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COOPER INDUSTRIES INC

Form 8-K

August 09, 2001

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SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF

THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) August 8, 2001

Cooper Industries, Inc.

(Exact Name of Registrant as Specified in its Charter)

Ohio

(State or Other Jurisdiction of Incorporation)

1-1175

(Commission File Number)

31-4156620

(IRS Employer Identification No.)

600 Travis, Suite 5800, Houston, Texas

(Address of Principal Executive Offices)

77002

(Zip Code)

713/209-8400

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

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Item 5. Other Events

On August 8, 2001, Cooper Industries, Inc. (the "Company") issued the press release attached hereto as Exhibit 99.1 and held a conference call to discuss the content of the press release with investors, the news media and others.

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Item 7. Financial Statements and Exhibits.

Exhibits

- 99.1 Company press release dated August 8, 2001 titled "Cooper Industries Board of Directors Rejects Danaher's Unsolicited, Inadequate and Conditional Proposal - Authorizes Exploration of Strategic Alternatives - Postpones Special Shareholder Meeting"
- 99.2 Script of Company conference call held August 8, 2001

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COOPER INDUSTRIES, INC.
(Registrant)

Date: August 9, 2001

/s/ Terrance V. Helz

Terrance V. Helz
Associate General Counsel and
Secretary

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EXHIBIT INDEX

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