

COOPER COMPANIES INC  
Form 3/A  
September 14, 2006

**FORM 3** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

|   |         |                                      |   |  |
|---|---------|--------------------------------------|---|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                              |  |
| Â FRUTH JOHN D                            |         | (Month/Day/Year)                     | COOPER COMPANIES INC [COO]  |  |
| (Last)                                    | (First) | (Middle)                             | 01/06/2005  |  |
| 737 SHILOH CANYON ROAD                    |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                                |  |
| (Street)                                  |         |                                      | (Check all applicable)  |  |
| SANTA ROSA, Â CA Â 95403                  |         |                                      | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner |  |
| (City)                                    | (State) | (Zip)                                | <input type="checkbox"/> Officer <input type="checkbox"/> Other                 |  |
|   |         |                                      | (give title below) (specify below)  |  |
|   |         |                                      | 5. If Amendment, Date Original Filed(Month/Day/Year)                            |  |
|   |         |                                      | 01/06/2005  |  |
|   |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)                      |  |
|   |         |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person          |  |
|   |         |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person           |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 1,374,830 <sup>(1)</sup>                              | D  | Â   |
| Common Stock                    | 28,896 <sup>(1)</sup>                                 | I  | 2002 Charitable Trust                                 |
| Common Stock                    | 13,557 <sup>(1)</sup> <sup>(2)</sup>                  | I  | 2004 Family Trust                                     |
| Common Stock                    | 486,952 <sup>(1)</sup>                                | I  | Shiloh Investments, LLC                               |

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 5. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--|--|--|---|
|   | Date<br>Exercisable  | Expiration<br>Date   | Title  | Amount or<br>Number of<br>Shares   |   |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| FRUTH JOHN D<br>737 SHILOH CANYON ROAD<br>SANTA ROSA, CA 95403 | X             |           |         |       |

## Signatures

John D Fruth                      09/14/2006

\_\_Signature of                      Date  
Reporting Person

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (2) Shares not previously reported on Form 3 due to a clerical discrepancy in ownership records at the time of the Company's acquisition of Ocular Sciences, Inc. and Mr. Fruth's concurrent appointment as a director.
- (1) Represents shares acquired in the conversion of Ocular Sciences, Inc. ("OSI") common stock of The Cooper Companies, Inc. ("TCC") upon closing of merger by and between OSI, TCC Acquisition Corp. and TCC.

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.