

COOPER COMPANIES INC

Form 4

March 17, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BENDER A THOMAS**

(Last) (First) (Middle)

**6140 STONERIDGE MALL DR.,  
SUITE 590**

(Street)

**PLEASANTON, CA 94588**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**03/15/2005**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

President &amp; CEO

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**

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	03/15/2005	03/15/2005	M		40,000	A	\$ 31.11	84,494	D
Common Stock	03/15/2005	03/15/2005	S		2,000	D	\$ 81	82,494	D
Common Stock	03/15/2005	03/15/2005	S		900	D	\$ 81	81,594	D
Common Stock	03/15/2005	03/15/2005	S		2,100	D	\$ 81.04	79,494	D
Common Stock	03/15/2005	03/15/2005	S		500	D	\$ 81.13	78,994	D

Edgar Filing: COOPER COMPANIES INC - Form 4

Common Stock	03/15/2005	03/15/2005	S	500	D	\$ 81.14	78,494	D	
Common Stock	03/15/2005	03/15/2005	S	4,000	D	\$ 81.2	74,494	D	
Common Stock	03/15/2005	03/15/2005	S	500	D	\$ 81.37	73,994	D	
Common Stock	03/15/2005	03/15/2005	S	1,000	D	\$ 81.6	72,994	D	
Common Stock	03/15/2005	03/15/2005	S	5,000	D	\$ 81.63	67,994	D	
Common Stock	03/15/2005	03/15/2005	S	2,000	D	\$ 81.65	65,994	D	
Common Stock	03/15/2005	03/15/2005	S	1,100	D	\$ 82.3	64,894	D	
Common Stock	03/15/2005	03/15/2005	S	400	D	\$ 82.34	64,494	D	
Common Stock	03/16/2005	03/16/2005	S	2,000	D	\$ 80.25	62,494	D	
Common Stock	03/16/2005	03/16/2005	S	5,300	D	\$ 80.3	57,194	D	
Common Stock	03/16/2005	03/16/2005	S	700	D	\$ 80.36	56,494	D	
Common Stock	03/16/2005	03/16/2005	S	1,000	D	\$ 80.4	55,494	D	
Common Stock	03/16/2005	03/16/2005	S	1,000	D	\$ 80.41	54,494	D	
Common Stock	03/16/2005	03/16/2005	S	3,700	D	\$ 80.5	50,794	D	
Common Stock	03/16/2005	03/16/2005	S	100	D	\$ 80.51	50,694	D	
Common Stock	03/16/2005	03/16/2005	S	200	D	\$ 80.52	50,494	D	
Common Stock	03/16/2005	03/16/2005	S	3,200	D	\$ 80.75	47,294	D	
Common Stock	03/16/2005	03/16/2005	S	800	D	\$ 80.79	46,494	D	
Common Stock	03/16/2005	03/16/2005	S	1,800	D	\$ 80.85	44,694	D	
Common Stock	03/16/2005	03/16/2005	S	200	D	\$ 80.88	44,494	D	
							5,666	I	Wife

Common  
Stock

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

**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 control number.**

SEC 1474  
(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)	8. Amount or Number of Shares
Stock Options (Right to buy)	\$ 31.11	03/15/2005	03/15/2005	M	40,000	<u>(1)</u> 09/24/2008	Common Stock	40,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENDER A THOMAS 6140 STONERIDGE MALL DR., SUITE 590 PLEASANTON, CA 94588	X		President & CEO	

## Signatures

Thomas Bender 03/17/2005

\_\_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) Vesting 50% upon achievement and the remaining 50% one year later

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.