#### Edgar Filing: CABOT MICROELECTRONICS CORP - Form 4

#### CABOT MICROELECTRONICS CORP

Form 4 May 28, 2013

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

3235-0287 Number:

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burden hours per 0.5

Estimated average response...

Vice President, CFO

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading JOHNSON WILLIAM S Issuer Symbol **CABOT MICROELECTRONICS** (Check all applicable) CORP [CCMP]

05/24/2013

10% Owner 3. Date of Earliest Transaction Director Other (specify X\_ Officer (give title (Month/Day/Year) below)

C/O CABOT **MICROELECTRONICS** CORPORATION, 870 COMMONS **DRIVE** 

(Street)

(State)

(First)

(Middle)

(Zip)

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

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

AURORA, IL 60504

(City)

						,,		•
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if				5. Amount of Securities	6. Ownership	7. Nature of Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and 3	5)	Beneficially	Form:	Beneficial
, , , ,		(Month/Day/Year)	(Instr. 8)	`	ĺ	Owned	Direct (D)	Ownership
		• • • • • • • • • • • • • • • • • • • •	, ,			Following	or Indirect	(Instr. 4)
						Reported	(I)	,
				(A)		Transaction(s)	(Instr. 4)	
				or		(Instr. 3 and 4)		
			Code V	Amount (D)	Price	· ·		
Common Stock	05/24/2013		M	29,450 A	\$ 33.72	96,280.065	D	
Common Stock	05/24/2013		S <u>(1)</u>	29,450 D	\$ 35.6198	66,830.065	D	

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

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number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisab	le and	7. Title and A	Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		<b>Underlying Securities</b>	
Security	or Exercise		any	Code	Securities	(Month/Day/Year	·)	(Instr. 3 and	4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
	Derivative				or Disposed of				
	Security				(D)				
				(Instr. 3, 4,					
				and 5)					
						Date Exercisable	Expiration Date	Title	Amount or Number
				Code V	(A) (D)		Date		of Share
Stock Options	¢ 22.72	05/24/2012		3.4	20.450	12/11/2004(2)	12/11/2012	Common	20. 450
(Right to Buy)	\$ 33.72	05/24/2013		M	29,450	12/11/2004(2)	12/11/2013	Stock	29,450

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

JOHNSON WILLIAM S C/O CABOT MICROELECTRONICS CORPORATION 870 COMMONS DRIVE AURORA, IL 60504

Vice President, CFO

### **Signatures**

/s/ H. Carol Bernstein (Power of Attorney)

05/28/2013

Date

\*\*Signature of Reporting Person

## **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.
- Pursuant to Second Amended and Restated Equity Incentive Plan (EIP) and Compensation Committee action 9/27/04, grant agreement amended to provide that Vesting Schedule is: 25% on 12/11/04 75% on 9/1/05

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2