FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average l	hurdon								

0.5

hours per response:

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

Date (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   Transaction Code (Instr. 8)   Disposed Of (D) (Instr. 3, 4 and 5)   Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)   Or Indirect (D) or In	1. Name and Address of Reporting Person*  KALKSTEIN MICHAEL						2. Issuer Name <b>and</b> Ticker or Trading Symbol COOPER COMPANIES INC [ COO ]									heck a		licable)	g Person(s) to	Issuer Owner	
(Street) PLEASANTON CA 94588  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported (Instr. 3 and 4)  (Code V Amount (A) or Derivative Securities Securities Desentically Owned Following Reported (Instr. 3 and 4)  (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported (Instr. 3 and 4)  (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported (Instr. 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported (Instr. 4)  Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned Following Conversion Security (Instr. 4)  Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned Following Conversion Security (Instr. 4)  Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned Securities (Instr. 5)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 4)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 4)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 4)  Table II - Derivative Securities Acquired (B) or Indirect Securities (B) (Instr. 4)  Table II - Derivative Securities Acquired (B) or Indirect Securities (B) (Instr. 4)  Table II - Non-Derivative Securities (B) or Indirect Securities (B) or Indirect Securities (B) or Indirect Securities (B) (Instr. 4)  T	6140 STONERIDGE MALL DRIVE																				
City   (State)   (Zip)	SUITE 590					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)														
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 8)  4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  4. Securities Beneficially Owned Following Reported Transaction(S) (Instr. 3 and 4)  5. Amount of Securities Beneficially Owned Following Reported Transaction(S) (Instr. 3 and 4)  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 (Instr. 4)  Derivative Security (Instr. 3)  3. Transaction Date (Month/Day/Year)  (Instr. 3)  3. Transaction Date (Instr. 8)  3. Transaction Date (Instr. 8)  4. Securities Beneficially Owned (Instr. 8)  4. Securities Beneficially Owned (Instr. 8)  4. Securities Beneficially Owned (Instr. 9)  (Instr. 4)  5. Number of Derivative Securities Security (Instr. 5)  Ownership Form: Direct (D) Ownership Securities Securities Month/Day/Year)  (Instr. 4)  1. Title of Derivative Securities Security (Instr. 5)  Derivative Security (Instr. 3)  Amount of Securities Securities Securities Securities Securities Derivative Securities Securities Securities Derivative Securities Derivative Securities Security (Instr. 4)  Derivative Security (Instr. 3)  Amount of Securities S																	Form filed by More than One Reporting				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. A. Deemed Execution Date, if any (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Securities Deneficially Owned Following Reported (D) or Indirect	(City)		(Sta	te) (2	Zip)																
Date (Month/Day/Year)   Date (Month/Day/Year)   Date (Month/Day/Year)   Date (Month/Day/Year)   Date (Month/Day/Year)   Disposed Of (D) (Instr. 3, 4 and 5)   Disposed Of (D) (Instr. 3, 4 and 4)   Disposed Of (D) (Instr.				Tabl	e I - Non	-Deriva	ative	Se	curitie	s Acq	uired,	Dis	posed o	f, or	Bene	ficia	lly O	wne	d		
Common Stock  O1/06/2010  A 1,000(1) A \$0.1 10,600 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)  Conversion or Exercise Price of Derivative Security Security Security Security  Security  (Instr. 3)  Amount  (A) or (D) Price Tránsaction(5) (Instr. 3 and 4)  Double (Instr. 3 and 4)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Securities (Month/Day/Year)  Conversion or Exercise Price of Derivative Security (Instr. 3)  Ownership Derivative Securities (Month/Day/Year)  Ownership Derivative Securities Underlying Derivative Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4)  Amount of Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4)  Amount of Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4)  Amount of Derivative Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4)  Amount of Derivative Securities Underlying Derivative Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4)  Amount of Derivative Securities Underlying Derivative Securities Unde	Date						ar)   E	Execution Date, if any		Transaction Code (Instr.		Disposed Of (D) (Instr. 3,			4 and S		ies cially Following	Form: Direct (D) or Indirect	of Indirect Beneficial Ownership		
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)  Price of Derivative Security (Instr. 3) S. Number of Operivative Securities Securities Securities Securities Security (Instr. 3) Security (Instr. 3) S. Demed Execution Date (Month/Day/Year) Securities Securities Security Security Security (Instr. 3) S. Price of Derivative Securities Underlying Derivative Security (Instr. 3) Security (Instr. 3) Security (Instr. 3) Security (Instr. 4)  Amount or												v	Amount	(	(A) or (D)	Price	т	Transaction(s)			(instr. 4)
1. Title of Derivative Security (Instr. 3)  1. Title of Derivative Security	Common Stock 01/06/						/2010				A		1,000(1)		A	\$ <mark>0</mark> .	0.1		0,600	D	
Derivative Security (Instr. 3)  Instructive Security (Instr. 3)  Date (Month/Day/Year)  Derivative Securities (Month/Day/Year)  Derivative Security (Instr. 3 and 4)  Derivative Securities Security (Instr. 4)  Derivative Securities Security (Instr. 5)  Ownership Form: Or Indirect (I) (Instr. 4)  Instruction Date (Month/Day/Year)  Derivative Securities Securities Security (Instr. 3 and 4)  Derivative Securities Securities Security (Instr. 4)  Derivative Securities Securities Securities Security (Instr. 4)  Derivative Securities Securit				Та							,		,			•	Owi	ned			
	Derivative Security	Conversi or Exerci Price of Derivativ	version kercise of vative	Date	Execution I if any	Date,	Transa Code (		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiratio	n Dat	е	Amount of Securities Underlying Derivative Security (Instr. and 4)		ount	Deriva Securi	ivative urity	derivative Securities Beneficially Owned Following Reported Transaction	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership

## **Explanation of Responses:**

 $1.\ NED\ RS\ Grant\ 11/16/09$ : Restrictions will be removed on the first anniversary of the date of grant, 11/16/10.

/s/ Michael H. Kalkstein 01/06/2010

\*\* 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.