

Edgar Filing: COOPER COMPANIES INC - Form 4

COOPER COMPANIES INC

Form 4

November 19, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.
 Form 4 or Form 5 obligations may continue. See Instructions 1(b).

1. Name and Address of Reporting Person
 Stanley Zinberg, M.D.
 700 New Hampshire Avenue, N.W.
 , Washington, D.C. 20037-2406
2. Issuer Name and Ticker or Trading Symbol
 The Cooper Companies, Inc. (COO)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 11/15/2002
5. If Amendment, Date of Original (Month/Day/Year)
 11/15/2002
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner () Officer (give title below) () Other
 (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) 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	2. Trans- action Date	2A. Exec- ution Date	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount	A/ D	Price	5. Amount of Securities Beneficially Owned Following Reported Trans(s)
----------------------	-----------------------------	----------------------------	-----------------------------	--	---------	-------	--

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Con- version or Exer- cise Price of Deriva- tive Secu- rity	3. Trans- action (Month/ Day/ Year)	3A. Deemed Execu- tion (Month/ Day/ Year)	4. Trans- action Code	5. Number of De rivative Secu rities Acqui red(A) or Dis posed of(D) Amount	6. Date Exer- cisable and Expiration Date (Month/ Day/Year) Date Expir- ation Date	7. Title and Amount of Underlying Securities Title and Number of Shares	8. P of vat Sec rit
---------------------------------------	--	---	--	-----------------------------	--	---	---	---------------------------------

Restricted Stock Option (Right to Buy)	10	11/15/2002		A	1000	1	A 2	01/15/2003	Common Stock	1000
--	----	------------	--	---	------	---	-----	------------	--------------	------

| | | | | | | | | | |

Explanation of Responses:

1. Shares under this Restricted Stock Grant reflect post-split shares.
2. Restrictions will be removed upon the earlier to occur of 1) the average closing prices during any 30 consecutive trading days after 11/15/02 reaches \$31.73 (post-split) or 2) November 15, 2007.

SIGNATURE OF REPORTING PERSON

Stanley Zinberg, M.D.

Stanley Zinberg, M.D.