

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 17, 2019, the Board of Directors (the “Board”) of Cabot Microelectronics Corporation (the “Corporation”) and the Compensation Committee of the Board approved the performance goals for the Corporation pursuant to which cash bonus awards may be paid to the Corporation’s executive officers and certain other members of senior management under the Corporation’s Short-Term Incentive Program (“STIP”) for the fiscal year ending September 30, 2019 (“Fiscal 2019”). The STIP operates pursuant to the Cabot Microelectronics Corporation 2012 Omnibus Incentive Plan, as amended (“OIP”). The performance goals for Fiscal 2019 are financial goals that include revenue, earnings before interest, taxes, depreciation and amortization (EBITDA), expressed as a percentage of revenue, and a synergy measure related to the Corporation’s acquisition of KMG Chemicals, Inc. Any cash bonus award amounts pursuant to the STIP and OIP will be determined for each participant based on levels of attainment of the indicated goals by the Corporation, as well as the attainment of individual performance objectives, as assessed by the Compensation Committee of the Board using its discretion. Such assessment may include consideration of macroeconomic and other factors, whether or not able to be generally foreseen, that may impact the Corporation’s performance during Fiscal 2019.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CABOT MICROELECTRONICS CORPORATION
[Registrant]

Date: January 24, 2019 By: /s/ SCOTT D. BEAMER
Scott D. Beamer
Vice President and Chief Financial Officer
[Principal Financial Officer]