

FULLER H LAURANCE
Form 4
November 30, 2004

FORM 4

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

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

OMB APPROVAL

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(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)
11/29/2004

☒ 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| Common Stock | | | Code | V Amount (D) Price | 7,000 | D | |

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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 Securities (Instr. 3 and 4) | | | |
|---|---|---|---|---|--|--|-----|---|---------------------------|-----------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Stock Options (Right to buy) | \$ 38.34 | | | | | | | 03/11/2004 | 03/11/2013 | Common Stock | 7,5 |
| Stock Options (Right to buy) | \$ 42.44 | | | | | | | 03/09/2005 | 03/09/2014 | Common Stock | 10,0 |
| Stock Options (Right to buy) | \$ 45.49 | | | | | | | 06/17/2003 | 06/17/2012 | Common Stock | 22,5 |
| Phantom Stock | \$ 27.45 | | | | | | | 07/21/2004 | 07/21/2004 | Common Stock | 36.4 |
| Phantom Stock | \$ 28.05 | | | | | | | 06/14/2004 | 06/14/2004 | Common Stock | 71.3 |
| Phantom Stock | \$ 34.3 | | | | | | | 09/28/2004 | 09/28/2004 | Common Stock | 87.4 |
| Phantom Stock | \$ 34.39 | | | | | | | 08/23/2004 | 08/23/2004 | Common Stock | 29.0 |
| Phantom Stock | \$ 37.8 | 11/29/2004 | | J ⁽¹⁾ | | 26.455 | | 11/29/2004 | 11/29/2004 ⁽²⁾ | Common Stock | 26.4 |
| Phantom Stock | \$ 42.44 | | | | | | | 03/09/2004 | 03/09/2004 | Common Stock | 518.3 |
| Phantom Stock | \$ 50.1 | | | | | | | 12/08/2003 | 12/08/2003 | Common Stock | 59.8 |
| Phantom Stock | \$ 50.95 | | | | | | | 06/17/2003 | 06/17/2003 | Common Stock | 1,233 |
| Phantom Stock | \$ 52.5 | | | | | | | 11/05/2003 | 11/05/2003 | Common Stock | 19.0 |
| Phantom Stock | \$ 55.37 | | | | | | | 11/03/2003 | 11/03/2003 | Common Stock | 162.5 |

Phantom
Stock \$ 59.05

09/24/2003 09/24/2003

Common
Stock 50.8

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 11/30/2004

__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) Rights to acquire shares pursuant to Directors' Deferred Compensation Plan adopted March 12, 2001 as amended June 17, 2003.
- (2) Rights to acquire shares pursuant to Directors' Deferred Compensation Plan are already earned.

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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