

CABOT MICROELECTRONICS CORP  
 Form 4/A  
 September 09, 2013

**FORM 4**

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

OMB APPROVAL

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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 \*  
 SMITH STEPHEN R

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 C/O CABOT MICROELECTRONICS CORPORATION, 870 COMMONS DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
 09/03/2013

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ 10% Owner  
 \_\_\_\_\_ Other (specify below)  
 VP, Marketing

(Street)  
 AURORA, IL 60504

4. If Amendment, Date Original Filed (Month/Day/Year)  
 09/04/2013

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

(City) (State) (Zip)

**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 (A) or (D) Price			
Common Stock	09/03/2013		M	5,110 A \$ 26.05	24,982	D	
Common Stock	09/03/2013		S(1)	5,110 D \$ 36.6153	19,872	D	
Common Stock	09/04/2013		M	7,880 A \$ 26.05	27,752	D	
Common Stock	09/04/2013		S(1)(2)	7,880 D \$ 36.4502	19,872	D	

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Common Stock	09/04/2013	M	8,704	A	\$ 21.77	28,576	D
Common Stock	09/04/2013	S <sup>(1)</sup>	8,704	D	\$ 36.4502	19,872	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)	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 26.05	09/03/2013		M	5,110	12/10/2005 <sup>(3)</sup> 12/10/2014	Common Stock	5,110
Stock Options (Right to Buy)	\$ 26.05	09/04/2013		M	7,880	12/10/2005 <sup>(3)</sup> 12/10/2014	Common Stock	7,880
Stock Options (Right to Buy)	\$ 21.77	09/04/2013		M	8,704	12/01/2007 <sup>(4)</sup> 12/01/2016	Common Stock	8,704

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

SMITH STEPHEN R  
C/O CABOT MICROELECTRONICS CORPORATION  
870 COMMONS DRIVE

VP, Marketing

AURORA, IL 60504

## Signatures

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

09/05/2013

\_\_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) This Form 4A is being filed to correct the typographical error of "\$36.502" in the original Form 4 filing rather than the actual price of "\$36.4502" reflected herein.
- (3) Vesting Schedule: 25% 12/10/05 25% 12/10/06 25% 12/10/07 25% 12/10/08
- (4) 2006 Stock Option Grant Award Vesting Schedule: 25% 12/1/07, 25% 12/1/08, 25% 12/1/09, 25% 12/1/10

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.