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PROSPECTUS SUPPLEMENT Filed Pursuant to Rule 424(b)(2)
(To Prospectus Dated September 19, 2002) Registration Nos. 333-75475
and 333-99581

[COOPER INDUSTRIES LOGO]

$275,000,000
COOPER INDUSTRIES, INC.
(GUARANTEED BY COOPER INDUSTRIES, LTD)

5.50% SENIOR NOTES DUE 2009

The notes will bear interest at the rate of 5 50% per year Interest on the notes is payable on May 1 and November 1 of each year, beginning on May 1, 2003 The notes will mature on November 1, 2009 We cannot redeem the notes prior to their maturity except in the case of a specified tax event The notes do not provide for a sinking fund

The notes will be senior unsecured obligations and will rank equally with all of our other existing and future senior unsecured indebtedness The notes will be fully and unconditionally guaranteed on a senior unsecured basis by Cooper Industries, Ltd If we fail to make payments on the notes, the guarantor must make them instead

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Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus supplement or the related prospectus is truthful or complete Any representation to the contrary is a criminal offense

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	PER SENIOR NOTE	1
Public Offering Price	99 449%	$27:
Underwriting Discount	0 625%	$ 1
Proceeds to Cooper Industries, Inc. (before expenses)	98 824%	$271

Interest on the notes will accrue from October 28, 2002 to date of delivery

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We expect that delivery of the notes will be made to purchasers through the book-entry delivery system of The Depository Trust Company on or about October 28, 2002

Joint Book-Running Managers

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