

COOPER COMPANIES INC  
Form 4  
April 02, 2014

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden 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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KALKSTEIN MICHAEL**

(Last) (First) (Middle)

6140 STONERIDGE MALL  
DRIVE, SUITE 590

(Street)

PLEASANTON, CA 94588

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

**COOPER COMPANIES INC [COO]**

3. Date of Earliest Transaction  
(Month/Day/Year)

03/14/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock	03/14/2014		G	V	1,044	A	\$ 0 1,044	I	The Kalkstein and English Family Trust u/a/d May 18, 2005
Common Stock	03/14/2014		G	V	1,044	D	\$ 0 13,500	D	

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

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 control number.

SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Options (Right to Buy)	\$ 69.01	03/14/2014		G	V 17,500	<u>(1)</u> 10/31/2015	Common Stock	
Stock Options (Right to Buy)	\$ 69.01	03/14/2014		G	V 17,500	<u>(1)</u> 10/31/2015	Common Stock	
Non-employee Director Stock Option (Right to Buy)	\$ 49.57	03/14/2014		G	V 6,500	<u>(1)</u> 10/31/2020	Common Stock	
Stock Options (Right to Buy)	\$ 49.57	03/14/2014		G	V 6,500	<u>(1)</u> 10/31/2020	Common Stock	
Stock Options (Right to Buy)	\$ 57.87	03/14/2014		G	V 17,500	<u>(1)</u> 10/31/2016	Common Stock	
Stock Options (Right to Buy)	\$ 57.87	03/14/2014		G	V 17,500	<u>(1)</u> 10/31/2016	Common Stock	

Non-employee Director Stock Option (Right to Buy)	\$ 98.45	03/14/2014	G	V	4,500	<u>(1)</u>	10/31/2022	Common Stock
Non-employee Director Stock Option (Right to Buy)	\$ 98.45	03/14/2014	G	V	4,500	<u>(1)</u>	10/31/2022	Common Stock
Stock Options (Right to Buy)	\$ 42.49	03/14/2014	G	V	10,000	<u>(1)</u>	10/31/2017	Common Stock
Stock Options (Right to Buy)	\$ 42.49	03/14/2014	G	V	10,000	<u>(1)</u>	10/31/2017	Common Stock
Non-employee Director Stock Option (Right to Buy)	\$ 128.35	03/14/2014	G	V	3,227	11/01/2014	10/31/2023	Common Stock
Non-employee Director Stock Option (Right to Buy)	\$ 128.35	03/14/2014	G	V	3,227	11/01/2014	10/31/2023	Common Stock
Non-employee Director Stock	\$ 66.8	03/14/2014	G	V	6,500	<u>(1)</u>	10/31/2021	Common Stock

Option (Right to Buy)

Non-employee Director Stock Option (Right to Buy)	\$ 66.8	03/14/2014	G	V	6,500	(1)	10/31/2021	Common Stock
---	---------	------------	---	---	-------	-----	------------	--------------

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KALKSTEIN MICHAEL 6140 STONERIDGE MALL DRIVE SUITE 590 PLEASANTON, CA 94588	X			

## Signatures

/s/ Michael H. Kalkstein	04/01/2014
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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).
- (1) All shares granted under this option are currently exercisable.

### Remarks:

Note that transfer of shares was to a revocable trust and Mr. Kalkstein has not disclaimed beneficial ownership to these shares.

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.