $.01 per share</td>
<td>09/07/2012</td>
<td></td>
<td></td>
<td>S</td>
<td>30,446</td>
<td>D</td>
<td>$6.8762(1)</td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
</table>

**Explanation of Responses:**

1. The price reported above is the weighted average transaction price. The range of prices for such transactions is $6.85 to $6.94. Upon request by the Commission staff, the reporting person will provide full information regarding the number of shares sold at each separate price.

/s/ James M. Bedore, Attorney-in-fact

**Signature of Reporting Person**

Date: 09/10/2012

**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).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.