

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 Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>ACOSTA DAVID</u> (Last) (First) (Middle) 6140 STONERIDGE MALL ROAD6140 STONERIDGE SUITE 590SUITE 590 (Street) PLEASANTON CA 94588 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>COOPER COMPANIES INC [COO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Treasurer
	3. Date of Earliest Transaction (Month/Day/Year) 03/08/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	03/05/2004	03/08/2004	M		4,000	A	\$17.55 ⁽¹⁾	4,000	D	
Common Stock	03/05/2004	03/08/2004	M		2,000	A	\$11.72 ⁽¹⁾	6,000	D	
Common Stock	03/05/2004	03/08/2004	M		4,000	A	\$13.78 ⁽¹⁾	10,000	D	
Common Stock	03/05/2004	03/08/2004	M		2,000	A	\$17.55 ⁽¹⁾	12,000	D	
Common Stock								220	I	(401(k) Plan)

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (Right to Buy)	\$17.55	03/05/2004	03/08/2004	M			4,000	01/25/1998	10/28/2007	Common Stock	4,000	\$17.55	0	D	
Employee Stock Option (Right to Buy)	\$11.72	03/05/2004	03/08/2004	M			2,000	10/01/1999	10/26/2008	Common Stock	2,000	\$11.72	0	D	
Employee Stock Option (Right to Buy)	\$13.78	03/05/2004	03/08/2004	M			4,000	05/17/2000	10/25/2009	Common Stock	4,000	\$13.78	0	D	
Employee Stock Option (Right to Buy)	\$17.55	03/05/2004	03/08/2004	M			2,000	03/27/2001	10/23/2010	Common Stock	2,000	\$17.55	2,000	D	

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

Remarks:

David Acosta

03/08/2004

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.