FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

check this box if no longer subject to
ection 16. Form 4 or Form 5
bligations may continue. See
nstruction 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									
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	dress of Reporting Pe			er Name and Ticker	• •	mbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
ENRIQUE	<u>L CADOI JU</u>				-		X	Director	10%	Owner		
(Last) C/O CABOT TWO SEAPO	(First) CORPORATION DRT LANE	(Middle)	3. Date 06/30/	of Earliest Transac 2009	tion (Month/Da	ay/Year)		Officer (give title below)	Othe	er (specify w)		
				endment, Date of C	Driginal Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street) BOSTON	МА	02210					Line) X	Form filed by On Form filed by Mo	1 0			
(City)	(State)	(Zip)										
		Table I - No	n-Derivative S	Securities Acq	uired, Disp	oosed of, or Benefic	ially C)wned				
1. Title of Secur	itv (Instr. 3)		2. Transaction	2A. Deemed	3.	4. Securities Acquired (A)	or	5. Amount of	6. Ownership	7. Nature of		

le of Security (Instr. 3)	Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction I Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported 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)

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 Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)	06/30/2009		A		1,172.496		(2)	(3)	Common Stock	1,172.496	\$12.58	9,296.9259 ⁽⁴⁾	D	

Explanation of Responses:

1. 1 for 1

2. Immediately exercisable

4. On May 7, 2009, Cabot's Board of Directors declared a dividend of \$0.18 per share on Cabot common stock, payable on June 12, 2009 to all holders of record of common stock on May 29, 2009. Mr. Enriquez-Cabot received a dividend on his phantom stock units totalling \$1,443.18, which was immediately reinvested in phantom stock units at a price of \$13.52 per share. As a result, 106.7441 phantom stock units were allocated to Mr. Enriquez-Cabot on June 12, 2009.

Remarks:

By: Karen Abrams, pursuant to a

power of attorney from Juan 07/01/2009 Enriquez-Cabot

** 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.