

Lindell Jody S
Form 4
April 02, 2019

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Lindell Jody S

2. Issuer Name and Ticker or Trading Symbol
COOPER COMPANIES INC [COO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6140 STONERIDGE MALL
ROAD, SUITE 590

3. Date of Earliest Transaction (Month/Day/Year)
04/01/2019

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)

PLEASANTON, CA 94588

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|--|
| | | | | (A) or (D) | Price | | | | |
| Common Stock | 04/01/2019 | | S | 2,263 | D | \$ 296.1213 (1) | 680 | I | Jody S. Lindell SEP IRA |
| Common Stock | 04/01/2019 | | S | 680 | D | \$ 296.8021 (2) | 0 | I | Jody S. Lindell SEP IRA |
| Common Stock | 04/01/2019 | | M | 437 | A | \$ 0 | 12,991 | I | Matthews-Lindell Family Trust, dated July 23, 1991 as amended and restated |

| | | | | | | | | | |
|--------------|------------|--|---|-----|---|-----------|--------|---|--|
| Common Stock | 04/02/2019 | | S | 437 | D | \$ 297.09 | 12,554 | I | Matthews-Lindell Family Trust, dated July 23, 1991 as amended and restated |
| Common Stock | | | | | | | 0 | D | |
| Common Stock | | | | | | | 6,250 | I | Jody S. Lindell Seperate Property Trust |

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units | (3) | 04/01/2019 | | A | 913 | (4) | (5) | Common Stock | 913 |
| Restricted Stock Units | (3) | 04/01/2019 | | M | 437 | (6) | (5) | Common Stock | 437 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Lindell Jody S
6140 STONERIDGE MALL ROAD
SUITE 590
PLEASANTON, CA 94588

X

Signatures

/s/ Jody S.
Lindell

04/02/2019

**Signature of
Reporting Person

Date

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).

- The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$295.4961 to \$296.4761. The reporting person undertakes to provide to The Cooper Companies, Inc., any security holder of The Cooper Companies, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnotes to this Form 4.
- (1) The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$295.4961 to \$296.4761. The reporting person undertakes to provide to The Cooper Companies, Inc., any security holder of The Cooper Companies, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnotes to this Form 4.
 - (2) The sale price represents an average of sale prices between \$296.5461 and \$297.2261.
 - (3) RSU Exercise Price: There is no exercise price associated with the grant of Restricted Stock Units.
 - (4) NED RSU Grant 4/1/19: RSUs will vest and release on the first anniversary of the date of grant 4/1/2020.
 - (5) RSU Expiration Date: This award has no expiration date. Units will either vest or be forfeit.
 - (6) NED (prorated) RSU Grant 11/15/18: RSUs will vest and release on April 1, 2019.

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

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