

Woodland Daniel D.
Form 4
December 05, 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 *
Woodland Daniel D.

2. Issuer Name and Ticker or Trading Symbol
CABOT MICROELECTRONICS CORP [CCMP]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
VP, Marketing

(Last) (First) (Middle)
C/O CABOT MICROELECTRONICS CORPORATION, 870 N. COMMONS DRIVE
(Street)
AURORA, IL 60504
(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
12/04/2017

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

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount (D) or Price (A)		
Common Stock	12/04/2017		S		2,184	D	\$ 93.6552 15,403.5662 D
Common Stock	12/04/2017		M		3,925	A	\$ 42.37 19,328.5662 D
Common Stock	12/04/2017		S ⁽¹⁾		3,925	D	\$ 93.3174 15,403.5662 D
Common Stock	12/04/2017		M		1,055	A	\$ 46.45 16,458.5662 D

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Common Stock	12/04/2017	S ⁽¹⁾	1,055	D	\$ 93.3174	15,403.5662	D
Common Stock	12/04/2017	M	1,403	A	\$ 44.1	16,806.5662	D
Common Stock	12/04/2017	S ⁽¹⁾	1,403	D	\$ 93.3174	15,403.5662	D

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

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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)		
							Amount or Number of Shares		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 42.37	12/04/2017		M	3,925	12/03/2016 ⁽²⁾ 12/03/2025	Common Stock	3,925	
Stock Options (Right to Buy)	\$ 46.45	12/04/2017		M	1,055	12/03/2015 ⁽³⁾ 12/03/2024	Common Stock	1,055	
Stock Options (Right to Buy)	\$ 44.1	12/04/2017		M	1,403	12/03/2014 ⁽⁴⁾ 12/03/2023	Common Stock	1,403	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			VP, Marketing	

Woodland Daniel D.
C/O CABOT MICROELECTRONICS CORPORATION
870 N. COMMONS DRIVE
AURORA, IL 60504

Signatures

/s/ H. Carol Bernstein (Power of
Attorney)

12/04/2017

__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) The vesting date of 25% quarterly per year beginning on the first anniversary of grant date December 3, 2015.
 - (3) The vesting date of 25% quarterly per year beginning on the first anniversary of grant date December 3, 2014.
 - (4) The vesting date of 25% quarterly per year beginning on the first anniversary of grant date December 3, 2013.

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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