

Naman Ananth
 Form 4
 February 08, 2011

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)
 02/07/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, Research & Development

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	02/07/2011		S	1,442 D \$ 46.7599	3,162.78	D	
Common Stock	02/07/2011		M	450 A \$ 31.57	3,612.78	D	
Common Stock	02/07/2011		S	450 D \$ 46.7599	3,162.78	D	
Common Stock	02/07/2011		M	375 A \$ 37.4	3,537.78	D	

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Common Stock	02/07/2011	S	375	D	\$ 46.7599	3,162.78	D
Common Stock	02/07/2011	M	625	A	\$ 32.09	3,787.78	D
Common Stock	02/07/2011	S	625	D	\$ 46.7599	3,162.78	D
Common Stock	02/07/2011	M	755	A	\$ 23.21	3,917.78	D
Common Stock	02/07/2011	S	755	D	\$ 46.7599	3,162.78	D
Common Stock	02/07/2011	M	1,162	A	\$ 31.11	4,324.78	D
Common Stock	02/07/2011	S	1,162	D	\$ 46.7599	3,162.78	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options (Right to Buy)	\$ 31.57	02/07/2011		M	450	12/01/2007 ⁽¹⁾	12/01/2016	Common Stock	450
Stock Options (Right to Buy)	\$ 37.4	02/07/2011		M	375	11/30/2008 ⁽²⁾	11/30/2017	Common Stock	375
Stock Options	\$ 32.09	02/07/2011		M	625	01/21/2009 ⁽³⁾	01/21/2018	Common Stock	625

(Right to Buy)

Stock Options (Right to Buy)	\$ 23.21	02/07/2011	M	755	12/01/2009 ⁽⁴⁾	12/01/2018	Common Stock	755
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Stock Options (Right to Buy)	\$ 31.11	02/07/2011	M	1,162	12/01/2010 ⁽⁵⁾	12/01/2019	Common Stock	1,162
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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, Research & Development	

Signatures

/s/ H. Carol Bernstein (Power of Attorney) 02/08/2011

__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) With original vesting schedule of 25% quarterly per year beginning on the first anniversary of grant date 12/1/2006.
- (2) With original vesting schedule of 25% quarterly per year beginning on the first anniversary of grant date 11/30/2007.
- (3) With original vesting schedule of 25% quarterly per year beginning on the first anniversary of grant date 1/21/2008.
- (4) With original vesting schedule of 25% quarterly per year beginning on the first anniversary of grant date 12/1/2008.
- (5) With original vesting schedule of 25% quarterly per year beginning on the first anniversary of grant date 12/1/2009.

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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