

**UNITED STATES
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): August 15, 2006

Applied Materials, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

0-06920
(Commission File Number)

94-1655526
(IRS Employer
Identification No.)

3050 Bowers Avenue
P.O. Box 58039
Santa Clara, CA
(Address of principal executive offices)

95052-8039
(Zip Code)

Registrant's telephone number, including area code: (408) 727-5555

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

(b) Departure of a Principal Officer.

On August 15, 2006, Applied Materials, Inc. announced that Nancy H. Handel, Senior Vice President and Chief Financial Officer, will be retiring from the company, effective January 5, 2007.

A copy of the press release announcing the retirement of Ms. Handel is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by Applied Materials, Inc. dated August 15, 2006.

SIGNATURE

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

Applied Materials, Inc.
(Registrant)

Dated: August 15, 2006

By: /s/ Joseph J. Sweeney
Joseph J. Sweeney
*Senior Vice President, General Counsel
and Corporate Secretary*

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by Applied Materials, Inc. dated August 15, 2006.

Release: Immediate
Contact: David Miller (editorial/media)
(408) 563-9582

Randy Bane (financial community)
(408) 986-7916

Applied Materials Announces the Retirement of Chief Financial Officer Nancy H. Handel

SANTA CLARA, Calif., August 15, 2006 — Applied Materials, Inc. today announced that after more than 21 years with the company, Nancy H. Handel, senior vice president and Chief Financial Officer, will be retiring, effective January 5, 2007. Handel will assist with the transition to a new CFO.

“Nancy has been a key member of the executive team at Applied Materials for many years. Her leadership and experience have been instrumental in creating a culture of strong financial discipline and management,” said Mike Splinter, president and CEO of Applied Materials. “We extend our appreciation and gratitude for her many important contributions to our success and wish her well.”

“Throughout my career, and particularly as CFO, I have valued the opportunity to contribute to the strong financial performance of Applied Materials. I have thoroughly enjoyed growing my career and the company’s financial management capabilities to keep pace with Applied Materials’ strong global growth,” stated Nancy Handel.

Handel has served as CFO since 2004. Since joining Applied Materials in 1985, Handel has held a variety of key financial executive roles, including deputy chief financial officer, corporate controller and principal accounting officer, and treasurer. Handel currently serves on the Board of Directors of Broadcom Corporation.

Applied Materials, Inc. (Nasdaq: AMAT) is the global leader in nanomanufacturing technology™ solutions for the electronics industry with a broad portfolio of innovative equipment, service and software products. At Applied Materials, we apply nanomanufacturing technology to improve the way people live. Learn more at www.appliedmaterials.com.