

CABOT CORP  
Form DEFA14A  
February 03, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

**SCHEDULE 14A INFORMATION**

**(Rule 14a-101)**

**Proxy Statement Pursuant to Section 14(a) of the**

**Securities Exchange Act of 1934**

**(Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

**Cabot Corporation**

(Name of Registrant as Specified In Its Charter)

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Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

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## Explanatory Note

Prior to printing its Notice and Proxy Statement for its 2011 Annual Meeting of Stockholders, Cabot Corporation (the Company) found a typographical error in the table in its Definitive Proxy Statement filed with the SEC on January 28, 2011. On page 36 under the heading 2010 Short-Term Incentive Plan Company Targets and Results, the number of days that would have resulted in a payment at the maximum level on the basis of the Company's net working capital measured in days performance should have read 103 days, and not 107 days. All other numbers and amounts in the table remained unchanged. The table on page 36 of the Notice and Proxy Statement that will be mailed to stockholders and posted on the Company's web site has been amended in its entirety to read as follows:

**2010 Short-Term Incentive Plan Company Targets and Results**

	<b>Threshold Level</b>	<b>Target Level</b>	<b>Maximum Level</b>	<b>2010 Results</b>	<b>Percent Payout</b>
Adjusted EBITDA	\$ 250 million	\$ 300 million	\$ 350 million	\$ 442 million	200%
Net Working Capital Measured in Days	114 days	111 days	103 days	94 days	200%