

CABOT CORP  
Form 8-K  
July 11, 2012

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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):

July 10, 2012

Cabot Corporation

(Exact name of registrant as specified in its charter)

Delaware

1-5667

04-2271897

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

Two Seaport Lane, Suite 1300, Boston,  
Massachusetts

02210-2019

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

617-345-0100

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

At its meeting on July 10, 2012, the Board of Directors of Cabot Corporation ("Cabot"), based on the recommendation of the Board's Governance and Nominating Committee, elected William C. Kirby a director of Cabot and appointed Mr. Kirby to the Board's Audit Committee, both effective July 10, 2012. Mr. Kirby will serve as a director in the class whose terms expire at the Annual Meeting in 2014.

There is no arrangement or understanding between Mr. Kirby and any other person pursuant to which he was selected to become a member of the Board, nor are there any transactions between Mr. Kirby and Cabot or any subsidiary of Cabot that are reportable under Item 404(a) of Regulation S-K.

Mr. Kirby will receive compensation for his service as a non-employee director as described under the heading "Director Compensation" in Cabot's Proxy Statement for the 2012 Annual Meeting of Stockholders, which description is incorporated herein by reference. As part of such compensation, on July 10, 2012, Mr. Kirby was granted shares of Cabot common stock having a value as close as possible to \$37,500.

A copy of the press release announcing Mr. Kirby's election is attached as Exhibit 99.1 to this Current Report on Form 8-K.

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**SIGNATURES**

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 Corporation

*July 11, 2012*

By: *Brian A. Berube*

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*Name: Brian A. Berube*

*Title: Senior Vice President and General Counsel*

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Exhibit Index

| <b><u>Exhibit No.</u></b> | <b><u>Description</u></b>                            |
|---------------------------|--|
| 99.1                      | Press Release issued by the Company on July 10, 2012 |