Employee Stock Option

(right to buy) Employee Stock Option (right to buy)

Employee Stock Option

(right to buy)

\$14.41

\$14.41

\$14.18

04/04/2011

04/04/2011

04/04/2011

FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

3235-0287 Estimated average burden hours per response: 0.5

					or S	ectior	30(h) of the	Investm	ent C	ompany Act	of 1940								
1. Name and Address of Reporting Person* <u>EDMAN THOMAS T</u>						2. Issuer Name and Ticker or Trading Symbol APPLIED MATERIALS INC /DE [ AMAT ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner					
(Last) (First) (Middle)  C/O APPLIED MATERIALS, INC.					3. Date of Earliest Transaction (Month/Day/Year) 04/04/2011								X Officer (give title Other (specify below)  Group VP & GM, Display and AKT						
P.O. BOX 58039, 3050 BOWERS AV, M/S 1268  (Street)  SANTA CLARA CA 95054					4. If <i>i</i>	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(S		(Zip) le I - No	n-Deriv	ative	Sec	urities Ad	auirea	1. Di	sposed o	of, or Be	nefic	ially	Owner					
1. Title of Security (Instr. 3)  2. Transacti					Transaction 2A. Exe		2A. Deemed Execution Date, f any (Month/Day/Year)	3. Transa	ection	4. Securities Acquired		d (A) or		5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
									v	Amount	(A) or (D)	Price	Transaction(c)				(Instr. 4)		
Common	04/04/2	2011	11		M		3,615	A	\$14.41		163,	63,446 <sup>(1)</sup>							
Common	04/04/2011		11		M		5,114	A	\$14.41		168,	168,560(1)							
Common Stock				04/04/2	2011			S		5,114	D	\$15.	\$15.2928		,446(1)	D			
Common Stock				04/04/2	2011	11		M		2,357	A	\$14.18 165		165,	,803(1)	D			
Common Stock				04/04/2011				S		2,357	D	\$15.	\$15.2928 1		,446 <sup>(1)</sup>	D			
Common Stock				04/04/2	2011	)11		M		6,372	A	\$14.18 16		169,	,818 <sup>(1)</sup>	D			
Common Stock					2011	11		S		6,372	D	\$15.2928		163,	,446 <sup>(1)</sup>	D			
Common Stock 0				04/04/2	2011			M		6,503	A	\$6.04		169,	,949(1)	D			
Common Stock 0				04/04/2	2011			S		6,503	D	\$15.	\$15.2928 16		,446 <sup>(1)</sup>	D			
Common Stock				04/04/2	2011			M		4,876	A	\$5	\$5.45 168		,322(1)	D	_		
Common Stock				04/04/2	2011			S		4,876	D	\$15.	2928	8 163,446 <sup>(1)</sup>		D			
Common Stock 04/04				04/04/2	/2011			M		1,627	A	\$5.45		165,	65,073 <sup>(1)</sup>		_		
Common Stock 04/04/20					2011			S		1,627	D	\$15.	2928	163,	,446 <sup>(1)</sup>	D			
		T	Table II							posed of, converti				Owned					
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any						tion of		Exerci on Da Day/Y		7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Own Forn Director In (I) (II	ership n: ct (D) direct nstr. 4)	11. Nature of Indirec Beneficial Ownershi (Instr. 4)	
								Date		Expiration		Amou or Numb							

01/16/2012

01/16/2012

04/17/2012

Title

Common Stock

Common

Stock

Stock

Date

of Shares

3,615

5,114

2,357

\$<mark>0</mark>

**\$0** 

\$<mark>0</mark>

0

0

0

D

D

D

Exercisable

04/20/2005

04/20/2005

04/20/2005

(A) (D)

3,615

5,114

2,357

Code ٧

M

М

M

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$14.18	04/04/2011		M			6,372	04/20/2005	04/17/2012	Common Stock	6,372	\$0	0	D	
Employee Stock Option (right to buy)	\$6.04	04/04/2011		М			6,503	05/04/2006	07/25/2012	Common Stock	6,503	\$0	0	D	
Employee Stock Option (right to buy)	\$5.45	04/04/2011		М			4,876	10/16/2005	10/16/2012	Common Stock	4,876	\$0	0	D	
Employee Stock Option (right to buy)	\$5.45	04/04/2011		М			1,627	05/04/2006	10/16/2012	Common Stock	1,627	\$0	0	D	

## **Explanation of Responses:**

1. Increased number of shares reflects periodic payroll acquisitions under Employees' Stock Purchase Plan that are exempt under Rule 16a-10 and Rule 16b-3. Number of shares includes 140,250 performance shares (restricted stock units) that in the future will be converted on a one-for-one basis into shares of Applied Materials, Inc. common stock upon vesting, which vesting is scheduled to occur as follows: (a) 6,000 shares are scheduled to vest in August 2011; (b) 18,750 shares are scheduled to vest in installments during each July of 2011 through 2013; (c) 93,000 shares are scheduled to vest in installments during each February of 2012 through 2015; and (d) 22,500 shares are scheduled to vest in installments during each February of 2012 through 2014 (all vesting is subject to continued employment through each vest date).

/s/ Charmaine Mesina, Attorney-in-Fact 04/06/2011

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.

## POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of Charmaine Mesina and Yvonne Leyba, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer of Applied Materials, Inc. (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment(s) thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 22nd day of February, 2011.

/s/ Thomas T. Edman

Thomas T. Edman