FULLER H LAURANCE

Form 4

December 16, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

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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 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **FULLER H LAURANCE**

2. Issuer Name and Ticker or Trading

Issuer

5. Relationship of Reporting Person(s) to

Symbol

CABOT MICROELECTRONICS CORP [CCMP]

(Check all applicable)

(Middle)

(Zip)

(Month/Day/Year) 12/15/2005

X_ Director Officer (give title below)

10% Owner Other (specify

C/O CABOT **MICROELECTRONICS** CORPORATION, 870 COMMONS **DRIVE**

(First)

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

3. Date of Earliest Transaction

6. Individual or Joint/Group Filing(Check

D

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

AURORA, IL 60504

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(State)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) Transaction(s) or (Instr. 3 and 4)

Common

Stock

Code V Amount (D) Price

7,000

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

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(9-02)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. Number orDerivative Securities Acquired (Disposed ((Instr. 3, 4	(A) or of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Phantom Stock	\$ 27.45						07/21/2004	07/21/2004	Common Stock	36.
Phantom Stock	\$ 28.05						06/14/2004	06/14/2004	Common Stock	71.
Phantom Stock	\$ 28.3						09/27/2005	09/27/2005	Common Stock	212
Phantom Stock	\$ 28.57						08/09/2005	08/09/2005	Common Stock	52.
Phantom Stock	\$ 28.72						05/05/2005	05/05/2005	Common Stock	52.
Phantom Stock	\$ 30.43						01/29/2005	01/29/2005	Common Stock	32.
Phantom Stock	\$ 30.81						06/13/2005	06/13/2005	Common Stock	146
Phantom Stock	\$ 31.44						12/06/2005	12/06/2005	Common Stock	190
Phantom Stock	\$ 32.02						03/08/2005	03/08/2005	Common Stock	1,54
Phantom Stock	\$ 34.3						09/28/2004	09/28/2004	Common Stock	87.
Phantom Stock	\$ 34.39						08/23/2004	08/23/2004	Common Stock	29.
Phantom Stock	\$ 37.8						11/29/2004	11/29/2004	Common Stock	26
Phantom Stock	\$ 39.18						12/07/2004	12/07/2004	Common Stock	76.
Phantom Stock	\$ 42.44						03/09/2004	03/09/2004	Common Stock	518
Phantom Stock	\$ 50.1						12/08/2003	12/08/2003	Common Stock	59.
Phantom Stock	\$ 50.95						06/17/2003	06/17/2003	Common Stock	1,23

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Phantom Stock	\$ 52.5				11/05/2003	11/05/2003	Common Stock	19
Phantom Stock	\$ 55.37				11/03/2003	11/03/2003	Common Stock	162
Phantom Stock	\$ 59.05				09/24/2003	09/24/2003	Common Stock	50
Phantom Stock	\$ 91.6031				07/22/2005	07/22/2005	Common Stock	91
Phantom Stock	\$ 29.21	12/15/2005	<u>J(1)</u>	51.3523	12/15/2005	12/15/2005(2)	Common Stock	51
Stock Options (Right to buy)	\$ 32.02				03/08/2006	03/08/2015	Common Stock	10
Stock Options (Right to buy)	\$ 38.34				03/11/2004	03/11/2013	Common Stock	7
Stock Options (Right to buy)	\$ 42.44				03/09/2005	03/09/2014	Common Stock	10
Stock Options (Right to buy)	\$ 45.49				06/17/2002	06/17/2012	Common Stock	2:

Reporting Owners

Reporting Owner Name / Address	Relationships				
r	Director	10% Owner	Officer	Other	
FULLER H LAURANCE C/O CABOT MICROELECTRONICS CORPORATION 870 COMMONS DRIVE AURORA, IL 60504	X				
Signatures					

Signatures

H. Carol Bernstein (Power of 12/16/2005 Attorney) **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).

Reporting Owners 3

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- (2) Rights to aquire shares pursuant to Directors' Deferred Compensation Plan are already earned.
- (1) Rights to acquire shares pursuant to Directors' Deferred Compensation Plan adopted March 12, 2001 as amended June 17, 2003.

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.