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
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1. Name and Address of Reporting Person* <u>MCCANCE HENRY F</u>			2. Issuer Name and Ticker or Trading Symbol <u>CABOT CORP</u> [CBT]		ionship of Reporting Perso all applicable) Director	n(s) to Issuer 10% Owner		
(Last) C/O CABOT CO		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/31/2013		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 Line)				
(Street) BOSTON	МА	02210		X	Form filed by One Report	ů.		
	1917 1	02210			Form filed by More than (Person	One Reporting		
(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)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of 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)

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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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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)	12/31/2013		A		481.5175		(2)	(3)	Common Stock	481.5175	\$51.4	19,846.3919 ⁽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 November 8, 2013, Cabot's Board of Directors declared a dividend of \$0.20 per share on Cabot common stock, payable on December 13, 2013 to all holders of record of common stock on November 29, 2013. Mr. McCance received a dividend on his phantom stock units totalling \$3,857.12, which was immediately reinvested in phantom stock units at a price of \$48.65 per share. As a result, 79.2830 phantom stock units were allocated to Mr. McCance on December 13, 2013.

Remarks:

By: Karen Abrams, pursuant to a power of attorney from Henry 01/02/2014 F. McCance

** 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.