

COOPER COMPANIES INC
 Form 4/A
 July 14, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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 *
FRUTH JOHN D

(Last) (First) (Middle)

737 SHILOH CANYON ROAD

(Street)

SANTA ROSA, CA 95403

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

COOPER COMPANIES INC [COO]

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

07/11/2005

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

07/11/2005

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)
Common Stock					803,645	D	
Common Stock					28,896	I	2002 Charitable Trust
Common Stock					99,357	I	2004 Charitable Trust
Common Stock					209,614	I	2004 Family Trust
Common	07/11/2005	07/11/2005	S	148,901 D	\$ 65 88,051	I	Shiloh

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Stock					<u>(1)</u>				Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	4,834	<u>D</u> <u>(1)</u>	\$ 65.01	83,217	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	189	<u>D</u> <u>(1)</u>	\$ 65.04	83,028	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	12,701	<u>D</u> <u>(1)</u>	\$ 65.07	70,327	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	758	<u>D</u> <u>(1)</u>	\$ 65.08	69,569	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	853	<u>D</u> <u>(1)</u>	\$ 65.09	68,716	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	37,154	<u>D</u> <u>(1)</u>	\$ 65.1	31,562	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	1,327	<u>D</u> <u>(1)</u>	\$ 65.11	30,235	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	2,654	<u>D</u> <u>(1)</u>	\$ 65.12	27,581	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	3,317	<u>D</u> <u>(1)</u>	\$ 65.14	24,264	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	568	<u>D</u> <u>(1)</u>	\$ 65.17	23,696	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	17,345	<u>D</u> <u>(1)</u>	\$ 65.2	6,351	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	95	<u>D</u> <u>(1)</u>	\$ 65.21	6,256	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	1,517	<u>D</u> <u>(1)</u>	\$ 65.22	4,739	I	Shiloh Investments, LLC
Common Stock	07/11/2005	07/11/2005	S	4,739	<u>D</u> <u>(1)</u>	\$ 65.25	0	I	Shiloh Investments, LLC

