

CABOT MICROELECTRONICS CORP  
 Form 4  
 August 05, 2013

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Li David H

(Last) (First) (Middle)

C/O CABOT  
 MICROELECTRONICS  
 CORPORATION, 870 COMMONS  
 DRIVE

(Street)

AURORA, IL 60504

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 CABOT MICROELECTRONICS  
 CORP [CCMP]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 08/02/2013

4. If Amendment, Date Original Filed  
 (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 VP, Asia Pacific Region

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	08/02/2013		M	1,813 A \$ 26.05	18,217.4951	D	
Common Stock	08/02/2013		S <sup>(1)</sup>	1,813 D \$ 36.1478	16,404.4951	D	
Common Stock	08/02/2013		M	8,196 A \$ 16	24,600.4951	D	
Common Stock	08/02/2013		S <sup>(1)</sup>	8,196 D \$ 36.1478	16,404.4951	D	

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Common Stock	08/02/2013	M	6,746	A	\$ 21.45	23,150.4951	D
Common Stock	08/02/2013	<u>S(1)</u>	6,746	D	\$ 36.1478	16,404.4951	D
Common Stock	08/02/2013	M	2,611	A	\$ 33.72	19,015.4951	D
Common Stock	08/02/2013	<u>S(1)</u>	2,611	D	\$ 36.1478	16,404.4951	D
Common Stock	08/02/2013	M	4,206	A	\$ 25.79	20,610.4951	D
Common Stock	08/02/2013	<u>S(1)</u>	4,206	D	\$ 36.1478	16,404.4951	D
Common Stock	08/02/2013	M	6,310	A	\$ 27.94	22,714.4951	D
Common Stock	08/02/2013	<u>S(1)</u>	6,310	D	\$ 36.1478	16,404.4951	D
Common Stock	08/02/2013	M	6,746	A	\$ 28.62	23,150.4951	D
Common Stock	08/02/2013	<u>S(1)</u>	6,746	D	\$ 36.1478	16,404.4951	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to	\$ 26.05	08/02/2013		M	1,813	12/10/2005 <sup>(2)</sup>	12/10/2014	Common Stock	1,813

Buy)									
Stock Options (Right to Buy)	\$ 16	08/02/2013	M	8,196	12/01/2009 <sup>(3)</sup>	12/01/2018	Common Stock	8,196	
Stock Options (Right to Buy)	\$ 21.45	08/02/2013	M	6,746	12/01/2010 <sup>(4)</sup>	12/01/2019	Common Stock	6,746	
Stock Options (Right to Buy)	\$ 33.72	08/02/2013	M	2,611	12/11/2004 <sup>(5)</sup>	12/11/2013	Common Stock	2,611	
Stock Options (Right to Buy)	\$ 25.79	08/02/2013	M	4,206	11/30/2008 <sup>(6)</sup>	11/30/2017	Common Stock	4,206	
Stock Options (Right to Buy)	\$ 27.94	08/02/2013	M	6,310	12/01/2012 <sup>(7)</sup>	12/01/2021	Common Stock	6,310	
Stock Options (Right to Buy)	\$ 28.62	08/02/2013	M	6,746	12/01/2011 <sup>(8)</sup>	12/01/2020	Common Stock	6,746	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Li David H C/O CABOT MICROELECTRONICS CORPORATION 870 COMMONS DRIVE AURORA, IL 60504			VP, Asia Pacific Region	

## Signatures

/s/ H. Carol Bernstein (Power of Attorney) 08/05/2013

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Sale to cover exercise price of, and taxes related to, exercise of stock options.

(2) Vesting Schedule: 25% 12/10/05, 25% 12/10/06, 25% 12/10/07, 25% 12/10/08.

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- (3) 2008 Stock Option Grant Award Vesting Schedule: 25% 12/1/2009, 25% 12/1/2010, 25% 12/1/2011, 25% 12/1/2012
- (4) 2009 (FY10) Non-Qualified Stock Option Grant Vesting Schedule: 25% 12/1/2010, 25% 12/1/2011, 25% 12/1/2012, 25% 12/1/2013
- (5) Stock options subject to this grant were fully vested as of 9/1/2005.
- (6) Vesting Schedule: 25% 11/30/08, 25% 11/30/09, 25% 11/30/10, 25% 11/30/11
- (7) 2011 (FY12) Non-Qualified Stock Option Grant Vesting Schedule: 25% 12/1/2012, 25% 12/1/2013, 25% 12/1/2014, 25% 12/1/2015.
- (8) 2010 (FY11) Non-Qualified Stock Option Grant Vesting Schedule: 25% 12/1/2011, 25% 12/1/2012, 25% 12/1/2013, 25% 12/1/2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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