

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):
February 8, 2002

CABOT CORPORATION

(Exact name of registrant as specified in its charter)

DELAWARE

1-5667

04-2271897

(State or other jurisdiction) (Commission File Number) (IRS Employer Identification)

TWO SEAPORT LANE, SUITE 1300, BOSTON, MASSACHUSETTS 02210-2019

(Address of principal executive offices) (Zip Code)

(617) 345-0100

(Registrant's telephone number, including area code)

Item 5. OTHER EVENTS.

On February 8, 2002, Cabot Corporation ("Cabot") completed the purchase of the remaining shares in Showa Cabot Supermetals KK (SCSM) in Japan, from its joint venture partner, Showa Denko KK. This transaction was previously announced on January 31, 2002. The text of Cabot's News Release dated January 31, 2002 is attached as Exhibit 99.1 to this Form 8-K. The text of Cabot's News Release dated February 8, 2002 is attached as Exhibit 99.2 to this Form 8-K.

Item 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

The following exhibits are filed herewith:

- 99.1 Text of News Release dated January 31, 2002.
- 99.2 Text of News Release dated February 8, 2002.

SIGNATURE

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

CABOT CORPORATION

By: /s/ John A. Shaw

John A. Shaw
Executive Vice President and Chief
Financial Officer

Date: February 22, 2002

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News Release
January 31, 2002

CABOT CORPORATION AGREES TO PURCHASE REMAINING SHARES OF
JAPANESE TANTALUM JOINT VENTURE

Boston, MA - Cabot Corporation (CBT:NYSE) announced today that it has reached an agreement to purchase the remaining shares in Showa Cabot Supermetals KK (SCSM) in Japan, from its joint venture partner, Showa Denko KK.

SCSM is a supplier of tantalum powders and metal products to the global electronics, aerospace, and chemical processing industries. The purchase price is approximately \$100 million dollars, along with the assumption of approximately \$100 million dollars of debt. The closing is subject to customary closing conditions and regulatory approvals.

Ken Burnes, Chairman, President and Chief Executive Officer of Cabot Corporation, said, "This purchase is consistent with our strategy of investing in our core businesses. It demonstrates our commitment to the tantalum business and establishing relationships that create value for our shareholders and customers."

Cabot has a tantalum manufacturing facility, Cabot Performance Materials (CPM), located in Boyertown, Pennsylvania.

Yasuto Komatsu will be named President of the new company, which will be known as, Cabot Supermetals K.K. He retired from SCSM three years ago.

Cabot Corporation is a global specialty chemicals and materials company with headquarters located in Boston, MA. Cabot's major products are carbon black, fumed silica, inkjet colorants, and capacitor materials. Cabot has approximately 4,200 employees in more than 45 manufacturing plants and offices located in 23 countries around the world.

News Release
February 8, 2002

CABOT CORPORATION COMPLETES PURCHASE OF REMAINING SHARES OF
JAPANESE TANTALUM JOINT VENTURE

Boston, MA - Cabot Corporation (CBT:NYSE) announced today that it has completed the purchase of the remaining shares in Showa Cabot Supermetals KK (SCSM) in Japan, from its joint venture partner, Showa Denko KK. This transaction was previously announced on January 31, 2002. The purchase price was approximately \$100 million dollars, along with the assumption of approximately \$100 million dollars of debt.

Cabot Corporation is a global specialty chemicals and materials company with headquarters located in Boston, MA. Cabot's major products are carbon black, fumed silica, inkjet colorants, and capacitor materials. Cabot has approximately 4,200 employees in more than 45 manufacturing plants and offices located in 23 countries around the world.