| SEC Form 4 |  |
|------------|--|
|------------|--|

 $\square$ 

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See |
|---|
| Instruction 1(b).   |

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPR               | JVAL |  |  |  |  |  |  |  |
|------------------------|------|--|--|--|--|--|--|--|
| OMB Number: 3235-02    |      |  |  |  |  |  |  |  |
| Estimated average burg | den  |  |  |  |  |  |  |  |
| hours ner response.    | 0.5  |  |  |  |  |  |  |  |

| McBride Daniel G   (Last)        |  | n*             | 2. Issuer Name and Ticker or Trading Symbol<br><u>COOPER COMPANIES INC</u> [ COO ] |                        | tionship of Reporting Pers<br>all applicable)<br>Director                                   | 10% Owner                               |  |
|----------------------------------|--|----------------|--|------------------------|---|---|--|
|                                  |  | 2.             | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/29/2018                     | X                      | Officer (give title<br>below)<br>EVP, COO & Pres-C  | Other (specify<br>below)<br>ooperVision |  |
| (Street)<br>PLEASANTON<br>(City) |  | 94588<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           | 6. Indiv<br>Line)<br>X | ridual or Joint/Group Filing<br>Form filed by One Repo<br>Form filed by More thar<br>Person | orting Person                           |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5) |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                |  |
|---------------------------------|--|---|------------------------------|---|--|---------------|---|---|---|----------------|--|
|                                 |  |   | Code                         | v | Amount   | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                |   | (1130.4)       |  |
| Common Stock                    | 06/29/2018                                 |   | S                            |   | 2,147  | D             | <b>\$235.128</b> <sup>(1)</sup>   | 28,395  | D   |                |  |
| Common Stock                    |  |   |                              |   |  |               |   | 2,120   | Ι   | 401(k)<br>Plan |  |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |  | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|--|--|---|-------|---|--|--|--|
|   |   |  |   | Code                         | v |  |  | Date<br>Exercisable                            | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |

#### Explanation of Responses:

1. The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$234.59 to \$235.54. The reporting person undertakes to provide to The Cooper Companies, Inc., any security holder of The Cooper Companies, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnotes to this Form 4.

### /s/ Daniel G. McBride

\*\* Signature of Reporting Person

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

\* 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.

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 Number.

07/02/2018

Date