Unless the context requıres otherwıse, references to "we," "us" or "our" refer collectıvely to Cooper Industrıes, Ltd (a Bermuda company) and ıts consolıdated subsıdıarıes, ıncludıng Cooper Industrıes, Inc , the Ohıo corporatıon that untıl May 22, 2002 was the parent corporatıon for all hıstorıcal operatıons

ABOUT THIS PROSPECTUS SUPPLEMENT

Thıs prospectus supplement contaıns the terms of thıs offerıng of notes Thıs prospectus supplement may add, update or change ınformatıon contaıned or ıncorporated by reference ın the accompanyıng prospectus If the ınformatıon ın thıs prospectus supplement ıs ınconsıstent wıth the ınformatıon contaıned or ıncorporated by reference ın the accompanyıng prospectus, the ınformatıon ın thıs prospectus supplement wıll apply and wıll supersede that ınformatıon contaıned or ıncorporated by reference ın the accompanyıng prospectus

ABOUT COOPER INDUSTRIES, LTD.

We are a dıversıfied, worldwıde manufacturıng company doıng busıness ın two busıness segments Electrıcal Products and Tools & Hardware We make products that dıstrıbute and control electrıcıty, provıde cırcuıt protectıon, ıllumınate facılıtıes, support electronıc and telecommunıcatıons components and offer fire and securıty detectıon We also make a wıde varıety of power tools, hand tools and accessorıes We have over 100 manufacturıng facılıtıes and nearly 30,000 employees ın the Unıted States and more than 20 foreıgn countrıes Our prıncıpal offices are located at 600 Travıs, Suıte 5800, Houston, Texas 77002.

RECENT DEVELOPMENTS

On October 22, 2002, we reported our results from operatıons for the 2002 thırd quarter and nıne-month perıods

	Three Months Ended September 30, 2002	Three Months Ended September 30, 2001	Nine M Ended Sept 2002
	(unaudited) (in mıllıons, except per share dat		
Revenues . . .	$ 999 3	$ 1,051.8	$ 2,975 5
Net ıncome	$ 63.2	$ 74 3	$ 185 9
Net ıncome per common share (diluted)	$ 0.68	$ 0 78	$ 1.98

Revenues for the 2002 thırd quarter were $999 3 mıllıon, compared wıth $1 05 bıllıon for the same perıod last year Thıs decrease in revenue was prımarıly a result of contınued weak demand ın varıous markets served by our products Operatıng earnıngs for the 2002 thırd quarter were $102.5 mıllıon, //