FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20049	

549	OMB APPROVAL

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

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* BENDER A THOMAS					2. Issuer Name and Ticker or Trading Symbol COOPER COMPANIES INC [COO]								Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				Owner	
(Last) 6140 ST	,	irst) E MALL DR., S	(Middle) UITE 590		3. Date of Earliest Transaction (Month/Day/Year) 03/18/2005							X	Officer below)	(give title Presiden	Othe belov at & CEO	r (specify v)		
(Street) PLEASANTON 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				
(City)	(S	tate)	(Zip)										Form filed by More than One Reporting Person					
		Tak	ole I - Non-De	erivativ	/e S	ecurit	ies Ac	quired,	Dis	posed o	f, or B	enefi	cially	Owned				
1. Title of Security (Instr. 3)		Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (8)	Transaction Code (Instr. 8)		ies Acquired (A) or Of (D) (Instr. 3, 4 and		4 and	Securities Beneficially Owned Following Reported Transaction(s)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	٧	Amount	(D)		rice	(Instr. 3 and 4)	and 4)				
Common				8/18/20		03/18/2005		M		15,000	_	-	31.11	1	494	D		
Common				8/18/20			18/2005	+	900 D		-	78.91	+ -	594	D			
Common					8/2005		18/2005	S		100	D	_	79.04	58,494		D		
Common				03/18/2005			18/2005	S	_	2,000	-	_	79.21	56,494		D		
Common				03/18/2005			18/2005	S	_	1,700	_	_	79.25	54,794		D	-	
Common				03/18/2005			18/2005	_	_	1,700	-	-	\$79.3	53,094		D		
Common				8/18/20			18/2005	S		700	D	-	79.36	1	394	D D	+	
	Common Stock 03/18					18/2005	S		1,100	_		79.37	+	51,294		+		
Common				3/18/20			18/2005	_		100	D	-			194	D D	+	
Common				3/18/20			18/2005	S		100		-	79.39	+	51,094		+	
Common					18/2005		18/2005	_		1,100	_	_	\$79.4	49,994		D -	1	
Common Stock 03/18		3/18/20			18/2005	S		100		-	79.41	49,894		D				
Common Stock				/18/2005		18/2005	_		300	D		79.42			D D			
Common				/18/2005			18/2005	S		600	D	- '	79.45	1	48,994			
Common					/18/2005		8/2005	S		100	D	-			894	D	\perp	
Common	Stock				/18/2005		18/2005	+		300	D	;			594	D		
Common	Stock		03	3/18/2005		03/1	8/2005	S		100	D) ;	\$80.2	48,494		D		
Common Stock		03	3/18/2005		03/18/2005		S		900	D	\$	80.21	,,,,,,		D			
Common Stock		03	03/18/2005		03/1	8/2005	S		1,000	D	\$	80.23	46,594		D			
Common Stock			03/18/2005		03/18/2005				2,000	_	_	80.25	+		D	\perp		
		03	03/18/2005		03/1	18/2005	S	_	100	D	\$	80.31	 		D	7.770		
Common	Stock								<u></u>						666	I	Wife	
		•	Table II - Der (e.g							osed of, convertib				Owned				
1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)			Code (Inst		n of E		Expiratio	o. Date Exercisal Expiration Date Month/Day/Year)		7. Title and Ame of Securities Underlying Derivative Secu (Instr. 3 and 4)		urity	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Owners Form: Direct (I or Indire (I) (Instr	Beneficial Ownership ct (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisal	ole [Expiration Date	Title	or Nur of	ount nber ires					

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
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)		5. Number of Expiration Dat (Month/Day/Ye Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)	\$31.11	03/18/2005	03/18/2005	M			15,000	(1)	09/24/2008	Common Stock	15,000	\$31.11	0	D	

Explanation of Responses:

1. Vesting 50% upon achievement and the remaining 50% one year later

Thomas Bender 03/21/2005

** 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.

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