Edgar Filing: CABOT MICROELECTRONICS CORP - Form 4

CABOT MICROELECTRONICS CORP Form 4 October 07, 2004 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading FRAZEE JOHN P JR Issuer Symbol CABOT MICROELECTRONICS (Check all applicable) CORP [CCMP] (Last) (First) (Middle) 3. Date of Earliest Transaction X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) C/O CABOT 10/06/2004 MICROELECTRONICS CORPORATION, 870 COMMONS DRIVE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting AURORA, IL 60504 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of TransactionAcquired (A) or Security (Month/Day/Year) Execution Date, if Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial anv (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 2,000 D Stock

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Yea	Date Exercisable and xpiration Date Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amo Num Shar	
Stock Options (Right to buy)	\$ 20					04/04/2001	04/04/2005	Common Stock	2	
Stock Options (Right to buy)	\$ 38.34					03/11/2004	03/11/2013	Common Stock	,	
Stock Options (Right to buy)	\$ 42.44					03/09/2005	03/09/2014	Common Stock	1	
Stock Options (Right to buy)	\$ 46.875					03/13/2002	03/13/2008	Common Stock	,	
Stock Options (Right to buy)	\$ 65.73					03/12/2003	03/12/2012	Common Stock	,	
Phantom Stock	\$ 27.45					07/21/2004	07/21/2004	Common Stock	30	
Phantom Stock	\$ 28.05					06/14/2004	06/14/2004	Common Stock	10	
Phantom Stock	\$ 34.3					09/28/2004	09/28/2004	Common Stock	11	
Phantom Stock	\$ 34.39					08/23/2004	08/23/2004	Common Stock	29	
Phantom Stock	\$ 36.5	10/06/2004		J <u>(1)</u>	207.3973	10/06/2004(2)	10/06/2004	Common Stock	20	
Phantom Stock	\$ 42.44					03/09/2004	03/09/2004	Common Stock	54	
Phantom	\$ 50.1					12/08/2003	12/08/2003	Common	79	

Stock				Stock	
Phantom Stock	\$ 50.95	06/17/2003	06/17/2003	Common Stock	1,7
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	16
Phantom Stock	\$ 59.05	09/23/2003	09/23/2003	Common Stock	6

Reporting Owners

Reporting Owner Name / Address		Relationships				
		Director	10% Owner	Officer	Other	
FRAZEE JOHN P JR C/O CABOT MICROELECTRONICS CORPORATION 870 COMMONS DRIVE AURORA, IL 60504						
Signatures						
H. Carol Bernstein	10/07/2004					
*****	D.					

**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 aquire 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. 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.