

SKATES RONALD L
Form 4
March 09, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SKATES RONALD L

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)
03/08/2005

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 | | | | | 2,560 | 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 |
| 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 | 7 |
| Phantom Stock | \$ 30.43 | | | | | | | 01/29/2005 | 01/29/2005 | Common Stock | 33 |
| Phantom Stock | \$ 34.3 | | | | | | | 09/28/2004 | 09/28/2004 | Common Stock | 8 |
| Phantom Stock | \$ 34.39 | | | | | | | 08/23/2004 | 08/23/2004 | Common Stock | 29 |
| Phantom Stock | \$ 36.5 | | | | | | | 10/06/2004 | 10/06/2004 | Common Stock | 2 |
| Phantom Stock | \$ 37.8 | | | | | | | 11/29/2004 | 11/29/2004 | Common Stock | 2 |
| Phantom Stock | \$ 39.18 | | | | | | | 12/07/2004 | 12/07/2004 | Common Stock | 70 |
| Phantom Stock | \$ 42.44 | | | | | | | 03/09/2004 | 03/09/2004 | Common Stock | 51 |
| Phantom Stock | \$ 50.1 | | | | | | | 12/08/2003 | 12/08/2003 | Common Stock | 59 |
| Phantom Stock | \$ 50.95 | | | | | | | 06/18/2003 | 06/17/2003 | Common Stock | 1,500 |
| 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 | 50 |
| Phantom Stock | \$ 32.02 | 03/08/2005 | 03/08/2005 | J ⁽¹⁾ | | 140.5372 | | 03/08/2005 | 03/08/2005 ⁽²⁾ | Common Stock | 14 |
| Stock Options | \$ 38.34 | | | | | | | 03/11/2004 | 03/11/2013 | Common Stock | 7 |

(Right to buy)

Stock Options (Right to buy) \$ 42.44

03/09/2005 03/09/2014

Common Stock

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

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SKATES RONALD L
C/O CABOT MICROELECTRONICS CORPORATION
870 COMMONS DRIVE
AURORA, IL 60504

X

Signatures

H. Carol Bernstein (Power of Attorney)

03/09/2005

__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).

(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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