

FULLER H LAURANCE
Form 4
December 16, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
FULLER H LAURANCE

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)

3. Date of Earliest Transaction (Month/Day/Year)
12/15/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O CABOT MICROELECTRONICS CORPORATION, 870 COMMONS DRIVE

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

AURORA, IL 60504

(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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					7,000	D	

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

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SEC 1474 (9-02)

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number of Shares
Phantom Stock	\$ 27.45					07/21/2004 07/21/2004	Common Stock 36.
Phantom Stock	\$ 28.05					06/14/2004 06/14/2004	Common Stock 71.
Phantom Stock	\$ 28.3					09/27/2005 09/27/2005	Common Stock 212
Phantom Stock	\$ 28.57					08/09/2005 08/09/2005	Common Stock 52.
Phantom Stock	\$ 28.72					05/05/2005 05/05/2005	Common Stock 52.
Phantom Stock	\$ 30.43					01/29/2005 01/29/2005	Common Stock 32.
Phantom Stock	\$ 30.81					06/13/2005 06/13/2005	Common Stock 146
Phantom Stock	\$ 31.44					12/06/2005 12/06/2005	Common Stock 190
Phantom Stock	\$ 32.02					03/08/2005 03/08/2005	Common Stock 1,54
Phantom Stock	\$ 34.3					09/28/2004 09/28/2004	Common Stock 87.
Phantom Stock	\$ 34.39					08/23/2004 08/23/2004	Common Stock 29.
Phantom Stock	\$ 37.8					11/29/2004 11/29/2004	Common Stock 26
Phantom Stock	\$ 39.18					12/07/2004 12/07/2004	Common Stock 76.
Phantom Stock	\$ 42.44					03/09/2004 03/09/2004	Common Stock 518
Phantom Stock	\$ 50.1					12/08/2003 12/08/2003	Common Stock 59.
Phantom Stock	\$ 50.95					06/17/2003 06/17/2003	Common Stock 1,23

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Phantom Stock	\$ 52.5					11/05/2003	11/05/2003	Common Stock	19.
Phantom Stock	\$ 55.37					11/03/2003	11/03/2003	Common Stock	162
Phantom Stock	\$ 59.05					09/24/2003	09/24/2003	Common Stock	50.
Phantom Stock	\$ 91.6031					07/22/2005	07/22/2005	Common Stock	91.
Phantom Stock	\$ 29.21	12/15/2005	J ⁽¹⁾	51.3523		12/15/2005	12/15/2005 ⁽²⁾	Common Stock	51.
Stock Options (Right to buy)	\$ 32.02					03/08/2006	03/08/2015	Common Stock	10
Stock Options (Right to buy)	\$ 38.34					03/11/2004	03/11/2013	Common Stock	7.
Stock Options (Right to buy)	\$ 42.44					03/09/2005	03/09/2014	Common Stock	10
Stock Options (Right to buy)	\$ 45.49					06/17/2002	06/17/2012	Common Stock	22

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
FULLER H LAURANCE C/O CABOT MICROELECTRONICS CORPORATION 870 COMMONS DRIVE AURORA, IL 60504	X

Signatures

H. Carol Bernstein (Power of Attorney) 12/16/2005

__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).

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(2) Rights to acquire shares pursuant to Directors' Deferred Compensation Plan are already earned.

(1) Rights to acquire shares pursuant to Directors' Deferred Compensation Plan adopted March 12, 2001 as amended June 17, 2003.

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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