

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

( ) Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person

Robert S. Weiss  
6140 Stoneridge Mall Road  
Suite 590  
CA, Pleasanton 94588

2. Issuer Name and Ticker or Trading Symbol

The Cooper Companies, Inc. (COO)

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Day/Year

3/6/2003

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

(X) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other (specify below)

Executive Vice President and Chief Financial Officer

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by One Reporting Person

( ) Form filed by More than One Reporting Person

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

| 1. Title of Security | 2. Trans-<br>action<br>Date | 2A. Exec-<br>ution<br>Date | 3. Trans-<br>action<br>Code | 4. Securities Acquired (A)<br>or Disposed of (D)<br>Amount | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported Trans | 6. Dir<br>ect<br>Indir<br>ect (I) | 7. Nature of Indirect<br>Beneficial Ownership |
|----------------------|-----------------------------|----------------------------|-----------------------------|--|---|-----------------------------------|---|
| Common Stock         | 3/6/ 2<br>003               |                            | M                           | 72000  | A 13.00   |                                   |   |
| Common Stock         | 3/6/ 2<br>003               |                            | S                           | 72000  | D 28.5730   | 0                                 | 1   |
| Common Stock         |                             |                            |                             |  | 5108  | I                                 | held in 401K                                  |

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of<br>Derivative<br>Security   | 2. Con-<br>version<br>or Exer-<br>cise<br>Price of<br>Deriva-<br>tive<br>Secu-<br>rity | 3. Trans-<br>action<br>(Month/<br>Day/<br>Year) | 3A. Deemed<br>Execu-<br>tion<br>(Month/<br>Day/<br>Year) | 4. Trans-<br>action<br>Code | 5. Number of De-<br>rivative Secu-<br>rities Acqui-<br>red (A) or Dis-<br>posed of (D)<br>Amount | 6. Date Exer-<br>cisable and<br>Expiration<br>Date (Month/<br>Day/Year)<br>Date Expir-<br>ation<br>Date | 7. Title and Amount<br>of Underlying<br>Securities<br>Title and Number<br>of Shares | 8. Price<br>of Deri-<br>vative<br>Secu-<br>rity | 9. Number<br>of Deriva-<br>tive<br>Securities<br>Benefi-<br>cially<br>Owned Follow-<br>ing Reported<br>Trans-<br>action(s) | 10. Dir<br>ect<br>Indir<br>ect (I) | 11. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>Indi-<br>rect |
|---|--|---|--|-----------------------------|--|---|---|---|--|------------------------------------|---|
| Employee Stock<br>Option (Right to Buy) with<br>tandem tax<br>withholding<br>rights | 13.00  | 3/6/ 20<br>03                                   |  | M                           | 72000 1  | D 7/8/0<br>6  | Common Stock<br>72000 1   | 13.00 1   | 40000 1  | 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

SIGNATURE OF REPORTING PERSON

Robert S. Weiss

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