

| OMB APPROVAL | |
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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

| | | | | | | | | | |
|---|---------|----------|--|--|--|---|--|--|--|
| 1. Name and Address of Reporting Person* <u>Warner Gerard H III</u> | | | 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) _____ <u>President, CooperVision, Inc.</u> | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) <u>01/08/2023</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| C/O THE COOPER COMPANIES, INC. 6101 BOLLINGER CANYON ROAD, SUITE 500 | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | |
| (Street) | (City) | (State) | (Zip) | | | | | | |
| SAN RAMON CA 94583 | | | | | | | | | |

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 | 01/08/2023 | | M | | 391 | A | \$0.00 | 1,714 | D | |
| Common Stock | 01/08/2023 | | M | | 451 | A | \$0.00 | 2,165 | D | |
| Common Stock | 01/08/2023 | | M | | 385 | A | \$0.00 | 2,550 | D | |
| Common Stock | 01/08/2023 | | M | | 541 | A | \$0.00 | 3,091 | D | |
| Common Stock | 01/08/2023 | | M | | 66 | A | \$0.00 | 3,157 | D | |
| Common Stock | 01/08/2023 | | M | | 633 | A | \$0.00 | 3,790 | D | |
| Common Stock | 01/08/2023 | | F | | 345 | D | \$345.17 | 3,445 | D | |
| Common Stock | 01/08/2023 | | F | | 231 | D | \$345.17 | 3,214 | D | |
| Common Stock | 01/08/2023 | | F | | 277 | D | \$345.17 | 2,937 | D | |
| Common Stock | 01/08/2023 | | F | | 34 | D | \$345.17 | 2,903 | D | |
| Common Stock | 01/08/2023 | | F | | 200 | D | \$345.17 | 2,703 | D | |
| Common Stock | 01/08/2023 | | F | | 197 | D | \$345.17 | 2,506 | D | |

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 |
| Restricted Stock Units | \$0.00 | 01/08/2023 | | M | | 391 | | (1) | 12/12/2027 | Common Stock | 391 | \$0.00 | 0.00 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2023 | | M | | 451 | | (2) | 12/11/2028 | Common Stock | 451 | \$0.00 | 451 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2023 | | M | | 541 | | (3) | 12/10/2029 | Common Stock | 541 | \$0.00 | 1,084 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2023 | | M | | 66 | | (3) | 12/10/2029 | Common Stock | 66 | \$0.00 | 131 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2023 | | M | | 633 | | (4) | 12/08/2030 | Common Stock | 633 | \$0.00 | 1,265 | D | |
| Restricted Stock Units | \$0.00 | 01/08/2023 | | M | | 385 | | (5) | 12/07/2031 | Common Stock | 385 | \$0.00 | 1,154 | D | |

Explanation of Responses:

1. Vests 392 share(s) on 08-Jan-2019, 392 share(s) on 08-Jan-2020, 392 share(s) on 08-Jan-2021, 392 share(s) on 08-Jan-2022, 391 share(s) on 08-Jan-2023

2. Vests 452 share(s) on 08-Jan-2020, 451 share(s) on 08-Jan-2021, 452 share(s) on 08-Jan-2022, 451 share(s) on 08-Jan-2023, 451 share(s) on 08-Jan-2024
3. 20%/year over 5 years - vest date beginning on 08-Jan-2020
4. 25%/year over 4 years - Jan 8 vest date beginning on 08-Jan-2021
5. 25%/year over 4 years - Jan 8 vest date beginning on 08-Jan-2022

Remarks:

/s/ Gerard H. Warner, III

01/10/2023

** 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.