COOPER COMPANIES INC

Form 4 January 10, 2017

FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

response...

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

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)

1. Name and Address of Reporting Person *

ZINBERG STANLEY MD

| | | | COOPER COMPANIES INC [COO] | | | (Check all applicable) | | | | | | |
|--------------------------------------|---|-------|----------------------------|---|------------|------------------------|---------------------|--|--|---|--|--|
| (| | | (Month/l | 3. Date of Earliest Transaction (Month/Day/Year) 01/10/2017 | | | | _X_ Director 10% Owner Officer (give title below) Other (specify below) | | | | |
| | (Street) | | | endment, D | ŭ | al | | 6. Individual or J Applicable Line) | oint/Group Fil | ing(Check | | |
| PLEASANTON, CA 94588 | | | | iled(Month/Day/Year) | | | | _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person | | | | |
| (City) | (State) | (Zip) | Tab | le I - Non- | Derivative | e Secu | ırities Acqı | Acquired, Disposed of, or Beneficially Owned | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | Date, if | 3. Transactic Code (Instr. 8) | (Instr. 3, | ispose | d of (D) | 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) | | |
| Common Stock | 01/10/2017 | | | M | 5,000 | A | \$ 13.08 | 13,623 | I | Stanley Zinberg Revocable Trust DTD 2/5/2015 | | |
| Common Stock | 01/10/2017 | | | S | 5,000 | D | \$ 178.99 (1) | 8,623 | I | Stanley Zinberg Revocable Trust DTD 2/5/2015 | | |
| Common Stock | | | | | | | | 0 | D | | | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8) | 5. Number proof 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 Amour Underlying Securit (Instr. 3 and 4) | |
|--|---|--------------------------------------|---|--|--|--|--------------------|--|--------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amo or Num of Shar |
| Non-employee Director Stock Option (Right to Buy) | \$ 13.08 | 01/10/2017 | | M | 5,000 | 12/11/2009 | 12/10/2018 | Common Stock | 5,0 |

Reporting Owners

| eporting Owner Name / Address | Relationships | | | | | |
|-------------------------------|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |

ZINBERG STANLEY MD 6140 STONERIDGE MALL DR., SUITE 590 X PLEASANTON, CA 94588

Signatures

/s/ Stanley 01/10/2017 Zinberg, MD

**Signature of Reporting Date

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) Sale price represents an average of sale prices between \$178.87 and \$179.14.

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.

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