

WEISS ROBERT S  
Form 4  
June 06, 2011

**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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WEISS ROBERT S**

2. Issuer Name and Ticker or Trading Symbol  
**COOPER COMPANIES INC [COO]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**6140 STONERIDGE MALL ROAD, SUITE 590**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**06/06/2011**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**President and CEO**

**PLEASANTON, CA 94588**

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D) Code V Amount Price                                    |   |  |   |
| Common Stock                    | 06/06/2011                           |  | M                              | 54,000 A \$ 25.18   | 148,532   | D  |   |
| Common Stock                    | 06/06/2011                           |  | S                              | 35,109 D \$ 73.2  | 113,423   | D  |   |
| Common Stock                    | 06/06/2011                           |  | M                              | 54,000 A \$ 57.95   | 167,423   | D  |   |
| Common Stock                    | 06/06/2011                           |  | S                              | 47,995 D \$ 73.24 (2)   | 119,428   | D  |   |
| Common Stock                    |                                      |  |                                |   | 5,108   | I  | 401(k)  |

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

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(9-02)

**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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Options (Right to Buy)               | \$ 25.18   | 06/06/2011                           |  | M                              | 54,000  | <u>(1)</u> 10/23/2011                                    | Common Stock  | 54,000                     |
| Stock Options (Right to Buy)               | \$ 57.95   | 06/06/2011                           |  | M                              | 54,000  | 05/24/2011 10/23/2011                                    | Common Stock  | 54,000                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| WEISS ROBERT S<br>6140 STONERIDGE MALL ROAD<br>SUITE 590<br>PLEASANTON, CA 94588 | X             |           | President and CEO |       |

## Signatures

/s/ Robert S. Weiss  
06/06/2011

\*\*Signature of Reporting Person Date

## 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) Grant Date 10/26/99 Date Exer.: All shares granted under this option are currently exercisable.

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(2) Sale price represents an average of the selling prices between \$73.20 and 73.28.

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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