

The Cooper Companies, Inc. Science & Technology Committee Charter

This Science & Technology Committee Charter was adopted by the Board of Directors (the "Board") of The Cooper Companies, Inc. (the "Company") on March 18, 2007.

The Science & Technology Committee (the "Committee") is established to assist the Board with its oversight responsibilities regarding the Company's research and development and technology initiatives.

Duties and Responsibilities

The Committee shall provide assistance to the Board in fulfilling its responsibilities by:

1. Reviewing and assessing the Company's short and long term technology strategies, and the quality and direction of the Company's research and development programs;
2. Identifying and discussing significant emerging technology trends and issues;
3. Working with Management to evaluate third party technology, especially in the context of acquisition, license or joint development arrangement;

The Committee will conduct a review and reassessment of this Charter at least annually and will submit any recommended changes to the Board for its consideration. The Committee will evaluate its own performance on an annual basis, including its compliance with this Charter, and will provide any written material with respect to such evaluation to the Board, including any recommendations for changes in procedures or policies governing the Committee. The Committee shall conduct such evaluation and review in such manner as it deems appropriate.

The Committee shall perform such other activities and make such other recommendations of the Board on such matters, within the scope of its functions and consistent with this Charter, as may come to its attention and which in its discretion warrant review, consideration or approval by the Board. The Chair of the Committee shall report to the Board following meetings of the Committee and as otherwise requested by the Chairman of the Board.

Composition and Meetings

- The Committee will be comprised of at least three Directors as determined by the Board. At least one member of the Committee shall, in the judgment of the Board, have scientific research expertise.
- The members of the Committee will be appointed annually by the Board, taking into consideration the recommendation of the Committee, if any. Committee members may be removed from the Committee, with or without cause, by the Board taking into consideration any recommendation of the Committee.
- The Committee will elect a Committee Member to act in a leadership (Chair) capacity to ensure administrative efficiency and proper Committee processes and functioning.
- The Chair (or in his absence, a member designated by the Chair) will preside at all meetings of the Committee.
- The presence of two members will constitute a quorum; a majority of the members present at any meeting at which a quorum is present may act on behalf of the Committee.
- The Committee may delegate to sub-committees, comprised solely of members of the Committee, any task within the Committee's authority.

- The Committee will act proactively in establishing its own goals, agendas, and planned meeting dates.
- The Committee will meet at such times and as frequently as it deems appropriate, but no less than two times per year.
- The Committee will keep a record of its meetings and report to the Board as appropriate.
- The Committee may meet by telephone or video conference and may take action by written consent.
- The Committee will prepare required and/or requested reports for the Board of Directors.

Disclosure of Charter

As a matter of good governance, this Charter shall be made available on the Company's website and to any stockholder who otherwise requests a copy. The Company's Proxy Statement and Annual Report to Stockholders shall state the foregoing.