

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

Date of Report (date of earliest event reported):
June 6, 2002

CABOT CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE

1-5667

04-2271897

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer
Identification No.)

TWO SEAPORT LANE, SUITE 1300, BOSTON, MASSACHUSETTS 02210-2019
(Address of principal executive offices) (Zip Code)

(617) 345-0100

(Registrant's telephone number, including area code)

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Item 5. OTHER EVENTS AND REGULATION FD DISCLOSURE.

On June 6, 2002, Cabot Corporation ("Cabot") issued a press release, as well as a joint press release with Vishay Intertechnology, Inc. ("Vishay"), announcing that the parties had resolved the pending legal dispute relating to their long-term tantalum supply contracts by agreeing to amend the contracts. The texts of Cabot's News Release and the Joint News Release of Cabot and Vishay, both dated June 6, 2002, are attached as Exhibit 99.1 and Exhibit 99.2, respectively, to this Current Report on Form 8-K.

Item 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

The following exhibits are filed herewith:

- 99.1 Text of Cabot Corporation News Release dated June 6, 2002.
- 99.2 Text of Joint News Release of Cabot Corporation and Vishay Intertechnology, Inc. dated June 6, 2002.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CABOT CORPORATION

Date: June 6, 2002

By: /s/ John A. Shaw

John A. Shaw
Executive Vice President and
Chief Financial Officer

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FOR IMMEDIATE RELEASE

Contact: James P. Kelly
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CABOT CORPORATION ANNOUNCES RESOLUTION OF
CONTRACT DISPUTE WITH VISHAY INTERTECHNOLOGY

BOSTON, MA - (June 6, 2002) - Cabot Corporation (NYSE: CBT) today announced that it has resolved the pending legal dispute regarding its long-term tantalum supply contracts with Vishay Intertechnology, Inc. (NYSE: VSH) and its subsidiaries. In connection with the resolution of the dispute, the parties have entered into amended supply agreements that confirm Vishay's obligation to purchase tantalum products at regular intervals throughout the terms of the contracts, beginning immediately. In addition, subject to certain conditions, prices (starting in 2003) and volumes have been reduced, and the term of one of the supply contracts has been extended for one year.

"We are very pleased to have resolved this dispute without further legal proceedings," said Kennett F. Burnes, Chairman and CEO of Cabot Corporation. Mr. Burnes went on to say, "The amended contracts will continue to provide substantial value to the Company while normalizing our commercial relationship with a significant and valued customer. Under the revised agreements, we currently expect this year's results from our Performance Materials business to be in the same range as its 2001 results. We remain optimistic about the stability of Cabot's tantalum business and are well prepared to supply all our customers' needs as the electronics industry recovers. While there is still some uncertainty, assuming that the industry conditions remain the same or improve, the business should show significant improvement, perhaps as much as 50%, from this level in fiscal 2003, although likely not to the levels previously indicated."

The Company's contract dispute with one other customer continues.

CABOT CORPORATION IS A GLOBAL SPECIALTY CHEMICALS AND MATERIALS COMPANY AND IS HEADQUARTERED IN BOSTON, MASSACHUSETTS. CABOT'S MAJOR PRODUCTS ARE CARBON BLACK, FUMED SILICA, INKJET COLORANTS, AND CAPACITOR MATERIALS. CABOT HAS APPROXIMATELY 4,200 EMPLOYEES IN MORE THAN 45 MANUFACTURING PLANTS AND OFFICES LOCATED IN 23 COUNTRIES AROUND THE WORLD. THE WEBSITE ADDRESS IS WWW.CABOT-CORP.COM.

STATEMENTS IN THIS PRESS RELEASE REGARDING THE MANAGEMENT'S EXPECTATIONS OF FUTURE PROFITS, THE POSSIBLE ACHIEVEMENT OF THE COMPANY'S FINANCIAL GOALS AND OBJECTIVES AND MANAGEMENT'S EXPECTATIONS FOR SHAREHOLDER VALUE CREATION INITIATIVES AND FOR THE COMPANY'S PRODUCT DEVELOPMENT PROGRAM ARE FORWARD-LOOKING STATEMENTS. THERE ARE A NUMBER OF IMPORTANT FACTORS THAT COULD CAUSE ACTUAL EVENTS TO DIFFER MATERIALLY FROM THOSE SUGGESTED OR INDICATED BY SUCH FORWARD-LOOKING STATEMENTS. THESE INCLUDE, AMONG OTHERS, MARKET SUPPLY AND DEMAND CONDITIONS, FLUCTUATIONS IN CURRENCY EXCHANGE RATES, COSTS OF RAW MATERIALS, PATENT RIGHTS OF OTHERS, STOCK MARKET CONDITIONS, DEMAND FOR OUR CUSTOMERS' PRODUCTS, COMPETITORS' REACTIONS TO MARKET CONDITIONS, THE OUTCOME OF

PENDING LITIGATION AND OTHER FACTORS IDENTIFIED IN THE COMPANY'S ANNUAL REPORT ON FORM 10-K AND MOST RECENT QUARTERLY REPORTS ON FORM 10-Q FILED WITH THE SEC. THE COMPANY DISCLAIMS ANY CURRENT INTENTION TO UPDATE ANY FORWARD-LOOKING STATEMENTS OR REFLECT EVENTS OR CIRCUMSTANCES AFTER THE DATE OF THIS PRESS RELEASE.

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Vishay Contacts: Richard N. Grubb
Executive Vice President and
Chief Financial Officer
or Robert A. Freece, Senior Vice President
(610) 644-1300

FOR IMMEDIATE RELEASE

CABOT CORPORATION AND VISHAY INTERTECHNOLOGY, INC. ANNOUNCE
RESOLUTION OF CONTRACT DISPUTE

Boston, MA - June 6, 2002 - Cabot Corporation (NYSE:CBT) and Vishay Intertechnology, Inc. (NYSE:VSH) announced today that they have achieved an amicable resolution of the pending legal dispute relating to their long-term tantalum supply contracts by agreeing to amend the contracts. The minimum total value of the contracts is approximately \$425,000,000. In addition, one of the supply contracts has been extended through 2006. The amended agreements should continue to provide substantial value and benefit to both parties. Spokespersons for the two companies stated: "We have worked together to negotiate amended agreements which recognize the realities of today's market conditions and confirm Vishay's obligation to purchase specified quantities of product at regular intervals throughout the terms of the contracts. These amended agreements bring stability to Cabot's tantalum business and provide Vishay with a reliable source of tantalum for its capacitor business."

Cabot Corporation is a global specialty chemicals and materials company and is headquartered in Boston, Massachusetts. Cabot's major products are carbon black, fumed silica, inkjet colorants, and capacitor materials. Cabot has approximately 4,200 employees in more than 45 manufacturing plants and offices located in 23 countries around the world. The website address is WWW.CABOT-CORP.COM.

Vishay, a Fortune 1,000 Company listed on the NYSE, is one of the world's largest manufacturers of discrete semiconductors (diodes, rectifiers, transistors, optoelectronics, and selected ICs) and passive electronic components (resistors, capacitors, inductors). The Company's components can be found in products manufactured in a very broad range of industries worldwide. Vishay is headquartered in Malvern, Pennsylvania, and has plants in fourteen countries employing over 20,000 people. Vishay can be found on the Internet at [HTTP://WWW.VISHAY.COM](http://WWW.VISHAY.COM).

The foregoing press release includes forward-looking statements. There are a number of important factors that could cause actual events to differ materially from those suggested or indicated by such forward-looking statements. These include, among others, market supply and demand conditions, fluctuations in currency exchange rates, costs of raw materials, patent rights

of others, stock market conditions, demand for our customers' products, competitors' reactions to market conditions, the outcome of pending litigation and other factors. Cabot and Vishay disclaim any current intention to update any forward-looking statements or reflect events or circumstances after the date of this press release.

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