

ECKSTEIN BERNSTEIN H CAROL  
 Form 4  
 January 03, 2006

**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 \*  
 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)  
 12/31/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Vice President, General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership: Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price  |
| Common Stock                    | 12/31/2005                           |  | A                              |   | 187.447   | A  | \$ 24.54   |
|                                 |                                      |  |                                |   | 1,708.285   | 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 Securities (Instr. 3 and 4) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title   | Amount or Number of Shares |
| Stock Options (Right to buy)               | \$ 30.51   |                                      |  |                                |   | 12/09/2006   | 12/09/2015  | Common Stock  | 58,000                     |
| Stock Options (Right to buy)               | \$ 37.78   |                                      |  |                                |   | 12/10/2005   | 12/10/2014  | Common Stock  | 63,000                     |
| Stock Options (Right to buy)               | \$ 48.91   |                                      |  |                                |   | 12/11/2004   | 12/11/2013  | Common Stock  | 60,000                     |
| Stock Options (Right to buy)               | \$ 49.08   |                                      |  |                                |   | 05/01/2003   | 05/01/2012  | Common Stock  | 42,000                     |
| Stock Options (Right to buy)               | \$ 49.25   |                                      |  |                                |   | 08/09/2000   | 08/09/2005  | Common Stock  | 12,500                     |
| Stock Options (Right to buy)               | \$ 51.37   |                                      |  |                                |   | 12/11/2003   | 12/11/2012  | Common Stock  | 47,500                     |
| Stock Options (Right to buy)               | \$ 67.07   |                                      |  |                                |   | 05/01/2002   | 05/01/2008  | Common Stock  | 47,000                     |

## 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 |               |           | Vice President, General<br>Counsel |       |

## Signatures

H. Carol Bernstein -  
Eckstein

01/03/2006

\_\_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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