CABOT MICROELECTRONICS CORP Form 8-K August 31, 2005

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): August 31, 2005

Cabot Microelectronics Corporation

(Exact name of registrant as specified in its charter)

Delaware 000-30205 36-4324765 (State or other (Commission (IRS Employer jurisdiction of File Number) Identification) incorporation)

870 Commons Drive, Aurora, 60504

Illinois

(Address of principal executive (Zip Code)

offices)

(630) 375-6631 (Registrant's telephone number, including area code)

Not applicable (Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- o Written communications pursuant to Rule 425 under the Securities Act (17CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure.

On August 31, 2005, Cabot Microelectronics Corporation issued a press release entitled "Cabot Microelectronics and Marketech International Corporation Announce Modification of Distribution Agreement," a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

This information is being furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed "filed" for purposes of Section 18 of the Securities and Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

The following exhibit is being furnished, not filed, herewith pursuant to Item 7.01 of Form 8-K:

99.1 Press release, dated August 31, 2005, entitled "Cabot Microelectronics and Marketech International Corporation Announce Modification of Distribution Agreement."

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CABOT MICROELECTRONICS CORPORATION

Date: August 31, 2005 By: /s/ WILLIAM S. JOHNSON

William S. Johnson

Vice President and Chief Financial

Officer

[Principal Financial Officer]

INDEX TO EXHIBITS

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Exl	hı	b1	t

Number Title

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Announce Modification of Distribution Agreement."