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CABOT MICROELECTRONICS CORP

Form 4

December 02, 2013

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

OMB Number:

Expires:

3235-0287 January 31,

0.5

Check this box if no longer

subject to Section 16. Form 4 or

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

2005 Estimated average burden hours per

OMB APPROVAL

response...

Form 5 obligations may continue.

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading ECKSTEIN BERNSTEIN H Issuer Symbol **CAROL** CABOT MICROELECTRONICS CORP [CCMP] (Last) (First) (Middle) 3. Date of Earliest Transaction Director (Month/Day/Year) below) C/O CABOT 11/27/2013 VP, Sec & General Counsel **MICROELECTRONICS**

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner X_ Officer (give title Other (specify

6. Individual or Joint/Group Filing(Check

CORPORATION, 870 COMMONS

(Street)

DRIVE

4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

AURORA, IL 60504

(City) (State) (Zip)

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

1.Title of	f 2. Transaction Date	2A. Deemed	3.	4. Securit	ies Ac	quired (A)	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactionr Disposed of (D)			Securities	Ownership	Indirect	
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)	8)			Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(4)		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			C + V		or	ъ.	(Instr. 3 and 4)		
~			Code V	Amount	(D)	Price			
Commo	on 11/27/2013		$S_{-}^{(1)}$	32,133	D	\$	40,678.621	D	
Stock	11/2//2013		<u> </u>	32,133	ע	44.9172	10,070.021	Ъ	
a									
Commo	on 11/27/2013		M	32,133	Α	\$ 21.77	72,811.621	D	
Stock	11,2,72015		141	32,133	. 1	Ψ 21.//	72,011.021		

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.		2.	3. Transaction Date 3A. Deemed		4. 5. Number of		mber of	Date Exercisab	7. Title and Amount o		
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactiorDerivative		Expiration Date		Underlying Securities		
	Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)		
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Instr. 8) Acquired (A)					
		Derivative				or Dis	sposed of				
		Security				(D)					
					(Instr. 3, 4,						
					and 5)						
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
	C41-										
	Stock Options (Right to	\$ 21.77	11/27/2013		M		32,133	12/01/2007(2)	12/01/2016	Common Stock	32,133

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

ECKSTEIN BERNSTEIN H CAROL C/O CABOT MICROELECTRONICS CORPORATION 870 COMMONS DRIVE AURORA, IL 60504

VP, Sec & General Counsel

Signatures

Buy)

/s/ H. Carol Bernstein 12/02/2013

**Signature of Date
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.
- (2) 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.

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