

CABOT MICROELECTRONICS CORP
Form 8-K
October 12, 2006

**UNITED STATES
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):
October 12, 2006

Cabot Microelectronics Corporation
(Exact name of registrant as specified in its charter)

| | | |
|------------------------------------------------------------------|------------------------------------------|------------------------------------------------|
| Delaware (State or other jurisdiction of incorporation) | 000-30205 (Commission File Number) | 36-4324765 (IRS Employer Identification) |
|------------------------------------------------------------------|------------------------------------------|------------------------------------------------|

| | |
|---------------------------------------------------------------------------------------|---------------------|
| 870 Commons Drive, Aurora, Illinois (Address of principal executive offices) | 60504 (Zip Code) |
|---------------------------------------------------------------------------------------|---------------------|

(630) 375-6631
(Registrant's telephone number,
including area code)

Not applicable
(Former name or former
address, if changed since last
report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 2.02 Results of Operations and Financial Condition.

On October 12, 2006, Cabot Microelectronics Corporation issued a press release entitled "Cabot Microelectronics Updates Outlook for Fourth Fiscal Quarter 2006 - Revises Fourth Quarter Gross Profit Guidance Due to Asset Write-off and Accounting for Recent Acquisitions - Revenue of \$86 - \$87 Million Expected As Pricing Environment Remains Stable," a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference. The press release includes cautionary statements identifying important factors that could cause actual results to differ materially from those described by any forward-looking statements.

This information is being furnished pursuant to Item 2.02 of Form 8-K and shall not be deemed "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

The following exhibit is being furnished, not filed, herewith pursuant to Item 2.02 of Form 8-K:

99.1 Press release, dated October 12, 2006, entitled "Cabot Microelectronics Updates Outlook for Fourth Fiscal Quarter 2006 - Revises Fourth Quarter Gross Profit Guidance Due to Asset Write-off and Accounting for Recent Acquisitions - Revenue of \$86 - \$87 Million Expected As Pricing Environment Remains Stable."

SIGNATURE

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.

CABOT MICROELECTRONICS CORPORATION

Date: October 12, 2006

By:

/s/ WILLIAM S. JOHNSON
William S. Johnson
Vice President and Chief Financial
Officer

INDEX TO EXHIBITS

| Exhibit Number | Title |
|-------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
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