



FORM 4  
 [X] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549  
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
 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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person\*  
 Cooper Life Sciences, Inc.  
 (Last) (First) (Middle)  
 160 Broadway (Street)  
 New York, NY 10038 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 The Cooper Companies, Inc. (COO)

3. IRS or Social Security Number of Reporting Person (Voluntary)  
 94-2563513

4. Statement for Month/Year  
 July 1997

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)

7. Individual or Joint/Group Filing (Check Applicable Line)  
 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 (instr. 3)	2. Transaction Date (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 at End of Month (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 Price (D)			
Common Stock, par value \$.10 per share	07/01/97	S		15,000	D	23.375		
	07/01/97	S		15,000	D	23.50		
	07/02/97	S		7,200	D	23.625		
	07/03/97	S		7,800	D	23.625		
	07/03/97	S		1,400	D	23.75		
	07/07/97	S		13,600	D	23.75		
	07/08/97	S		15,000	D	23.875		
	07/08/97	S		15,000	D	24.00		
	07/08/97	S		15,000	D	24.125		
	07/08/97	S		1,400	D	24.25		
	07/09/97	S		13,600	D	24.25		
	07/10/97	S		15,000	D	24.375		
	07/10/97	S		15,000	D	24.50		
	07/10/97	S		13,600	D	24.625		
	07/11/97	S		1,400	D	24.6875		
	07/11/97	S		400	D	24.75		
							1,192,133	D

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

(Print or Type Responses)



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)	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)	
			Code V	(A)	(D)	Date Exer- cisable Expira- tion Date

1. Title of Derivative Security (Instr. 3)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Title Amount or Number of Shares				

Explanation of Responses:

\*\*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.

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.

/s/ Steven Rosenberg

August 6, 1997

\*\*Signature of Reporting Person  
Steven Rosenberg  
Vice President

Date

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