| SEC Form 4 |  |
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

# OMB APPROVAL OMB Number: 3235-0287 Estimated average burder hours per response: 0.5

| 1  | Address of Reporting<br><u>m Steve G.</u> | Person*           | 2. Issuer Name and Ticker or Trading Symbol <u>APPLIED MATERIALS INC /DE</u> [ AMAT ] |   | ationship of Reporting Pe<br>< all applicable)<br>Director | rson(s) to Issuer<br>10% Owner |  |  |
|--|---|-------------------|---|---|--|--------------------------------|--|--|
|  |   |                   | 2 Data of Earlingt Transaction (Month/Day/Marr)                                       |   | Officer (give title<br>below)                              | Other (specify below)          |  |  |
| (Last)                                   | (First)                                   | (Middle)          | 3. Date of Earliest Transaction (Month/Day/Year)<br>12/06/2018                        |   | SVP, New Mrkts &   | Alliances Grn                  |  |  |
| C/O APPLIED MATERIALS, INC.              |   |                   | 12/00/2018  |   | ovi, new mixio e   | induces ofp                    |  |  |
| 3050 BOWERS AVE., M/S 1268, PO BOX 58039 |   | 268, PO BOX 58039 |   |   |  |                                |  |  |
|  |   |                   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                              | 6. Individual or Joint/Group Filing (Check Applicable |  |                                |  |  |
| (Street)                                 |   |                   |   | Line)   |  |                                |  |  |
| SANTA CL                                 | ARA CA                                    | 95054             |   | X   | Form filed by One Re                                       | porting Person                 |  |  |
|  |   | 55054             | -   |   | Form filed by More that<br>Person                          | an One Reporting               |  |  |
| (City)                                   | (State)                                   | (Zip)             |   |   |  |                                |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      | 4. Securities Acquired (A) of<br>Disposed Of (D) (Instr. 3, 4<br>5) |                       |               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |
|---------------------------------|--|---|------|---|-----------------------|---------------|---|---|---|----------|
|                                 |  |   | Code | v   | Amount                | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)                                |   | (1150.4) |
| Common Stock                    | 12/06/2018                                 |   | A    |   | 42,682(1)             | A             | \$0   | 512,802 <sup>(2)</sup>  | D   |          |
| Common Stock                    | 12/06/2018                                 |   | Α    |   | 42,682 <sup>(3)</sup> | A             | \$ <u>0</u>   | 555,484 <sup>(2)</sup>  | D   |          |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deriv<br>Secu<br>Acqu<br>(A) of<br>Dispo<br>of (D)<br>(Instr | 5. Number<br>of 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |                     | iration Date Amount of |       |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|--|---------------------|------------------------|-------|--|---|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)  | Date<br>Exercisable | Expiration<br>Date     | Title | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |

#### Explanation of Responses:

1. Represents performance shares that will be converted on a one-for-one basis into shares of Applied Materials common stock upon vesting, which vesting is scheduled to occur on December 19, 2021, depending on the achievement of specified performance goals and continued employment through the vest date. The number of shares shown is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on the achievement of specified performance goals.

2. Number of shares includes 266,803 performance shares and restricted stock units previously reported that in the future will be converted on a one-for-one basis into shares of Applied Materials common stock upon vesting, which vesting is scheduled to occur as follows: (a) 88,746 performance shares are scheduled to vest in installments in December of 2018 and 2019, (b) 51,911 performance shares are scheduled to vest in December 2019, which number of shares is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on achievement of specified performance goals, (c) 34,608 restricted stock units are scheduled to vest in installments in December of 2018 and 2019, (d) 63,522 restricted stock units are scheduled to vest in installments in December of 2018 through 2021, depending on achievement of a specified performance goal, and (e) 28,016 performance shares are scheduled to vest in December 2020, which number of shares is the target amount, depending on achievement of shares is the target amount, and the actual number of shares are scheduled to vest in December 2020, which number of shares is the target amount, and (e) 28,016 performance shares are scheduled to vest in December 2020, which number of shares is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on achievement of specified performance goals, and (e) 28,016 performance shares are scheduled to vest in December 2020, which number of shares is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on achievement of specified performance goals (all vesting is subject to continued employment through each applicable vest date).

3. Represents restricted stock units that will be converted on a one-for-one basis into shares of Applied Materials common stock upon vesting, which vesting is scheduled to occur in three equal annual installments beginning December 19, 2019, depending on continued employment through each applicable vest date.

| <u>/s/ To-Anh Nguye</u> | <u>en, Attorney-</u> | 12/10/2018 |
|-------------------------|----------------------|------------|
| <u>in-Fact</u>          |                      | 12/10/2010 |
| ** Signature of Repo    | rting Person         | Date       |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.