### Edgar Filing: Midlock Eugene J - Form 4

Form 4	ene J									
December 16	, 2011									
FORM 4 LINITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL		
	UNITEDS	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						3235-0287		
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin	uant to Section 16 ) of the Public Ut	F CHANGES IN BENEFICIAL OW SECURITIES Section 16(a) of the Securities Exchang Public Utility Holding Company Act of of the Investment Company Act of 194				burden hou response	Estimated average burden hours per			
See Instruction 1(b).	ction	50(ii) of the fill	vestment	company	Act of 1	740				
(Print or Type R	esponses)									
1. Name and Ac Midlock Eug	Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol COOPER COMPANIES INC [COO]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Mi	iddle) 3. Date of	3. Date of Earliest Transaction			(Check all applicable)				
6140 STONI ROAD, SUI		(Month/Day/Year) 12/14/2011				Director 10% Owner X Officer (give title Other (specify below) below) Sr. VP and CFO				
	(Street) 4. ] Fil			e Original		<ol> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ol>				
PLEASANT	ON, CA 94588						More than One R			
(City)	(State) (Z	Zip) Table	e I - Non-Do	erivative S	ecurities A	cquired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactic Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(D) Price	0	D			
Stock Common Stock						10,822	Ι	Trust (4)		

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

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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. Transacti Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)				8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 <u>(2)</u>	12/14/2011		А	4,741	<u>(1)</u>	(3)	Common Stock	4,741	\$

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Midlock Eugene J 6140 STONERIDGE MALL ROAD SUITE 590 PLEASANTON, CA 94588			Sr. VP and CFO			
Signatures						

/s/ Eugene J. 12/15/2011 Midlock

<u>\*\*</u>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 12/14/11 RSU Vesting Date: The grant vests in equal portions on the following dates: 1/8/13, 1/8/14, 1/8/15 and 1/8/16.
- (2) RSU Exercise Price: There is no exercise price associated with the grant of Restricted Stock Units.
- (3) RSU Expiration Date: This award has no expiration date. Units will either vest or be forfeit.
- (4) Includes 5,000 shares previously owned directly which were contributed to the Trust on April 30, 2010.

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.