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## 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

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 APPROVAL								
OMB Number:	3235-0287							
Estimated average burden								
hours per response.	0.5							

1. Name and Address of Reporting Person <sup>*</sup> RUBENSTEIN ALLAN E			2. Issuer Name and Ticker or Trading Symbol <u>COOPER COMPANIES INC</u> [ COO ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner
	(First) RIDGE MALL	(Middle) DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 03/13/2012	Officer (give title Other (specify below) below)
SUITE 590 (Street) PLEASANTC	DN CA	94588	4. If Amendment, Date of Original Filed (Month/Day/Year)	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)		

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

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned 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 Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	03/13/2012		S		1,000	D	<b>\$80.13</b> <sup>(1)</sup>	15,398	D		
Common Stock	03/14/2012		S		1,000	D	\$82	14,398	D		
Common Stock	03/14/2012		М		18,900	A	\$57.87	33,298	D		
Common Stock	03/14/2012		S		18,900	D	<b>\$82.01</b> <sup>(3)</sup>	14,398	D		

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		of Deri Sec Acq (A) Disp of (I	amber vative vrities osed v) (Instr. and 5)		piration Date of Securities lonth/Day/Year) Underlying		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to Buy)	\$57.87	03/14/2012		М			18,900	(2)	10/31/2016	Common Stock	18,900	\$0	0	D	

Explanation of Responses:

1. Sale price represents an average of sale prices ranging from 80.07 to 80.15.

2. Vests when the average of the closing prices during any 30 consecutive trading days after the date of grant reaches \$63.66 or on November 1, 2011, which ever is earliest.

3. Sale price represents an average of sale prices ranging from \$82.00 to \$82.04.

/s/ Allan E. Rubenstein, M.D.	03/14/2012
<u>13/ 1 mun L. reubenstein, m.D.</u>	00/14/2012

\*\* 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.