## SEC Form 4

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# 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 burden										
hours per response:	0.5									

1. Name and Address of Reporting Person <sup>*</sup> BERUBE BRIAN A			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
			—		Officer (give title	Other (specify
(Last) (First) (Mi		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)
			11/11/2011		Vice President,Ger	ieral Counsel
C/O CABOT CORPORATION						
TWO SEAPO	ORT LANE					
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	vidual or Joint/Group Fili	ng (Check Applicable
				Line)	·····	.9 (
(Street)				X	Form filed by One Re	porting Person
BOSTON MA 02210					Form filed by Mare th	n One Departing
					Form filed by More the Person	an One Reporting
(Citv)	(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)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	11/11/2011		A		5,918	A	\$0.00	39,675	D		
Common Stock								11,866.03 <sup>(1)</sup>	Ι	Through the Trustees for the Corporation's Retirement Savings Plan	

### 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)		of E		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)	\$32.95	11/11/2011		A		19,553		(2)	11/10/2021	Common Stock	19,553	\$0.00	19,553	D	

### Explanation of Responses:

1. Reflects retirement plan contributions by the Corporation, including contributions that have occurred since the date of the reporting person's last ownership report.

2. The option vests over a three year period as follows: 30% on November 11, 2012, 30% on November 11, 2013 and 40% on November 11, 2014.

### **Remarks:**

## By: Karen Abrams, pursuant to a power of attorney from Brian <u>11/15/2011</u>

<u>A. Berube</u>

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.