

CABOT MICROELECTRONICS CORP
 Form 4
 November 12, 2004

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 *
ENRIQUEZ CABOT JUAN

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)
 11/12/2004

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	11/12/2004		M			20,000	A	\$ 20	32,959	D	
Common Stock	11/12/2004		S			20,000	D	\$ 40.1975	12,959	D	
Common Stock									1,222	I	Wife
Common Stock									588	I	Daughter

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Common Stock 60,582 I Trust

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

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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 of Number of Shares
Stock Options (Right to buy)	\$ 20	11/12/2004		M	20,000	04/04/2000 04/04/2005	Common Stock 20,000
Stock Options (Right to buy)	\$ 38.34					03/11/2004 03/11/2013	Common Stock 7,500
Stock Options (Right to buy)	\$ 42.44					03/09/2005 03/09/2014	Common Stock 10,000
Stock Options (Right to buy)	\$ 46.875					03/13/2002 03/13/2008	Common Stock 7,500
Stock Options (Right to buy)	\$ 65.73					03/12/2003 03/12/2012	Common Stock 7,500
Phantom Stock	\$ 27.45					07/21/2004 07/21/2004	Common Stock 36,429
Phantom Stock	\$ 28.05					06/14/2004 06/14/2004	Common Stock 71,301
	\$ 34.3					09/28/2004 09/28/2004	87,463

Phantom Stock				Common Stock	
Phantom Stock	\$ 34.39	08/23/2004	08/23/2004	Common Stock	29.078
Phantom Stock	\$ 36.5	10/06/2004	10/06/2004	Common Stock	27.397
Phantom Stock	\$ 42.44	03/09/2004	03/09/2004	Common Stock	541.94
Phantom Stock	\$ 50.1	12/08/2003	12/08/2003	Common Stock	59.880
Phantom Stock	\$ 50.95	06/17/2003	06/17/2003	Common Stock	1,554.30
Phantom Stock	\$ 52.5	11/05/2003	11/05/2003	Common Stock	19.047
Phantom Stock	\$ 55.37	11/03/2003	11/03/2003	Common Stock	108.36
Phantom Stock	\$ 59.05	09/23/2003	09/23/2003	Common Stock	50.804

Reporting Owners

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

Signatures

H. Carol Bernstein 11/12/2004

**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).

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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