

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 and 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) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | General Counsel | <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 | 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.
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