FRUTH JOHN D Form 4 January 14, 2005

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB Number:

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

FRUTH JOHN D

1. Name and Address of Reporting Person \*

COOPER COMPANIES INC [COO] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X\_ Director 10% Owner Other (specify Officer (give title 475 ECCLES AVE 01/12/2005 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting S SAN FRANCISCO, CA 94080 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Code Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (A) (Instr. 4) Transaction(s) or (Instr. 3 and 4) Amount (D) Price Common 816,693 D Stock 2002 Common I Charitable 28,896 Stock Trust 2004 Common 01/12/2005 01/12/2005 S 14,600 D 256,957 I Charitable Stock Trust 2004 Common 01/12/2005 1,800 01/12/2005 S 255,157 Ι Charitable Stock Trust

**OMB APPROVAL** 

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

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Common Stock	01/12/2005	01/12/2005	S	1,200	D	\$ 71.77	253,957	I	2004 Charitable Trust
Common Stock	01/12/2005	01/12/2005	S	4,300	D	\$ 71.8	249,657	I	2004 Charitable Trust
Common Stock	01/12/2005	01/12/2005	S	300	D	\$ 71.81	249,357	I	2004 Charitable Trust
Common Stock	01/12/2005	01/12/2005	S	5,000	D	\$ 71.84	244,357	I	2004 Charitable Trust
Common Stock	01/12/2005	01/12/2005	S	10,600	D	\$ 71.85	233,757	I	2004 Charitable Trust
Common Stock	01/12/2005	01/12/2005	S	3,500	D	\$ 71.86	230,257	I	2004 Charitable Trust
Common Stock	01/12/2005	01/12/2005	S	900	D	\$ 71.88	229,357	I	2004 Charitable Trust
Common Stock	01/12/2005	01/12/2005	S	14,500	D	\$ 71.9	214,857	I	2004 Charitable Trust
Common Stock	01/12/2005	01/12/2005	S	500	D	\$ 71.93	214,357	I	2004 Charitable Trust
Common Stock	01/13/2005	01/13/2005	S	10,000	D	\$ 71.1	204,357	I	2004 Charitable Trust
Common Stock	01/13/2005	01/13/2005	S	2,200	D	\$ 71.25	202,157	I	2004 Charitable Trust
Common Stock	01/13/2005	01/13/2005	S	100	D	\$ 71.29	202,057	I	2004 Charitable Trust
Common Stock	01/13/2005	01/13/2005	S	3,400	D	\$ 71.4	198,657	I	2004 Charitable Trust
Common Stock	01/13/2005	01/13/2005	S	9,800	D	\$ 71.6	188,857	I	2004 Charitable Trust
Common Stock	01/13/2005	01/13/2005	S	1,600	D	\$ 71.75	187,257	I	2004 Charitable

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									Trust
Common Stock	01/13/2005	01/13/2005	S	200	D	\$ 71.77	187,057	I	2004 Charitable Trust
Common Stock							209,614	I	2004 Family Trust
Common Stock							486,952	I	Shiloh Investments, LLC

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transa Code (Instr.	ection 8)	5. aNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code	v	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FRUTH JOHN D 475 ECCLES AVE X S SAN FRANCISCO, CA 94080

**Signatures** 

John D Fruth 01/14/2005

\*\*Signature of Reporting Person Date

Reporting Owners 3

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## **Explanation of Responses:**

- \* 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.