

COOPER COMPANIES INC  
 Form 3  
 February 03, 2014

**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 Golden Randal		(Month/Day/Year)	COOPER COMPANIES INC [COO]	
(Last)	(First)	(Middle)	02/01/2014	
6140 STONERIDGE MALL		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
ROAD, SUITE 590				
(Street)		(Check all applicable)		
PLEASANTON,Â CAÂ 94588		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below) General Counsel		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
(City)	(State)	(Zip)		

**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	2,801	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)  Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	12/10/2023	Common Stock	4,792	\$ 119.89	D	Â
Restricted Stock Units	Â (2)	Â (3)	Common Stock	612	\$ (4)	D	Â
Restricted Stock Units	Â (5)	Â (3)	Common Stock	1,000	\$ (4)	D	Â
Restricted Stock Units	Â (6)	Â (3)	Common Stock	1,668	\$ (4)	D	Â
Restricted Stock Units	Â (7)	Â (3)	Common Stock	2,005	\$ (4)	D	Â
Restricted Stock Units	Â (8)	Â (3)	Common Stock	1,516	\$ (4)	D	Â
Restricted Stock Units	Â (9)	Â (3)	Common Stock	1,250	\$ (4)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Golden Randal 6140 STONERIDGE MALL ROAD, SUITE 590 PLEASANTON, CA 94588	Â	Â	Â General Counsel	Â

## Signatures

/s/ Randal  
Golden 02/03/2014

\*\*Signature of  
Reporting Person

Date

## 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).
- (1) 12/11/13 NQ Grant: The options will vest in equal increments over five years measured from the date of grant as follows: 1/5 shall vest on 12/11/14; 1/5 shall vest on 12/11/15; 1/5 shall vest on 12/11/16; 1/5 shall vest on 12/11/17; and 1/5 shall vest on 12/11/18.
  - (2) Grant Date 10/1/2013 RSU Vesting Date: The grant vests in equal portions on the following dates: 10/1/2014, 10/1/2015, 10/1/2016, 10/1/2017 and 10/1/2018.
  - (3) RSU Expiration Date: This award has no expiration date. Units will either vest or be forfeit.
  - (4) RSU Exercise Price: There is no exercise price associated with the grant of Restricted Stock Units.
  - (5) Grant Date 11/29/10 RSU Vesting Date: The grant vests in equal portions on the following dates: 1/8/12, 1/8/13, 1/8/14 and 1/8/15.
  - (6) Grant Date 12/11/13 RSU Vesting Date: The grant vests in equal portions on the following dates: 1/8/15, 1/8/16, 1/8/17, 1/8/18 and 1/8/19.

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- (7) Grant Date 12/12/12 RSU Vesting Date: The grant vests in equal portions on the following dates: 1/8/14, 1/8/15, 1/8/16, 1/8/17 and 1/8/18.
- (8) 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.
- (9) Grant Date 3/23/2010 RSU Vesting Date: The grant vests in equal portions on the following dates: 3/23/2011, 3/23/2012, 3/23/2013 and 3/23/2014.

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.