COOPER COMPANIES INC

Form 4 April 18, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

FRUTH JOHN D

1. Name and Address of Reporting Person *

			COOPER COMPANIES INC [COO]			(Check all applicable)				
(Last) 475 ECCL	, ,		3. Date of Earliest Transaction (Month/Day/Year) 04/15/2005			_X_ Director	•••	10% Owner Other (specify		
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) S SAN FRANCISCO, CA 94080			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(State)	(Zip)	Tabl	le I - Non	-Derivativ	e Secu	ırities Ac	quired, Disposed	of, or Benefi	cially Owned
1.Title of Security (Instr. 3) Common Stock	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution D any (Month/Day	Date, if //Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3, 4)	sposed	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 816,693	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock								28,896	I	2002 Charitable Trust
Common Stock								99,357	I	2004 Charitable Trust
Common Stock								209,614	I	2004 Family Trust
Common	04/15/2005	04/15/200)5	S	42,000	D	\$	343,752	I	Shiloh

OMB APPROVAL

3235-0287

January 31,

2005

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OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

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Stock						70.15			Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	7,900	D	\$ 70.16	335,852	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	1,000	D	\$ 70.2	334,852	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	1,000	D	\$ 70.21	333,852	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	7,000	D	\$ 70.22	326,852	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	30,400	D	\$ 70.5	296,452	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	1,900	D	\$ 70.51	294,552	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	300	D	\$ 70.6	294,252	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	100	D	\$ 70.65	294,152	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	6,200	D	\$ 70.75	287,952	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	1,000	D	\$ 70.78	286,952	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	5,500	D	\$ 70.8	281,452	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	2,000	D	\$ 70.81	279,452	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	900	D	\$ 70.83	278,552	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	1,500	D	\$ 70.84	277,052	I	Shiloh Investments, LLC

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Common Stock	04/15/2005	04/15/2005	S	600	D	\$ 70.85	276,452	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	400	D	\$ 70.86	276,052	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	700	D	\$ 70.87	275,352	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	100	D	\$ 70.88	275,252	I	Shiloh Investments, LLC
Common Stock	04/15/2005	04/15/2005	S	5,900	D	\$ 70.9	269,352	I	Shiloh Investments, LLC

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amou	int of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivativ	e		Securi	ities	(Instr. 5)	
	Derivative				Securities	•		(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration	Title	or Number		
						Exercisable	Date	Title			
				C-1- V	(A) (D)				of		
				Code	V (A) (D)				Shares		

Reporting Owners

S SAN FRANCISCO, CA 94080

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
FRUTH JOHN D				
475 ECCLES AVE	X			

Reporting Owners 3

Deletionships

Signatures

John D Fruth 04/18/2005

**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.

Signatures 4