#### **BENDER A THOMAS**

Form 4

January 15, 2010

### FORM 4

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

OMB Number: 3235-0287

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

Section 16.
Form 4 or
Form 5
obligations
may continue.

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

burden hours per response...

Estimated average

See Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** BENDER A THOMAS |  |                            | 2. Issuer Name <b>and</b> Ticker or Trading Symbol |  |                                    |       |                        | 5. Relationship of Reporting Person(s) to Issuer   |  |   |  |  |
|--|--|----------------------------|--|--|------------------------------------|-------|------------------------|--|--|---|--|--|
|  |  | COOPER COMPANIES INC [COO] |  |  |                                    |       | (Check all applicable) |  |  |   |  |  |
| (Last)   | (First) (I   | Middle)                    | 3. Date of Earliest Transaction                    |  |                                    |       |                        |  |  |   |  |  |
| (140 000) (50 000)   |  |                            | (Month/Day/Year)                                   |  |                                    |       |                        | X_ Director 10% Owner<br>Officer (give title Other (specify  |  |   |  |  |
| 6140 STONERIDGE MALL DR.,<br>SUITE 590                     |  |                            | 01/15/2010   |  |                                    |       |                        | below) below)  |  |   |  |  |
|  | (Street)   |                            |  | 4. If Amendment, Date Original         |                                    |       |                        |  | 6. Individual or Joint/Group Filing(Check                            |   |  |  |
|  |  |                            |  | th/Day/Year                            | )                                  |       |                        | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting                      |  |   |  |  |
| PLEASANTON, CA 94588                                       |  |                            |  |  |                                    |       |                        | Person   |  |   |  |  |
| (City)   | (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                            |  |  |                                    |       |                        |  | ly Owned   |   |  |  |
| 1.Title of<br>Security<br>(Instr. 3)                       | 2. Transaction Date<br>(Month/Day/Year)  |                            | Date, if   | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Security on(A) or Di (Instr. 3, | spose | d of (D)               | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
| Common<br>Stock  | 01/15/2010   |                            |  | S                                      | 5,000                              | D     | \$<br>38.28            | 65,094   | D  |   |  |  |
| Common<br>Stock  |  |                            |  |  |                                    |       |                        | 5,666  | I  | Wife  |  |  |

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

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SEC 1474

(9-02)

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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 | 2.          | 3. Transaction Date |                    | 4.<br>T    | 5.         | 6. Date Exerc |                 | 7. Title              |          | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-----------------|-----------------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D  | ate             | Amou                  | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)           | Under                 | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |                 | Securi                | ties     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities |               |                 | (Instr.               | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |                 |                       |          |             | Follo  |
|             |             |                     |                    |            | (A) or     |               |                 |                       |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |                 |                       |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |                 |                       |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |                 |                       |          |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |                 |                       |          |             |        |
|             |             |                     |                    |            |            |               |                 |                       |          |             |        |
|             |             |                     |                    |            |            |               |                 |                       | Amount   |             |        |
|             |             |                     |                    |            |            | Date          | Expiration Date | or<br>Title Nun<br>of |          |             |        |
|             |             |                     |                    |            |            | Exercisable   |                 |                       | Number   |             |        |
|             |             |                     |                    |            |            | Exercisable   |                 |                       | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |                 |                       | Shares   |             |        |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BENDER A THOMAS 6140 STONERIDGE MALL DR., SUITE 590 X PLEASANTON, CA 94588

# **Signatures**

/s/ A. Thomas Bender 01/15/2010

\*\*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).

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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