#### **COOPER COMPANIES INC**

Form 4

September 11, 2014

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average

response...

burden hours per

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

may continue.

See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

ROSENBERG STEVEN				Symbol COOPER COMPANIES INC [COO] 3. Date of Earliest Transaction (Month/Day/Year) 09/11/2014				I	Issuer			
(Last) (First) (Middle) 6140 STONERIDGE MALL ROAD, SUITE 590			_					(Check all applicable)  _X_ Director 10% Owner Officer (give title below) Other (specify below)				
(Street) PLEASANTON, CA 94588			4. If Amendment, Date Original Filed(Month/Day/Year)				A - -	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own						lv Owned						
	1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		ed Date, if	3.	4. Securi oror Dispos (Instr. 3,	ties Ac	quired (A)	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)	
	Common Stock	09/11/2014			M	17,500	A	\$ 69.01	28,144	D		
	Common Stock	09/11/2014			S	10,692	D	\$ 160.462 (1)	17,452	D		
	Common Stock	09/11/2014			S	5,527	D	\$ 161.451 (2)	11,925	D		
	Common Stock	09/11/2014			S	1,281	D	\$ 162.185	10,644	D		

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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. 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)	\$ 69.01	09/11/2014		M	17,500	<u>(4)</u>	10/31/2015	Common Stock	17,500

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
ROSENBERG STEVEN						
6140 STONERIDGE MALL ROAD	X					

614 **SUITE 590** 

PLEASANTON, CA 94588

## **Signatures**

/s/ Steven 09/11/2014 Rosenberg

\*\*Signature of Date Reporting Person

### **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) The price represents an average of sale prices between \$160.04 and \$160.85.
- (2) The price represents an average of sale prices between \$161.00 and \$161.88.
- (3) The price represents an average of sale prices between \$162.00 and \$162.39.
- (4) Vests when average of closing prices during any 30 consecutive trading days after the date of grant reaches \$75.91.

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

Reporting Owners 2

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