

# COOPER COMPANIES INC

Reported by  
**MCBRIDE DANIEL G**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/09/18 for the Period Ending 01/08/18

Address	6140 STONERIDGE MALL RD STE 590 PLEASANTON, CA, 94588
Telephone	9254603600
CIK	0000711404
Symbol	COO
SIC Code	3851 - Ophthalmic Goods
Industry	Medical Equipment, Supplies & Distribution
Sector	Healthcare
Fiscal Year	10/31

# FORM 4

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

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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 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<b>McBride Daniel G</b>			<b>COOPER COMPANIES INC [ COO ]</b>			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP, COO &amp; Pres-CooperVision</b>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
<b>THE COOPER COMPANIES, INC., 6140 STONERIDGE MALL ROAD, SUITE 590</b>			<b>1/8/2018</b>					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>PLEASANTON, CA 94588</b>						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)								

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	1/8/2018		M		680	A	\$0	29075	D	
Common Stock	1/8/2018		F		402	D	\$0	28673	D	
Common Stock	1/8/2018		M		834	A	\$0	29507	D	
Common Stock	1/8/2018		F		461	D	\$0	29046	D	
Common Stock	1/8/2018		M		708	A	\$0	29754	D	
Common Stock	1/8/2018		F		392	D	\$0	29362	D	
Common Stock								2120	I	401(k) Plan

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(2)	1/8/2018		M		680		(3)	(4)	Common Stock	680	\$0	0	D	
Restricted Stock Units	(2)	1/8/2018		M		834		(5)	(6)	Common Stock	834	\$0	834	D	
Restricted Stock Units	(2)	1/8/2018		M		708		(7)	(4)	Common Stock	708	\$0	1417	D	

### Explanation of Responses:

- 1/8/2018 RSU Release: Shares withheld to cover applicable tax obligations. A FMV (closing price of the Company's common stock on 1/8/2018) of \$231.65 was used.
- RSU Exercise Price: There is no exercise price associated with the grant of Restricted Stock Units.
- Grant Date 12/12/12 RSU Vesting Date: The grant vests in equal portions on the following dates: 1/8/14, 1/8/15, 1/8/16, 1/8/17 and 1/8/18.
- RSU Expiration Date: This award has no expiration date. Units will either vest or be forfeit.
- Grant Date 12/11/13 RSU Vesting Date: The grant vests in equal portions on the following dates: 1/8/15, 1/8/16, 1/8/17, 1/8/18 and 1/8/19.
- RSU Expiration Date: This award has no expiration date. Units will either vest or be forfeit.
- 12/9/14 RSU Grant - Vesting Date: The grant vests in equal portions on the following dates: 1/8/16, 1/8/17, 1/8/18, 1/8/19 and 1/8/20.

### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>McBride Daniel G</b> <b>THE COOPER COMPANIES, INC.</b> <b>6140 STONERIDGE MALL ROAD, SUITE 590</b> <b>PLEASANTON, CA 94588</b>			<b>EVP, COO &amp; Pres-CooperVision</b>	

**Signatures**

/s/ Daniel G. McBride

1/9/2018

—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.

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