SEC Form 4

FORM 4

obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	ATEMENT OF CHANGES IN BENEFICIAL	OWNERSHIP
box if no longer subject to ST Form 4 or Form 5	ATEMENT OF CHANGES IN BENEFICIAL	. OWNER

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
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1. Name and Address of Reporting Person* CLARKESON JOHN S			2. Issuer Name and Ticker or Trading Symbol <u>CABOT CORP</u> [CBT]		onship of Reporting Person all applicable) Director	(s) to Issuer 10% Owner		
(Last) (First) (Middle) C/O CABOT CORPORATION		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/28/2007		Officer (give title below)	Other (specify below)		
TWO SEAPORT LANE			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Street) BOSTON	MA	02210		Line) X	Form filed by One Reporti Form filed by More than O Person	-		
(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)				4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (lastr.4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	

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

	(cigi, pulo, ballo, manano, optiono, 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)		Derivative		6. Date Exerc Expiration Da (Month/Day/)	ate	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	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		Transaction(s) (Instr. 4)		
Phantom Stock Units	(1)	09/28/2007		A		598.0861		(2)	(3)	Common Stock	598.0861	\$35.53	10,636.0673 ⁽⁴⁾	D	

Explanation of Responses:

1. 1 for 1

2. Immediately exercisable

3. The shares of phantom stock become payable upon the reporting person's termination of service as a director.

4. On July 13, 2007, Cabot's Board of Directors declared a dividend of \$.18 per share on Cabot common stock, payable on September 14, 2007 to all holders of record of common stock on August 31, 2007. Mr. Clarkeson received a dividend on his phantom stock units totalling \$1798.21, which was immediately reinvested in phantom stock units at a price of \$37.53 per share. As a result, 47.9139 phantom stock units were allocated to Mr. Clarkeson on September 14, 2007.

Remarks:

Michaela Allbee, pursuant to a power of attorney from John 10/02/2007 Clarkeson

** 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.