FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	DVAL					
OMB Number:	3235-0287					
Estimated average burd	len					
hours per response:	0.5					

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* CUMMINS EDGAR J							2. Issuer Name and Ticker or Trading Symbol COOPER COMPANIES INC [COO]											k all app	olicable)		Person(s) to Issuer 10% Owner		
(Last) (First) (Middle) 939 SANDCASTLE DRIVE							3. Date of Earliest Transaction (Month/Day/Year) 12/22/2005										Officer (give title below)				Other (specify below)		
(Street) CORONA DEL MAR CA 92625 (City) (State) (Zip)							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					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																							
1. Title of Security (Instr. 3) 2. Trans Date (Month/						ar)	2A. Deemed Execution Date, if any (Month/Day/Year)		•,	3. Transaction Code (Instr. 8)		4. Securities Acquired (ADisposed Of (D) (Instr. 35)				3, 4 and S		5. Amount of Securities Beneficially Owned Following Reported		wnership n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership		
											Code	v	Amount	(A) or (D)		Pri	ce	Transa	ted action(s) 3 and 4)			(Instr. 4)	
Common Stock 12/22							2005 1		12/22/2005		S		5,000)	D	\$	19.9	24,890			D		
Common Stock 12/22/						2/2005	,	12/2	12/22/2005		S		5,000)	D	\$	50.5	5 19,890			D		
Common Stock 12/22/						2/2005	5	12/2	12/22/2005		S		5,000) D		\$	51	14,890		D			
Common Stock																		193		I	1995 Family Trust		
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. Conversio or Exercis Price of Derivative Security	n Da	3. Transaction Date (Month/Day/Year)	3A. Deemi Execution if any (Month/Da	Date,		4. Transactio Code (Insti		5. Number of		Date Ex xpiration donth/Da	Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		;	Der Sed (Ins		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	C	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
			Code V		(A)					Expiration Date	Amount or Number of Shares		ımber	er									

Explanation of Responses:

Edgar J Cummins

12/22/2005

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

^{*} 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).