

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
SOUTHERN DIVISION

In re COOPER COMPANIES, INC. SECURITIES) LITIGATION) _____) This Document Relates To:) ALL ACTIONS.) _____)	Case No. SACV-06-00169-CJC(RNBx) <u>CLASS ACTION</u>
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NOTICE OF PENDENCY OF CLASS ACTION

TO: ALL PERSONS WHO PURCHASED OR OTHERWISE ACQUIRED THE COOPER COMPANIES, INC. COMMON STOCK DURING THE PERIOD JULY 28, 2004 THROUGH NOVEMBER 21, 2005, INCLUSIVE:

This Notice is given pursuant to Rule 23 of the Federal Rules of Civil Procedure and an order of the United States District Court for the Central District of California. This Notice is not an expression of any opinion by the Court as to the merits of any of the claims or defenses asserted by any party in this litigation. The purpose of this Notice is to inform you of the pendency of this lawsuit, how it might affect your rights and what steps you may take in relation to it.

A plaintiff class has been certified by the Court in this case consisting of all persons or entities who purchased or otherwise acquired the common stock of The Cooper Companies, Inc. ("Cooper") during the period from July 28, 2004 through November 21, 2005, inclusive (the "Class Period"), excluding the defendants herein, members of the immediate family of the defendants, any entity in which any defendant has a controlling interest and the legal affiliates, representatives, heirs, controlling persons, successors and predecessors in interest or assigns of any such excluded party.

If you or someone acting on your behalf purchased Cooper stock during the Class Period, you are or may be a member of the Class. You may be entitled to participate in any benefits that may eventually be obtained for the Class as a result of this lawsuit.

This notice provides a summary of the lawsuit, describes who is eligible to be included in the Class and the effect of participating in this class action, and explains how to request exclusion from the Class.

I. DESCRIPTION OF THE LAWSUIT

This is a securities class action against Cooper and certain current and former Cooper officers (the "Individual Defendants") for alleged violations of the Federal Securities laws during the Class Period.

Most of Cooper's earnings comes from its CooperVision, Inc. ("CooperVision") business unit which manufactures and sells contact lenses throughout the world. Cooper's common stock trades on the New York Stock Exchange ("NYSE") under the symbol "COO."

Plaintiffs' Amended Consolidated Complaint for Violation of the Securities Exchange Act of 1934 (the "Complaint") alleges that Cooper and the Individual Defendants made a number of false and misleading statements during the Class Period related to the January 6, 2005 merger between Cooper and Ocular Sciences, Inc. ("Ocular") and Cooper's CooperVision business unit. The allegedly false statements include statements concerning the impact silicone hydrogel contact lenses were having in the contact lens industry, the amount of Ocular's Biomedics product line that was in the trade channels, and the integration of the two companies following the merger. The Complaint alleges that, as a result, investors who purchased or acquired Cooper common stock during the Class Period bought or acquired such securities at artificially-inflated prices.

Beginning in February 2006, a number of class action lawsuits were filed against Cooper and certain individuals by current or former Cooper stockholders alleging violations of the federal securities laws. The cases were consolidated before the Honorable Cormac J. Carney in the United States District Court, Central District of California, Southern Division, and the case is presently styled *In re Cooper Companies, Inc. Securities Litigation*, No. SACV-06-00169-CJC (RNBx) (the "Litigation"). By an order dated May 16, 2006, the Court appointed UNITE HERE National Retirement Fund, Wayne County Employees' Retirement System and United Food & Commercial Workers Union Local 880 – Retail Food Employers Joint Pension Fund as "Lead Plaintiffs" pursuant to the requirements of the Private Securities Litigation Reform Act of 1995. The Lead Plaintiffs seek to recover money and other relief for the Class.

On October 23, 2007, the Court granted in part and denied in part defendants' motions to dismiss. On November 28, 2007, ruling on a motion for reconsideration, the Court dismissed plaintiffs' claims against John D. Fruth. On April 8, 2008, ruling on a motion for judgment on the pleadings, the Court dismissed plaintiffs' claims against Seven Neil. Thereafter, the remaining defendants filed answers denying all material allegations of plaintiffs' Complaint and have asserted defenses

thereto. The Court has made no rulings on the merits of plaintiffs' allegations or on defendants' denials and defenses. Litigation is ongoing and the Court set a February 17, 2010 trial date.

Complete copies of the pleadings, orders and other documents filed in this Litigation may be examined and copied at any time during regular office hours at the office of the **Clerk of the Court, United States District Court for the Central District of California, Southern Division, 411 West Fourth Street, Santa Ana, California 92701, under Case No. SACV-06-00169-CJC (RNBx).**

II. CLASS DEFINITION

On January 6, 2009, the Court entered an order certifying a Class and appointing the Lead Plaintiffs as the class representatives. The plaintiff Class is defined as follows:

All persons or entities who purchased or otherwise acquired the common stock of The Cooper Companies, Inc. during the period from July 28, 2004 through November 21, 2005, inclusive (the "Class Period"), excluding the defendants herein, members of the immediate family of the defendants, any entity in which any defendant has a controlling interest and the legal affiliates, representatives, heirs, controlling persons, successors and predecessors in interest or assigns of any such excluded party.

III. RIGHTS OF CLASS MEMBER

A. Remaining a Class Member

This notice is sent to you in the belief that you may be a Class member in this Litigation; however, mere receipt of the Notice should not be construed to indicate that a determination has been made that you are a member of the Class. To remain a Class member, you are not required to do anything. If you remain a Class member you will be bound by any judgment in this Litigation, whether it is favorable or unfavorable. If you choose to remain a Class member, you may not pursue a lawsuit on your own with regard to any of the claims asserted or issues decided in this Litigation. As a Class member, you will be represented by plaintiffs' counsel. You will not be charged a fee for the services of Class counsel. However, if the case results in a recovery, Class counsel will apply to the Court to be paid some portion of whatever they recover for you and other Class members. The amount of any fee and expense award will ultimately be determined by the Court.

B. Exclusion from the Class

If you want to be excluded from the Class, you must state your request in writing (including your full name and address) and sign your name. If you are signing on behalf of a Class member (such as an estate, corporation or partnership), please indicate your full name and the basis of your authority. Your request for exclusion must be mailed to;

**The Cooper Companies, Inc. Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 8040
San Rafael, CA 94912-8040**

To be effective, your request for exclusion must be signed by you, state that you wish to be excluded, set forth your full name and address and be postmarked no later than December 14, 2009. Facsimile and e-mail requests for exclusion are not acceptable. Requests for exclusion that do not comply with the above requirements will be invalid.

Do not request exclusion if you wish to be a Class member in this lawsuit. If you do properly exclude yourself from the Class, you will not be bound by any judgment in this Litigation, but you will also not be entitled to share any recovery that may result from it. If you properly request exclusion, you will be entitled to pursue any individual lawsuit, claim or remedy which you may have, at your own expense.

IV. SECURITIES BROKERS AND NOMINEES

Nominees who purchased or otherwise acquired Cooper common stock during the Class Period for the beneficial ownership of another are requested to send this Notice to all such beneficial owners no later than ten days after receipt of this Notice. Additional copies of this Notice will be provided to such nominees upon written request sent to:

**The Cooper Companies, Inc. Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 8040
San Rafael, CA 94912-8040**

In the alternative, nominees are requested to send a list of the names and addresses of such beneficial owners to Gilardi & Co. LLC at the above address. Gilardi & Co. LLC will thereafter mail copies of this Notice directly to all such beneficial owners. Plaintiffs' counsel offers to prepay the reasonable costs of preparing a list of the names and addresses of such beneficial owners or of forwarding this Notice to beneficial owners in those cases where a nominee elects to forward notice, rather than provide a list of names and addresses to Gilardi & Co. LLC.

V. CLASS COUNSEL

The Court appointed the law firm of **Coughlin Stoia Geller Rudman & Robbins LLP** as Lead Counsel for the Class. If you have any questions concerning the matter raised in this Notice, you may address them in writing to:

X. Jay Alvarez
Coughlin Stoia Geller Rudman & Robbins LLP
655 West Broadway, Suite 1900
San Diego, CA 92101

VI. CLAIMS ADMINISTRATOR

If you have any corrections or changes of name or address, you may address them in writing to:

The Cooper Companies, Inc. Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 8040
San Rafael, CA 94912-8040

PLEASE DO NOT TELEPHONE OR CONTACT THE COURT OR CLERK OF THE COURT REGARDING THIS NOTICE.

DATED: October 13, 2009

BY ORDER OF THE UNITED STATES DISTRICT COURT, CENTRAL DISTRICT OF CALIFORNIA, SOUTHERN DIVISION

**The Cooper Companies, Inc. Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 8040
San Rafael, CA 94912-8040**

Important Legal Document.

COOPER