

COOPER COMPANIES INC
Form 4
March 08, 2017

FORM 4

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

OMB APPROVAL

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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 *
Lindell Jody S

2. Issuer Name and Ticker or Trading Symbol
COOPER COMPANIES INC [COO]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
6140 STONERIDGE MALL
ROAD, SUITE 590

3. Date of Earliest Transaction
(Month/Day/Year)
03/07/2017

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)
PLEASANTON, CA 94588

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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. 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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 03/07/2017 | | M | | 5,000 | A | \$ 13.08 | 14,833 | I | Matthews-Lindell Family Trust, dated July 23, 1991 as amended and restated |
| Common Stock | 03/07/2017 | | S | | 4,280 | D | \$ 193.75 <u>(1)</u> | 10,553 | I | Matthews-Lindell Family Trust, dated July 23, 1991 as amended and restated |
| Common Stock | 03/07/2017 | | S | | 720 | D | \$ 194.36 | 9,833 | I | Matthews-Lindell Family Trust, |

| | (2) | | |
|--------------|-------|---|--|
| Common Stock | 2,943 | I | dated July 23, 1991 as amended and restated Jody S. Lindell Retirement Trust, dated January 1, 2011 |
| Common Stock | 6,250 | I | Jody S. Lindell Seperate Property Trust |
| Common Stock | 0 | D | |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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. Transaction 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 (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | 8. Date Exercisable | 9. Expiration Date | 10. Title | 11. Amount or Number of Shares |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------|--------------------|-----------|--------------------------------|
| Non-employee Director Stock Option (Right to Buy) | \$ 13.08 | 03/07/2017 | | M | 5,000 | 12/11/2009 12/10/2018 | Common Stock | | | | 5,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Lindell Jody S 6140 STONERIDGE MALL ROAD | X | | | |

SUITE 590
PLEASANTON, CA 94588

Signatures

/s/ Jody S.
Lindell

03/08/2017

 Signature of
Reporting Person

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) The sale price represents an average of sale prices between \$193.2000 and \$194.1950.
- (2) The sale price represents an average of sale prices between \$194.2650 and \$194.4500.

Remarks:

The transfer of all of the above holdings was made pursuant to a Transfer Agreement dated January 7, 2009 which authorizes

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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