

=====

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 10, 1997

THE COOPER COMPANIES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation) 1-8597
(Commission File Number) 94-2657368
(IRS Employer Identification No.)

6140 Stoneridge Mall Road, Suite 590, Pleasanton, California 94588
(Address of principal executive offices)

(510) 460-3600
(Registrant's telephone number, including area code)

=====

ITEM 5. Other Events.

On February 10, 1997, The Cooper Companies, Inc. (the "Company") issued a press release announcing that, subject to the approval of the Federal Trade Commission, it has agreed to acquire in the United States the Natural Touch's line of opaque contact lenses from Wesley-Jessen Corporation. This release is filed as an exhibit hereto and is incorporated by reference herein.

ITEM 7. Financial Statements and Exhibits.

(c) Exhibits.

Exhibit No. -----	Description -----
99.1	Press Release dated February 10, 1997 of The Cooper Companies, Inc.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE COOPER COMPANIES, INC.

By /s/ Stephen C. Whiteford

Stephen C. Whiteford
Vice President and
Corporate Controller
(Principal Accounting Officer)

Dated: February 11, 1997

STATEMENT OF DIFFERENCES

The registered trademark symbol shall be expressed as 'r'

EXHIBIT INDEX

Exhibit No.	Description	Sequentially Numbered Page
99.1	Press Release dated February 10, 1997 of The Cooper Companies, Inc.	

CONTACT:

Norris Battin
The Cooper Companies, Inc.
714-597-4700 or 714-673-4299

COOPER COMPANIES PLANS TO ACQUIRE NATURAL TOUCH'r' LINE
OF SOFT CONTACT LENSES

FOR IMMEDIATE RELEASE

Irvine, CA, February 10, 1997 - The Cooper Companies, Inc., (NYSE/PSE:COO) today announced that, subject to the approval of the Federal Trade Commission (FTC), it has agreed to acquire in the United States the Natural Touch'r' line of opaque contact lenses from Wesley-Jessen Corporation. The Company's CooperVision, Inc. subsidiary will market these products.

Natural Touch'r' products have the ability to change the appearance of the color of the eye. The proposed acquisition furthers CooperVision's strategy of providing practitioners and their patients with specialty contact lenses.

Terms of the transaction were not announced.

CooperVision, Inc., headquartered in Irvine, Calif., with additional manufacturing facilities in Huntington Beach, Calif., Rochester, N. Y., and Ontario and Quebec, Canada, markets a broad range of contact lenses for the vision care market. The Cooper Companies, Inc. and its subsidiaries develop, manufacture and market specialty healthcare products and provide psychiatric services.

NOTE: An interactive telephone system that provides stock quotes, recent press releases and financial data about the Company may be reached toll free at 1-800-334-1986. Press releases and selected financial data are also available on the World Wide Web at www.coopercos.com.

