Li David H Form 3/A March 15, 2012

FORM 3

(Print or Type Responses)

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number:

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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

| Name and Address of Reporting Person * Li David H | | | 2. Date of Event Requisitatement (Month/Day/Year) | 2 3. Issuel 140 | 3. Issuer Name and Ticker or Trading Symbol CABOT MICROELECTRONICS CORP [CCMP] | | | | | |
|--|------------------|-----------------------------|--|---------------------------------------|--|---|-------------------------|--|--|--|
| (Last) C/O CABOT MICROELE CORPORAT | CTRONIC | | 06/02/2008 | Person(s) to | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | 5. If Amendment, Date Origina Filed(Month/Day/Year) 06/10/2008 | | |
| COMMONS AURORA,Â | DRIVE (Street) | | | | er low) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| (City) | (State) | (Zip) | Table | I - Non-Deriv | ativ | e Securit | ies Be | neficially Owned | | |
| 1.Title of Secur (Instr. 4) | ity | | | unt of Securities ially Owned) | G F C | Ownership Form: Direct (D) or Indirect I) Instr. 5) | 4. Na Owne (Instr | * | | |
| Common Sto | ock (1) | | 1,780 | (1) | | D | Â | | | |
| Restricted St | ock (1) | | 0 (1) | | | D | Â | | | |
| Reminder: Repo | _ | ate line for ea | ach class of securities be | neficially | SEC | C 1473 (7-02 | 2) | | | |
| | inform requir | nation conta ed to respo | pond to the collection ained in this form are and unless the form of the control number. | not | | | | | | |

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 4) | ecurity Expiration Date | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|-------------------------|--------------------|--|----------------------------------|---|---|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
| Stock Options (Right to Buy) | 05/01/2003(2) | 05/01/2012 | Common Stock | 3,000 (5) | \$ 49.8 | D | Â |
| Stock Options (Right to Buy) | 12/10/2005(3) | 12/10/2014 | Common Stock | 1,250 (6) | \$ 37.78 | D | Â |
| Stock Options (Right to Buy) | 12/09/2006(4) | 12/09/2015 | Common Stock | 5,483 <u>(7)</u> | \$ 30.51 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|-------------------------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| Li David H C/O CABOT MICROELECTRONICS CORPORATION 870 COMMONS DRIVE AURORA Â II Â 60504 | Â | Â | VP, Asia Pacific Region | Â | | |

Signatures

/s/ H. Carol Bernstein (Power of Attorney) 03/15/2012

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This amendment is filed to correct the title of the Security from Restricted Stock to Common Stock and to correct the amounts previously reported.
- (2) Stock options subject to this grant is now fully vested.
- (3) Vesting Schedule: 25% 12/10/05, 25% 12/10/06, 25% 12/10/07, 25% 12/10/08.
- (4) Vesting Schedule: 25% 12/9/2006, 25% 12/9/2007, 25% 12/9/2008, 25% 12/9/2009.
- (5) This amendment is submitted to correct the number of Stock Options previously reported as 4,000 shares. The correct number is 3,000 shares.
- (6) This amendment is submitted to report the correct number of Stock Options previously reported as 2,500. The correct number is 1,250 shares.
- (7) This amendment is submitted to correct the number of Stock Options previously reported as 7,310. The correct number is 5,483 shares. 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.

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