

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <b>CORDEIRO EDUARDO E</b>  (Last) (First) (Middle) <b>C/O CABOT CORPORATION</b> <b>TWO SEAPORT LANE, SUITE 1300</b>  (Street) <b>BOSTON MA 02210</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>CABOT CORP [ CBT ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) Other (specify below)  <b>Executive Vice President, CFO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>02/06/2017</b>	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person

**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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	02/06/2017		M		14,612	A	\$35.25	87,929	D	
Common Stock	02/06/2017		S		14,612	D	\$57.56 <sup>(1)</sup>	73,317	D	
Common Stock	02/06/2017		M		8,547	A	\$39.54	81,864	D	
Common Stock	02/06/2017		S		8,547	D	\$57.53 <sup>(2)</sup>	73,317	D	
Common Stock	02/07/2017		M		13,477	A	\$35.25	86,794	D	
Common Stock	02/07/2017		S		13,477	D	\$57.68 <sup>(3)</sup>	73,317	D	
Common Stock	02/07/2017		M		1,059	A	\$39.54	74,376	D	
Common Stock	02/07/2017		S		1,059	D	\$57.67 <sup>(4)</sup>	73,317	D	
Common Stock								9,857.56 <sup>(5)</sup>	I	Through the Trustee for the Corporation's 401(k) 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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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					
Employee Stock Option (Right to Buy)	\$35.25	02/06/2017		M			14,612	(6)	11/08/2022	Common Stock 14,612	\$0.00	13,477	D	
Employee Stock Option (Right to Buy)	\$39.54	02/06/2017		M			8,547	(7)	11/11/2025	Common Stock 8,547	\$0.00	23,474	D	
Employee Stock Option (Right to Buy)	\$35.25	02/07/2017		M			13,477	(6)	11/08/2022	Common Stock 13,477	\$0.00	0	D	
Employee Stock Option (Right to Buy)	\$39.54	02/07/2017		M			1,059	(7)	11/11/2025	Common Stock 1,059	\$0.00	22,415	D	

Explanation of Responses:

1. The price reported is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$57.50 to \$57.90, 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.
2. The price reported is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$57.50 to \$57.78, 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. The price reported is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$57.51 to \$57.84, 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.
4. The price reported is a weighted average sale price. These shares were sold in multiple transactions at prices ranging from \$57.54 to \$57.72, 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.
5. Reflects retirement plan contributions by the Corporation, including contributions that have occurred since the date of the reporting person's last ownership report.
6. 28,089 shares were subject to the option. The option vested over a three year period as follows: 30% on November 9, 2013, 30% on November 9, 2014 and 40% on November 9, 2015.
7. 32,021 shares are subject to the option. The option vests over a three year period as follows: 30% on November 12, 2016, 30% on November 12, 2017 and 40% on November 12, 2018.

**Remarks:**

By: Kristine L. Ouimet,  
pursuant to a power of attorney 02/08/2017  
from Eduardo E. Cordeiro

\*\* 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.**