CABOT MICROELECTRONICS CORP
Form 4
October 07, 2004

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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 *
SKATES RONALD L

(Last) (First) (Middle)

C/O CABOT MICROELECTRONICS CORPORATION, 870 COMMONS DRIVE

(Street)

AURORA, IL 60504

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
CABOT MICROELECTRONICS CORP [CCMP]

3. Date of Earliest Transaction (Month/Day/Year)
10/06/2004

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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)
			Code	V	Amount	(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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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 Underlying Securiti (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Stock Options (Right to buy)	$ 20							04/04/2001	04/04/2005	Common Stock	20
Stock Options (Right to buy)	$ 38.34							03/11/2004	03/11/2013	Common Stock	7,
Stock Options (Right to buy)	$ 42.44							03/09/2005	03/09/2014	Common Stock	10
Stock Options (Right to buy)	$ 46.875							03/13/2002	03/13/2008	Common Stock	7,
Stock Options (Right to buy)	$ 65.73							03/12/2003	03/12/2012	Common Stock	7,
Phantom Stock	$ 27.45							07/21/2004	07/21/2004	Common Stock	36.
Phantom Stock	$ 28.05							06/14/2004	06/14/2004	Common Stock	71.
Phantom Stock	$ 34.3							09/28/2004	09/28/2004	Common Stock	87.
Phantom Stock	$ 34.39							08/23/2004	08/23/2004	Common Stock	29.
Phantom Stock	$ 36.5	10/06/2004		J (1)		27.3973		10/06/2004 (2)	10/06/2004	Common Stock	27.
Phantom Stock	$ 42.44							03/09/2004	03/09/2004	Common Stock	518
Phantom	$ 50.1							12/08/2003	12/08/2003	Common	59.

Stock					Stock	
Phantom Stock	$ 50.95		06/18/2003	06/17/2003	Common Stock	1,51
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	162
Phantom Stock	$ 59.05		09/23/2003	09/23/2003	Common Stock	50.

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	10/07/2004
**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 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.
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