

Edgar Filing: BENDER A THOMAS - Form 4

BENDER A THOMAS

Form 4

March 06, 2003

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
 A. Thomas Bender
 6140 Stoneridge Mall Road
 Suite 590
 CA, Pleasanton 94588
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
 3/6/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 (X) Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Chief Executive Officer
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)			5. Amount of Securities Beneficially Owned Following Reported Trans(s)
				Amount	A/ D	Price	
Common Stock	3/5/2003		M	28200	A	17.00	
Common Stock	3/5/2003		S	5000	D	28.72	
Common Stock	3/5/2003		S	1100	D	28.81	
Common Stock	3/5/2003		S	3900	D	28.75	
Common Stock	3/5/2003		S	200	D	28.95	
Common Stock	3/5/2003		S	9600	D	28.90	
Common Stock	3/5/2003		S	200	D	28.93	

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Common Stock	3/5/ 2	S	8200	D	28.86	55494 1
	003					
Common Stock						5666 1

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

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction (Month/Day/Year)	3A. Deemed Execution (Month/Day/Year)	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Percentage of Total Ownership
Employee Stock Option (Right to Buy) with tandem tax withholding rights	17.00	3/5/ 2003		M	28200 1	D 7/8/06	Common Stock 28200 1	17.00

Explanation of Responses:

1. Adjusted to reflect the two-for-one stock split effected in the form of a stock dividend on November 22, 2002

SIGNATURE OF REPORTING PERSON

A. Thomas Bender

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