Edgar Filing: COOPER COMPANIES INC - Form 4/A

COOPER COMPANIES INC Form 4/A November 04, 2008

										08	vember 04, 2	Nove		
3 APPROVAL		CCION	COMME					C CECU		INTER	ORM 4	FC		
: 3235-0287	OMB Number:	15510IN	COMMISS	INGE				UNITED STATES SECURIT						
2008 ed average nours per	Expires: Estimated a burden hou response	Washington, D.C. 20549 F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Subject to Section 16. Form 4 or					
	on		nge Act of 19 of 1935 or So 940	y Act	npan	ding Co	tility Hol		(a) of the	Section 17	Form 5 obligations may continue <i>See</i> Instructio 1(b).			
										nses)	nt or Type Resp	Print		
	of Reporting Per	·	Issuer						1. Name and Address of Reporting Person <u>*</u> BENDER A THOMAS					
1010)	ck all applicable	(Check				ransaction	f Earliest T	3. Date of	Middle)	(First) ((Last)	(
10% Owner Other (specify		irector ficer (give t	X_ Direct Office below)				008 008	(Month/1 11/03/2	DR.,	DGE MALL	40 STONER JITE 590			
6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				4. If Amendment, Date Original Filed(Month/Day/Year) 11/04/2008					(Street)					
e Reporting	More than One Ro	i filed by M	Form file Person							, CA 94588	LEASANTON	PLE		
cially Owned	of, or Beneficial	sposed of,	cquired, Dispo	rities A	Secu	Derivative	e I - Non-l	Tab	(Zip)	(State)	(City)	(
t Indirect	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Fo y (E (I) (I) n(s)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)) 5)	(A) or of (D 4 and (A) or	Disposed (Instr. 3,	3. Transactic Code (Instr. 8)	ned n Date, if Day/Year)	Execution any	ansaction Date hth/Day/Year)		Secur		
		d 4)	Transaction(s) (Instr. 3 and 4)	Price	or (D)		Code V	class of sec	e for each	a separate line	minder: Report o	Remir		

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	erivative	(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sl
Non-employee Director Stock Option (Right to Buy)	\$ 17.09	11/03/2008		А		11,400		<u>(1)</u>	11/02/2018	Common Stock	11,

Reporting Owners

Reporting Owner Nar					
	T. S.				Other
BENDER A THOMAS 6140 STONERIDGE MALI PLEASANTON, CA 94588	Х				
Signatures					
/s/ A. Thomas Bender	11/04/2008				

**Signature of Date Reporting Person

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) NED Grant Date 11/3/08 Date Exer.: Vests when the average of the closing prices during any 30 consecutive trading days after the date of grant reaches \$18.80 or on November 3, 2013, which ever is earliest.

Remarks:

Form amended to correct the inaccurate Expiration Date as previously filed

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.