

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>Auerbach Robert D</u>  (Last) (First) (Middle) C/O THE COOPER COMPANIES, INC. 6140 STONERIDGE MALL ROAD, SUITE 590  (Street) PLEASANTON CA 94588  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/11/2018	3. Issuer Name and Ticker or Trading Symbol <u>COOPER COMPANIES INC [ COO ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President, CSI	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,272	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Restricted Stock Units	(1)	(2)	Common Stock 592	(3)	D	
Employee Stock Option (Right to Buy)	(4)	12/12/2027	Common Stock 4,318	229.66	D	
Employee Stock Option (Right to Buy)	(5)	12/13/2026	Common Stock 5,113	175.31	D	
Employee Stock Option (Right to Buy)	(6)	12/09/2025	Common Stock 4,832	131.6	D	
Restricted Stock Units	(7)	(2)	Common Stock 666	(3)	D	
Employee Stock Option (Right to Buy)	(8)	06/01/2028	Common Stock 1,739	228.11	D	
Restricted Stock Units	(9)	(2)	Common Stock 750	(3)	D	
Restricted Stock Units	(10)	(2)	Common Stock 1,089	(3)	D	
Restricted Stock Units	(11)	(2)	Common Stock 1,026	(3)	D	
Restricted Stock Units	(12)	(2)	Common Stock 1,109	(3)	D	
Restricted Stock Units	(13)	(2)	Common Stock 1,026	(3)	D	
Restricted Stock Units	(10)	(2)	Common Stock 435	(3)	D	
Restricted Stock Units	(11)	(2)	Common Stock 228	(3)	D	

Explanation of Responses:

- 12/12/17 Exec Grant-3 yr cliff: The grant will vest 100% on 2/1/2021.
- RSU Expiration Date: This award has no expiration date. Units will either vest or be forfeit.
- RSU Exercise Price: There is no exercise price associated with the grant of Restricted Stock Units.
- 12/12/17 NQ Grant: The options will vest in equal increments on the first through the fifth anniversaries of the date of grant.
- 12/13/16 NQ Grant: The options will vest in equal increments over five years measured from the date of grant as follows: 1/5 shall vest on 12/13/17; 1/5 shall vest on 12/13/18; 1/5 shall vest on 12/13/19; 1/5 shall vest on 12/13/20 and 1/5 shall vest on 12/13/21.
- 12/9/15 NQ Grant: The options will vest in equal increments over five years measured from the date of grant as follows: 1/5 shall vest on 12/9/16; 1/5 shall vest on 12/9/17; 1/5 shall vest on 12/9/18; 1/5 shall vest on 12/9/19 and 1/5 shall vest on 12/9/20.
- 2/1/2017 RSU Grant - Vest Date: The grant vests 100% on February 1, 2020.
- 6/1/18 NQ Grant (mod anni vest): The options will vest in equal increments over five years measured from the date of grant as follows: 1/3 shall vest on 6/1/2021; 1/3 shall vest on 6/1/2022 and 1/3 shall vest on 6/1/2023.
- Grant Date 12/11/13 RSU Vesting Date: The grant vests in equal portions on the following dates: 1/8/15, 1/8/16, 1/8/17, 1/8/18 and 1/8/19.
- 12/12/17 RSU Grant - Vesting Date: The grant vests in equal portions on the following dates: 1/8/19, 1/8/20, 1/8/21, 1/8/22 and 1/8/23.
- 12/13/16 RSU Grant - Vesting Date: The grant vests in equal portions on the following dates: 1/8/18, 1/8/19, 1/8/20, 1/8/21 and 1/8/22.
- 12/9/14 RSU Grant - Vesting Date: The grant vests in equal portions on the following dates: 1/8/16, 1/8/17, 1/8/18, 1/8/19 and 1/8/20.
- 12/9/15 RSU Grant - Vesting Date: The grant vests in equal portions on the following dates: 1/8/17, 1/8/18, 1/8/19, 1/8/20 and 1/8/21.

/s/ Robert D. Auerbach, M.D. 07/17/2018

\*\* 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 5 (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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