

CABOT MICROELECTRONICS CORP

Form 4

August 02, 2016

**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 \*  
ECKSTEIN BERNSTEIN H  
CAROL

(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)  
08/01/2016

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
VP, Sec & General Counsel

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                    | 08/01/2016                           |  | M                              |   | 7,203  | A          | \$ 21.45  | 58,766.367   | D   |
| Common Stock                    | 08/01/2016                           |  | S <sup>(1)</sup>               |   | 7,203  | D          | \$ 50.8455  | 51,563.367   | D   |
| Common Stock                    | 08/02/2016                           |  | M                              |   | 20,214 | A          | \$ 21.45  | 71,777.367   | D   |
| Common Stock                    | 08/02/2016                           |  | S <sup>(1)</sup>               |   | 20,214 | D          | \$ 50.2156  | 51,563.367   | D   |

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|                 |            |                  |        |   |               |            |   |
|-----------------|------------|------------------|--------|---|---------------|------------|---|
| Common<br>Stock | 08/02/2016 | M                | 12,500 | A | \$ 28.62      | 64,063.367 | D |
| Common<br>Stock | 08/02/2016 | S <sup>(1)</sup> | 12,500 | D | \$<br>50.2156 | 51,563.367 | 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)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                     |
|---|---|---|---|---|--|--|-----|---|--------------------|-----------------|-------------------------------------|
|   |   |   |   | Code                                    | V  | (A)  | (D) | Date Exercisable  | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 21.45  | 08/01/2016                              |   | M                                       |  | 7,203  |     | 12/01/2010 <sup>(2)</sup>   | 12/01/2019         | Common<br>Stock | 7,203                               |
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 21.45  | 08/02/2016                              |   | M                                       |  | 20,214   |     | 12/01/2010 <sup>(3)</sup>   | 12/01/2019         | Common<br>Stock | 20,214                              |
| Stock<br>Options<br>(Right to<br>Buy)               | \$ 28.62  | 08/02/2016                              |   | M                                       |  | 12,500   |     | 12/01/2011 <sup>(4)</sup>   | 12/01/2020         | Common<br>Stock | 12,500                              |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| ECKSTEIN BERNSTEIN H CAROL<br>C/O CABOT MICROELECTRONICS<br>CORPORATION<br>870 COMMONS DRIVE<br>AURORA, IL 60504 | VP, Sec & General Counsel        |

## Signatures

/s/ H. Carol  
Bernstein

08/02/2016

\_\_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) Sale to cover exercise price of, and taxes related to, exercise of stock options.

(2) 2009 (FY10) Non-Qualified Stock Option Grant Vesting Schedule: 25% 12/1/2010, 25% 12/1/2011, 25% 12/1/2012, 25% 12/1/2013

(3) 2009 (FY10) Non-Qualified Stock Option Grant Award Vesting Schedule: 25% 12/1/2010, 25% 12/1/2011, 25% 12/1/2012, 25% 12/1/2013.

(4) 2010 (FY11) Restricted Stock Award Vesting Schedule: 25% 12/1/2011, 25% 12/1/2012, 25% 12/1/2013, 25% 12/1/2014.

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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