

CABOT MICROELECTRONICS CORP  
 Form 4  
 March 10, 2015

**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 \*  
**HILL RICHARD**

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)  
 03/06/2015

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 Indirect Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	03/06/2015		M		6,000 A \$ 30.24	16,500	D
Common Stock	03/06/2015		S(1)		6,000 D \$ 50.4487	10,500	D
Common Stock	03/06/2015		M		5,625 A \$ 30.24	16,125	D
Common Stock	03/06/2015		S(1)		5,625 D \$ 50.4487	10,500	D

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Common Stock	03/06/2015	M	1,076	A	\$ 35.47	11,576	D
Common Stock	03/06/2015	S <sup>(1)</sup>	1,076	D	\$ 50.4487	10,500	D
Common Stock	03/09/2015	M	4,924	A	\$ 35.47	15,424	D
Common Stock	03/09/2015	S <sup>(1)</sup>	4,924	D	\$ 50.8462	10,500	D
Common Stock	03/09/2015	M	6,000	A	\$ 44.88	16,500	D
Common Stock	03/09/2015	S <sup>(1)</sup>	6,000	D	\$ 50.8462	10,500	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**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)	
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 30.24	03/06/2015		M	6,000	06/04/2013 <sup>(2)</sup> 06/04/2022	Common Stock	6,000
Stock Options (Right to Buy)	\$ 30.24	03/06/2015		M	5,625	06/04/2012 <sup>(3)</sup> 06/04/2022	Common Stock	5,625
Stock Options (Right to Buy)	\$ 35.47	03/06/2015		M	1,076	03/05/2014 <sup>(4)</sup> 03/05/2023	Common Stock	1,076

Stock Options (Right to Buy)	\$ 35.47	03/09/2015	M	4,924	03/05/2014 <sup>(4)</sup>	03/05/2023	Common Stock	4,924
Stock Options (Right to Buy)	\$ 44.88	03/09/2015	M	6,000	03/04/2015 <sup>(5)</sup>	03/04/2024	Common Stock	6,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HILL RICHARD C/O CABOT MICROELECTRONICS CORPORATION 870 COMMONS DRIVE AURORA, IL 60504	X			

## Signatures

/s/ H. Carol Bernstein (Power of Attorney) 03/06/2015

\_\_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 exercise of stock options.
- (2) Directors' Annual (2012) Non-qualified stock option award vesting schedule: 100% on 6/4/2013
- (3) Directors' Initial Non-qualified stock option award vesting schedule: 25% 6/4/2012, 25% 6/4/2013, 25% 6/4/2014, 25% 6/4/2015
- (4) Directors' Annual (2013) Non-Qualified Stock Option Grant pursuant to 2012 Omnibus Incentive Plan ("OIP"); 100% vested on 3/5/2014.
- (5) Directors' Annual (2014) Non-Qualified Stock Option Grant pursuant to 2012 Omnibus Incentive Plan ("OIP"); 100% vested on 3/4/2015.

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.