

| OMB APPROVAL | |
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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

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

| | | | | | | | | | |
|---|---------|----------|--|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person* <u>Auerbach Robert D</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>COOPER COMPANIES, INC. [COO]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Special Advisor to the CEO</u> | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>01/08/2021</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| C/O THE COOPER COMPANIES, INC. 6101 BOLLINGER CANYON ROAD, SUITE 500 | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | |
| (Street) | (City) | (State) | (Zip) | | | | | | |
| SAN RAMON CA 94583 | | | | | | | | | |

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 01/08/2021 | | M | | 342 | A | \$0.00 | 1,744.677 | D | |
| Common Stock | 01/08/2021 | | F | | 168 | D | \$363.23 | 1,576.677 | D | |
| Common Stock | 01/08/2021 | | M | | 257 | A | \$0.00 | 1,833.677 | D | |
| Common Stock | 01/08/2021 | | F | | 126 | D | \$363.23 | 1,707.677 | D | |
| Common Stock | 01/08/2021 | | M | | 57 | A | \$0.00 | 1,764.677 | D | |
| Common Stock | 01/08/2021 | | F | | 28 | D | \$363.23 | 1,736.677 | D | |
| Common Stock | 01/08/2021 | | M | | 218 | A | \$0.00 | 1,954.677 | D | |
| Common Stock | 01/08/2021 | | F | | 107 | D | \$363.23 | 1,847.677 | D | |
| Common Stock | 01/08/2021 | | M | | 87 | A | \$0.00 | 1,934.677 | D | |
| Common Stock | 01/08/2021 | | F | | 43 | D | \$363.23 | 1,891.677 | D | |
| Common Stock | 01/08/2021 | | M | | 393 | A | \$0.00 | 2,284.677 | D | |
| Common Stock | 01/08/2021 | | F | | 193 | D | \$363.23 | 2,091.677 | D | |
| Common Stock | 01/08/2021 | | M | | 755 | A | \$0.00 | 2,846.677 | D | |
| Common Stock | 01/08/2021 | | F | | 390 | D | \$363.23 | 2,456.677 | D | |

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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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 |
| Restricted Stock Units | \$0.00 | 01/08/2021 | | M | | | 342 | (1) | 12/09/2025 | Common Stock | 342 | \$0.00 | 0.00 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2021 | | M | | | 257 | (2) | 12/13/2026 | Common Stock | 257 | \$0.00 | 256 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2021 | | M | | | 57 | (3) | 12/13/2026 | Common Stock | 57 | \$0.00 | 57 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2021 | | M | | | 87 | (4) | 12/12/2027 | Common Stock | 87 | \$0.00 | 174 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2021 | | M | | | 218 | (5) | 12/12/2027 | Common Stock | 218 | \$0.00 | 435 | D | |

**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. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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 |
| Restricted Stock Units | \$0.00 | 01/08/2021 | | M | | | 393 | (6) | 12/11/2028 | Common Stock | 393 | \$0.00 | 1,177 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2021 | | M | | | 755 | (7) | 12/10/2029 | Common Stock | 755 | \$0.00 | 3,021 | D | |

Explanation of Responses:

- Vests 342 share(s) on 08-Jan-2017, 342 share(s) on 08-Jan-2018, 342 share(s) on 08-Jan-2019, 342 share(s) on 08-Jan-2020, 342 share(s) on 08-Jan-2021
- Vests 257 share(s) on 08-Jan-2018, 257 share(s) on 08-Jan-2019, 256 share(s) on 08-Jan-2020, 257 share(s) on 08-Jan-2021, 256 share(s) on 08-Jan-2022
- Vests 57 share(s) on 08-Jan-2018, 57 share(s) on 08-Jan-2019, 57 share(s) on 08-Jan-2020, 57 share(s) on 08-Jan-2021, 57 share(s) on 08-Jan-2022
- Vests 87 share(s) on 08-Jan-2019, 87 share(s) on 08-Jan-2020, 87 share(s) on 08-Jan-2021, 87 share(s) on 08-Jan-2022, 87 share(s) on 08-Jan-2023
- Vests 218 share(s) on 08-Jan-2019, 218 share(s) on 08-Jan-2020, 218 share(s) on 08-Jan-2021, 218 share(s) on 08-Jan-2022, 217 share(s) on 08-Jan-2023
- Vests 393 share(s) on 08-Jan-2020, 393 share(s) on 08-Jan-2021, 392 share(s) on 08-Jan-2022, 393 share(s) on 08-Jan-2023, 392 share(s) on 08-Jan-2024
- 20%/year over 5 years - vest date beginning on 08-Jan-2020

Remarks:

/s/ Robert D. Auerbach, M.D. 01/12/2021

** 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.