

SKATES RONALD L
Form 4
February 07, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
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)
01/17/2005

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				V	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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Amendment	\$ 0	01/17/2005		J ⁽¹⁾	0			03/08/2005	03/10/2005	Common Stock	0
Phantom Stock	\$ 27.45							07/21/2004	07/21/2004	Common Stock	36.4299
Phantom Stock	\$ 28.05							06/14/2004	06/14/2004	Common Stock	71.3012
Phantom Stock	\$ 34.3							09/28/2004	09/28/2004	Common Stock	87.4636
Phantom Stock	\$ 34.39							08/23/2004	08/23/2004	Common Stock	29.0782
Phantom Stock	\$ 36.5							10/06/2004	10/06/2004	Common Stock	27.3973
Phantom Stock	\$ 37.8							11/29/2004	11/29/2004	Common Stock	26.455
Phantom Stock	\$ 39.18							12/07/2004	12/07/2004	Common Stock	76.5697
Phantom Stock	\$ 42.44							03/09/2004	03/09/2004	Common Stock	518.378
Phantom Stock	\$ 50.1							12/08/2003	12/08/2003	Common Stock	59.8802
Phantom Stock	\$ 50.95							06/18/2003	06/17/2003	Common Stock	1,513.932
Phantom Stock	\$ 52.5							11/05/2003	11/05/2003	Common Stock	19.0476
Phantom Stock	\$ 55.37							11/03/2003	11/03/2003	Common Stock	162.542
Phantom Stock	\$ 59.05							09/23/2003	09/23/2003	Common Stock	50.8044
	\$ 38.34							03/11/2004	03/11/2013		7,500

Stock Options (Right to buy)					Common Stock	
Stock Options (Right to buy)	\$ 42.44	03/09/2005	03/09/2014		Common Stock	10,000
Stock Options (Right to buy)	\$ 46.875	03/13/2002	03/13/2008		Common Stock	7,500
Stock Options (Right to buy)	\$ 65.73	03/12/2003	03/12/2012		Common Stock	7,500

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) 02/07/2005

**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).
- (1) As a result of Mr. Skates's decision not to stand for re-election of the Company's Board of Directors, on January 17, 2005, pursuant to approval of the Board of Directors and the Nominating and Corporate Governance Committee of the Board, Cabot Microelectronics Corporation amended four option grant agreements to accelerate the vesting of 8,125 options to March 8, 2005 that would otherwise have vested on March 9, March 11, March 12, March 13, 2005.

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.