

Table of Contents

- 4 3 Form of Indenture dated as of January 15, 1990, between Cooper and The Chase Manhattan Bank (National Association), as Trustee (incorporated herein by reference to Exhibit 4(a) to Cooper's Registration Statement on Form S-3, Registration No 33-33011)
- 4 4 First Supplemental Indenture dated as of May 15, 2002 between Cooper Industries, Inc and JP Morgan Chase Bank, as successor Trustee to The Chase Manhattan Bank (National Association) (incorporated herein by reference to Exhibit 4 3 to Cooper's Form 10-Q for the quarter ended June 30, 2002)
- 4 5 Second Supplemental Indenture dated as of June 21, 2002 among Cooper Industries, Inc , Cooper Industries, Ltd and JP Morgan Chase Bank, as Trustee (incorporated herein by reference to Exhibit 4 4 to Cooper's Form 10-Q for the quarter ended June 30, 2002)
- 4 6 Third Supplemental Indenture dated as of October 28, 2002 among Cooper Industries, Inc , Cooper Industries, Ltd and JP Morgan Chase Bank, as Trustee (incorporated herein by reference to Exhibit 4 1 to Cooper's Form 10-Q for the quarter ended September 30, 2002)
- 10 1 Cooper Industries, Inc Directors Deferred Compensation Plan (incorporated by reference to Exhibit 10 2 to Cooper's Form 10-K for the year ended December 31, 1997)
- 10 2 Cooper Industries, Inc Directors Retirement Plan (incorporated by reference to Exhibit 10 3 to Cooper's Form 10-K for the year ended December 31, 1997)
- 10 3 Cooper Industries, Inc Executive Restricted Stock Incentive Plan (incorporated by reference to Exhibit 10 4 to Cooper's Form 10-K for the year ended December 31, 1997)
- 10 4 First Amendment to Cooper Industries, Inc Executive Restricted Stock Incentive Plan (incorporated by reference to Exhibit 10 4 to Cooper's Form 10-K for the year ended December 31, 2003)
- 10 5 Cooper Industries, Inc Supplemental Excess Defined Benefit Plan (August 1, 1998 Restatement) (incorporated by reference to Exhibit 10(iii) to Cooper's Form 10-Q for the quarter ended September 30, 1998)
- 10 6 First Amendment to Cooper Industries, Inc Supplemental Excess Defined Benefit Plan (August 1, 1998 Restatement) (incorporated by reference to Exhibit 10 6 to Cooper's Form 10-K for the year ended December 31, 2003)
- 10 7 Cooper Industries, Inc Supplemental Excess Defined Contribution Plan (August 1, 1998 Restatement) (incorporated by reference to Exhibit 10(iv) to Cooper's Form 10-Q for the quarter ended September 30, 1998)
- 10 8 First, Second and Third Amendments to Cooper Industries, Inc Supplemental Excess Defined Contribution Plan (August 1, 1998 Restatement) (incorporated by reference to Exhibit 10 8 to Cooper's Form 10-K for the year ended December 31, 2003)
- 10 9 Management Incentive Compensation Deferral Plan (incorporated by reference to Exhibit 10 7 to Cooper's Form 10-K for the year ended December 31, 1997)
- 10 10 Third and Fourth Amendments to Management Incentive Compensation Deferral Plan (incorporated by reference to Exhibit 10 10 to Cooper's Form 10-K for the year ended December 31, 2003)