

CABOT MICROELECTRONICS CORP
 Form 4
 March 13, 2017

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Naman Ananth

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)
 03/10/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP & Chief Technology Officer

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	03/10/2017		M	906 A \$ 22.13	24,682.5959	D	
Common Stock	03/10/2017		S(1)	906 D \$ 69.1574	23,776.5959	D	
Common Stock	03/10/2017		M	1,687 A \$ 21.45	25,463.5959	D	
Common Stock	03/10/2017		S(1)	1,687 D \$ 69.1574	23,776.5959	D	

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Common Stock	03/10/2017	M	5,984	A	\$ 27.94	29,760.5959	D
Common Stock	03/10/2017	S ⁽¹⁾	5,984	D	\$ 69.1574	23,776.5959	D
Common Stock	03/10/2017	M	9,750	A	\$ 32.64	33,526.5959	D
Common Stock	03/10/2017	S ⁽¹⁾	9,750	D	\$ 69.1574	23,776.5959	D
Common Stock	03/10/2017	M	13,350	A	\$ 44.1	37,126.5959	D
Common Stock	03/10/2017	S ⁽¹⁾	13,350	D	\$ 69.1574	23,776.5959	D
Common Stock	03/10/2017	M	8,000	A	\$ 46.45	31,776.5959	D
Common Stock	03/10/2017	S ⁽¹⁾	8,000	D	\$ 69.1574	23,776.5959	D
Common Stock	03/10/2017	M	3,925	A	\$ 42.37	27,701.5959	D
Common Stock	03/10/2017	S ⁽¹⁾	3,925	D	\$ 69.1574	23,776.5959	D
Common Stock	03/10/2017	S	4,338	D	\$ 69.1953	19,438.5959	D
Common Stock	03/13/2017	S	1,191.0421	D	\$ 69	18,247.5538	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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A)	(D)	

Stock Options (Right to Buy)	\$ 22.13	03/10/2017	M	906	01/21/2009 ⁽²⁾	01/21/2018	Common Stock	906
Stock Options (Right to Buy)	\$ 21.45	03/10/2017	M	1,687	12/01/2010 ⁽³⁾	12/01/2019	Common Stock	1,687
Stock Options (Right to Buy)	\$ 27.94	03/10/2017	M	5,984	12/01/2012 ⁽⁴⁾	12/01/2021	Common Stock	5,984
Stock Options (Right to Buy)	\$ 32.64	03/10/2017	M	9,750	12/03/2013 ⁽⁵⁾	12/03/2022	Common Stock	9,750
Stock Options (Right to Buy)	\$ 44.1	03/10/2017	M	13,350	12/03/2014 ⁽⁶⁾	12/03/2023	Common Stock	13,350
Stock Options (Right to Buy)	\$ 46.45	03/10/2017	M	8,000	12/03/2015 ⁽⁷⁾	12/03/2024	Common Stock	8,000
Stock Options (Right to Buy)	\$ 42.37	03/10/2017	M	3,925	12/03/2016 ⁽⁸⁾	12/03/2025	Common Stock	3,925

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Naman Ananth C/O CABOT MICROELECTRONICS CORPORATION 870 COMMONS DRIVE AURORA, IL 60504			VP & Chief Technology Officer	

Signatures

/s/ H. Carol Bernstein (Power of Attorney) 03/13/2017

__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, cashless exercise of stock options.
- (2) With original vesting schedule of 25% quarterly per year beginning on the first anniversary of grant date 1/21/2008.
- (3) With original vesting schedule of 25% quarterly per year beginning on the first anniversary of grant date 12/1/2009.
- (4) 2011 (FY12) Non-Qualified Stock Option Grant Vesting Schedule: 25% 12/01/2012, 25% 12/01/2013, 25% 12/01/2014, 25% 12/01/2015.
- (5) 2012 (FY13) Non-Qualified Stock Option Grant Vesting Schedule: 25% 12/03/2013, 25% 12/03/2014, 25% 12/03/2015, 25% 12/03/2016.
- (6) 2013 (FY14) Non-Qualified Stock Option Grant Vesting Schedule: 25% 12/03/2014, 25% 12/03/2015, 25% 12/03/2016, 25% 12/03/2017.
- (7) 2014 (FY15) Non-Qualified Stock Option Grant Vesting Schedule: 25% 12/03/2015, 25% 12/03/2016, 25% 12/03/2017, 25% 12/03/2018.
- (8) 2015 (FY16) Non-Qualified Stock Option Grant Vesting Schedule: 25% 12/03/2016, 25% 12/03/2017, 25% 12/03/2018, 25% 12/03/2019.

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.