

GMI EXECUTIVE PAY SCORECARDSM

Data & analysis provided by GMI-The Independent Leader in Corporate Governance and ESG&A

21 Feb 2012

Cabot Microelectronics Corporation




CCMP NASDAQ

Semiconductors

Market Capitalization USD:

\$801.42 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less. 
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration. 
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: William P. Noglows

Age: 53

CEO Since: 2003

	2009	2010	2011
Base Salary	\$545,000	\$555,500	\$559,000
Discretionary Bonus	\$109,000	\$1,200,000	\$750,000
Annual Cash Incentive	\$0	\$0	\$0
Benefits and Perquisites	\$66,376	\$92,811	\$113,021
TOTAL ANNUAL COMPENSATION	\$720,376	\$1,848,311	\$1,422,021
Increase in Post-Retirement Benefits	\$0	\$0	\$0
Stock Option Awards	\$971,911	\$1,011,893	\$1,235,340
Stock Awards	\$646,654	\$777,750	\$1,037,750
TOTAL COMPENSATION	\$2,696,161	\$3,637,954	\$3,695,111
Median of Other Named Executive Officers Total Compensation	\$1,207,419	\$1,287,720	\$1,244,204
Value Realized on Exercise of Stock Option	\$0	\$0	\$2,213,315
Value Realized on Vesting of Stock	\$226,485	\$521,152	\$939,051
TOTAL REALIZED EQUITY COMPENSATION	\$226,485	\$521,152	\$3,152,366

Proxy Date: 20 Jan 2012

Annual Meeting Date: 6 Mar 2012

Equity Reserves: 37.14%

Stock Option Run Rate: 2.05%

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Cabot Microelectronics Corporation

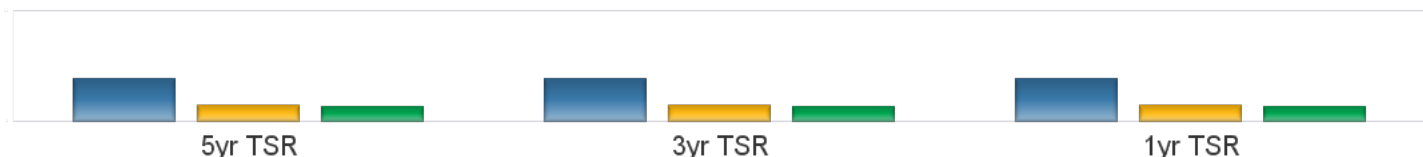
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ CCMP



Peer Comparisons (TRBC) =Semiconductors

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
CCMP	Cabot Microelectronics Corporation	\$2,696,161	\$3,637,954	\$3,695,111	\$801,419,023
RFMD	RF Micro Devices, Inc.	\$3,192,490	\$4,628,935		\$1,752,138,528
HITT	Hittite Microwave Corporation	\$325,164	\$2,105,519		\$1,526,958,354
RMBS	Rambus Inc.	\$1,761,145	\$4,204,259		\$1,507,411,290
SLAB	Silicon Laboratories Inc.	\$4,830,324	\$5,537,163		\$1,484,396,818
SMTC	Semtech Corporation	\$3,001,804	\$2,631,351		\$1,398,602,148
PMCS	PMC-Sierra, Inc.	\$2,598,369	\$3,485,081		\$1,397,167,403

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Advanced Energy Industries, II-VI, Inc., Atheros Communications, Integrated Device Technology, Inc., ATMI, Inc., Mattson Technology, Inc., Axcelis Technologies, Inc., Micrel Semiconductor, Inc., Brooks Automation, Inc., Photronics, Inc., Ceradyne, Inc., PMC Sierra, Inc., Cognex Corporation, QLogic Corporation, Coherent, Inc., Semtech Corporation, Cree, Inc., Standard Microsystems, Cymer, Inc., Tessera Technologies, Inc., Electro Scientific, Triquint Semiconductor, Inc., Entegris, Inc., Varian Semiconductor Equipment Associates, Inc., FormFactor, Inc., Veeco Instruments, Inc.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
H. Laurance Fuller	Chairman	73	Male	10	Outside
Bailina Xia	Member	56	Male	5	Outside
Edward J. Moonev	Member	70	Male	7	Outside
Robert J. Birgeneau	Member	69	Male	7	Outside

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