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 Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

														_						
1. Name and Address of Reporting Person* PICHOTTA NICHOLAS J							2. Issuer Name and Ticker or Trading Symbol COOPER COMPANIES INC [COO]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Vother (specify					
(Last) (First) (Middle) 95 CORPORATE DRIVE						3. Date of Earliest Transaction (Month/Day/Year) 09/17/2003									below)	Preside	X ent, C	below)	pecily	
(Street) THUMBULL CT 06611					4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(City)	(S	tate)	(Zip)				Form filed by More than One Reporting Person													
		Tab	le I - N	on-Deri	vativ	e S	ecuri	ties Ac	quired	l, Di	sposed o	f, or Be	nefic	ially	Owned					
1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day						ır) E	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			nd 5) Securition Benefici Owned I		es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)	Price		Reported Transact (Instr. 3	tion(s)			(Instr. 4)	
Common Stock 09/17/2						003 09		7/2003	M		18,900 ⁽¹) A	\$25.	.18(1)	18,	,900		D		
Common Stock 09/17/2						.003 09/		7/2003	S		18,900	18,900 D		2.5		0		D		
Common Stock 09/17/20					/2003	2003 09/1		7/2003	M		10,000(1) A	\$26.	.75(1)	10,	,000		D		
Common Stock 09/17/20						2003 09/17/200		7/2003	S		10,000	D	\$42	2.26	0			D		
		-	Table II								oosed of, convertil				wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deen Executio if any (Month/D	n Date,	4. Transa Code (8)		n of		6. Date Exerci Expiration Da (Month/Day/Yo		ite	7. Title and Amor of Securities Underlying Derivative Securi (Instr. 3 and 4)		5	B. Price of Derivative Security Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)	
						v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amou or Numb of Share	er						
Employee Stock Option (Right to Buy)	\$25	09/17/2003	09/17/	09/17/2003		18,900		(2)		10/23/2011	Common Stock	18,9	00	\$0	0		D			
Employee Stock Option (Right to Buy)	\$27	09/17/2003	09/17/2003		M	10,00		10,000	(3)		10/29/2012	Common Stock	10,0	00	\$0	10,000)	D		

Explanation of Responses:

- 1. Adjusted to reflect the two-for-one stock split effected in the form of a stock dividend on November 22, 2002
- $2.\ Exercisable\ when\ avg\ closing\ prices\ of\ common\ stk\ of\ Co.\ during\ 30\ cons\ cal\ days\ after\ date\ of\ grant\ reaches\ 30.21$
- 3. Vests when avg closing prices during 30 cons days reaches 29.43; 50% exercisable, 50% exercisable 2 yrs later

Nicholas J. Pichotta 09/17/2003

** Signature of Reporting Person

Date

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.