

CABOT MICROELECTRONICS CORP

Form 4

November 01, 2016

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

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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Xia Bailing

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)

10/31/2016

☒ Director

☐ Officer (give title  
below)

☐ 10% Owner

☐ 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	10/31/2016		M		8,704	A	\$ 22.6	26,351	D
Common Stock	10/31/2016		S		8,704	D	\$ 54.7028	17,647	D
Common Stock	10/31/2016		M		8,704	A	\$ 13.11	26,351	D
Common Stock	10/31/2016		S		8,704	D	\$ 54.7028	17,647	D

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Common Stock	10/31/2016	M	8,704	A	\$ 24.97	26,351	D
Common Stock	10/31/2016	S	8,704	D	\$ 54.7028	17,647	D
Common Stock	10/31/2016	M	8,704	A	\$ 33.9	26,351	D
Common Stock	10/31/2016	S	8,704	D	\$ 54.7028	17,647	D
Common Stock	10/31/2016	M	6,000	A	\$ 33.89	23,647	D
Common Stock	10/31/2016	S	6,000	D	\$ 54.7028	17,647	D
Common Stock	10/31/2016	M	6,000	A	\$ 35.47	23,647	D
Common Stock	10/31/2016	S	6,000	D	\$ 54.7028	17,647	D
Common Stock	10/31/2016	M	6,000	A	\$ 44.88	23,647	D
Common Stock	10/31/2016	S	6,000	D	\$ 54.7028	17,647	D
Common Stock	10/31/2016	M	5,184	A	\$ 51.57	22,831	D
Common Stock	10/31/2016	S	5,184	D	\$ 54.7028	17,647	D
Common Stock	10/31/2016	S	14,006	D	\$ 54.9753	3,641	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)

**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)
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					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Stock Options (Right to Buy)	\$ 22.6	10/31/2016	M	8,704	03/04/2009 <sup>(1)</sup>	03/04/2018	Common Stock	8,704
Stock Options (Right to Buy)	\$ 13.11	10/31/2016	M	8,704	03/03/2010 <sup>(2)</sup>	03/03/2019	Common Stock	8,704
Stock Options (Right to Buy)	\$ 24.97	10/31/2016	M	8,704	03/02/2011 <sup>(3)</sup>	03/02/2020	Common Stock	8,704
Stock Options (Right to Buy)	\$ 33.9	10/31/2016	M	8,704	03/08/2012 <sup>(4)</sup>	03/08/2021	Common Stock	8,704
Stock Options (Right to Buy)	\$ 33.89	10/31/2016	M	6,000	03/06/2013 <sup>(5)</sup>	03/06/2022	Common Stock	6,000
Stock Options (Right to Buy)	\$ 35.47	10/31/2016	M	6,000	03/05/2014 <sup>(6)</sup>	03/05/2023	Common Stock	6,000
Stock Options (Right to Buy)	\$ 44.88	10/31/2016	M	6,000	03/04/2015 <sup>(7)</sup>	03/04/2024	Common Stock	6,000
Stock Options (Right to Buy)	\$ 51.57	10/31/2016	M	5,184	03/03/2016 <sup>(8)</sup>	03/03/2025	Common Stock	5,184

## Reporting Owners

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

## Signatures

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

10/31/2016

\_\_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) Directors' Annual (2008) Non-Qualified Stock Option Award Vesting Schedule: 25% 3/4/2009, 25% 3/4/2010, 25% 3/4/2011, 25% 3/4/2012.
- (2) Directors' Annual (2009) Non-Qualified Stock Option Award Vesting Schedule: 25% 3/3/2010; 25% 3/3/2011; 25% 3/3/2012; 25% 3/3/2013.
- (3) Directors' Annual (2010) Non-Qualified Stock Option Award Vesting Schedule: 25% 3/2/2011; 25% 3/2/2012; 25% 3/2/2013; 25% 3/2/2014.
- (4) Directors' Annual (2011) Non-Qualified Stock Option Award: 100% vested on 3/8/2012.
- (5) Directors' Annual (2012) Non-Qualified Stock Option Grant pursuant to 2012 Omnibus Incentive Plan ("OIP"). 100% vested on 3/6/2013.
- (6) Directors' Annual (2013) Non-Qualified Stock Option Grant pursuant to 2012 Omnibus Incentive Plan ("OIP"); 100% vested on 3/5/2014.
- (7) Directors' Annual (2014) Non-Qualified Stock Option Grant pursuant to 2012 Omnibus Incentive Plan ("OIP"); 100% vested on 3/4/2015.
- (8) Directors' Annual (2015) Non-Qualified Stock Option Grant pursuant to 2012 Omnibus Incentive Plan ("OIP"); 100% vested on 3/8/2016.

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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