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KALKSTEIN MICHAEL

Form 4

December 14, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

may continue. See Instruction

1(b).

(Print or Type Responses)

12/13/2010

Stock

ZALIZCTEIN MICHAEL			2. Issuer Symbol	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
			COOPER COMPANIES INC [COO]				[COO]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(
			(Month/Day/Year)					_X_ Director 10% Owner			
			12/13/2010					Officer (give title Other (specify below)			
DRIVE, SU						below)					
(Street) 4. If Am				nendment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Mont				onth/Day/Year)				Applicable Line)			
PLEASANTON, CA 94588								_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative (Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Da	te 2A. Dee	med	3.	4. Securit	ies Ac	quired	5. Amount of	6.	7. Nature of	
Security (Month/Day/Year) Execution			on Date, if	n Date, if Transaction(A) or Disposed of (D)				Securities	Ownership	Indirect	
(Instr. 3)	nstr. 3) any (Month/Day/Year)			Code (Instr. 3, 4 and 5)			5)	Beneficially Form: Direct Beneficial Owned (D) or Ownership			
		(Monun)	Day/ 1 car)	(Instr. 8)				Following	Indirect (I)	Ownership (Instr. 4)	
						(A)		Reported	(Instr. 4)	(,	
						or		Transaction(s)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	12/13/2010			M	14,000	A	\$ 26.23	36,600	D		
Common	12/13/2010			C	14.000	D	\$	22 600	D		

14.000 D

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

S

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

22,600

57.83

D

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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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 26.23	12/13/2010		M	14,000	<u>(1)</u>	11/01/2012	Common Stock	14,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 3	Director	10% Owner	Officer	Other		
KALKSTEIN MICHAEL 6140 STONERIDGE MALL DRIVE SUITE 590 PLEASANTON, CA 94588	X					

Signatures

/s/ Michael H. 12/14/2010 Kalkstein **Signature of Reporting 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) Vests when average of closing prices during any 30 cal days after date of grant reaches \$28.86

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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