

CABOT CORP
Form 8-K
January 19, 2018

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):

January 18, 2018

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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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company []

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. []

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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.

(b) On January 12, 2018, Roderick C.G. MacLeod submitted his resignation from the Board of Directors of Cabot Corporation ("Cabot"). Mr. MacLeod's retirement from the Board is effective at Cabot's Annual Meeting of Stockholders to be held on March 8, 2018. Mr. MacLeod, who has served as a director of Cabot since 1998, currently serves on the Audit Committee and the Safety Health and Environmental Affairs Committee.

(d) At its meeting on January 12, 2018, the Board of Directors of Cabot, based on the recommendation of the Board's Governance and Nominating Committee, elected Cynthia A. Arnold a director of Cabot and appointed Dr. Arnold to the Board's Compensation Committee, both effective January 18, 2018. Dr. Arnold will serve as a director in the class whose terms expire at the Annual Meeting in 2018.

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

Dr. Arnold will receive compensation for her service as a non-employee director as described under the heading "Director Compensation" in Cabot's Proxy Statement for the 2017 Annual Meeting of Stockholders, which description is incorporated herein by reference. As part of such compensation, on January 18, 2018, Dr. Arnold was granted 1,654 shares of Cabot common stock.

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

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Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	<u>Press Release issued January 19, 2018</u>

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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

January 19, 2018

By: *Brian A. Berube*

Name: Brian A. Berube

Title: Senior Vice President and General Counsel

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