SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burder hours per response: 0.5

1. Name and Ac <u>Prevost Pa</u>	ddress of Reporting Itrick M.	Person*	2. Issuer Name and Ticker or Trading Symbol <u>CABOT CORP</u> [CBT]		ationship of Reporting Pe all applicable) Director	erson(s) to Issuer 10% Owner	
	(First)		3. Date of Earliest Transaction (Month/Day/Year) 05/16/2018		Officer (give title Other (specify below) Delow) Individual or Joint/Group Filing (Check Applicable		
TWO SEAPO	TWO SEAPORT LANE, SUITE 1300		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing (Check Applicable		
(Street)				X	Form filed by One Re	porting Person	
BOSTON	MA	02210			Form filed by More th Person	an One Reporting	
(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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)		
Common Stock	05/16/2018		М		70,240	A	\$47.62	353,285	D			
Common Stock	05/16/2018		S		70,240	D	\$61.34 ⁽¹⁾	283,045	D			
Common Stock	05/16/2018		М		84,821	A	\$46.03	367,866	D			
Common Stock	05/16/2018		S		84,821	D	\$61.56 ⁽²⁾	283,045	D			

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. Transa Code (8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$47.62	05/16/2018		М			70,240	(3)	10/15/2019	Common Stock	70,240	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$46.03	05/16/2018		М			84,821	(4)	10/15/2019	Common Stock	84,821	\$0.00	0	D	

Explanation of Responses:

The price reported is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$61.10 to \$61.56, inclusive. The reporting person undertakes to provide to the staff of the Securities and Exchange Commission, the Corporation or any security holder of the Corporation, upon request, full information regarding the number of shares sold at each separate price.
 The price reported is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$61.27 to \$61.95, inclusive. The reporting person undertakes to provide to the staff of the Securities and Exchange Commission, the Corporation or any security holder of the Corporation, upon request, full information regarding the number of shares sold at each separate price.

3. 72,440 shares were subject to the option. The option vested over a three year period as follows: 30% on November 8, 2014, 30% on November 8, 2015 and 40% on July 23, 2016.

4. 84,821 shares were subject to the option. The option vested as follows: 30% on November 14, 2015 and 70% on July 23, 2016.

Remarks:

<u>By: Kristine L. Ouimet,</u>

pursuant to a power of attorney 05/17/2018 from Patrick M. Prevost

HOIII FALLICK IVI. FIEVOSL

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.