

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>DICKERSON GARY E</u> (Last) (First) (Middle) <u>C/O APPLIED MATERIALS, INC.</u> <u>P.O. BOX 58039, 3050 BOWERS AV, M/S 1268</u> (Street) <u>SANTA CLARA CA 95054</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>APPLIED MATERIALS INC /DE [AMAT]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/24/2014</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/24/2014		M		63,604 ⁽¹⁾	A	\$4.4	1,400,021 ⁽²⁾	D	
Common Stock	02/24/2014		M		71,489 ⁽¹⁾	A	\$5.12	1,471,510 ⁽²⁾	D	
Common Stock	02/24/2014		M		59,573 ⁽¹⁾	A	\$5.92	1,531,083 ⁽²⁾	D	
Common Stock	02/24/2014		M		72,694 ⁽¹⁾	A	\$5.96	1,603,777 ⁽²⁾	D	
Common Stock	02/24/2014		M		375,305 ⁽¹⁾	A	\$6.15	1,979,082 ⁽²⁾	D	
Common Stock	02/24/2014		M		65,531 ⁽¹⁾	A	\$6.3	2,044,613 ⁽²⁾	D	
Common Stock	02/24/2014		S		708,196	D	\$19.14 ⁽³⁾	1,336,417 ⁽²⁾	D	

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)	\$4.4	02/24/2014		M		63,604		11/10/2011	05/14/2016	Common Stock	63,604	\$0	0	D	
Employee Stock Option (Right to Buy)	\$5.12	02/24/2014		M		71,489		11/10/2011	08/12/2017	Common Stock	71,489	\$0	0	D	
Employee Stock Option (Right to Buy)	\$5.92	02/24/2014		M		59,573		11/10/2011	02/26/2017	Common Stock	59,573	\$0	0	D	
Employee Stock Option (Right to Buy)	\$5.96	02/24/2014		M		72,694		11/10/2011	08/14/2016	Common Stock	72,694	\$0	0	D	
Employee Stock Option (Right to Buy)	\$6.15	02/24/2014		M		375,305		11/10/2011	11/12/2016	Common Stock	375,305	\$0	0	D	
Employee Stock Option (Right to Buy)	\$6.3	02/24/2014		M		65,531		11/10/2011	05/13/2017	Common Stock	65,531	\$0	0	D	

Explanation of Responses:

1. Represents stock options that were originally granted by Varian Semiconductor Equipment Associates, Inc. ("Varian"), assumed by Applied Materials, Inc. ("Applied") and converted into Applied stock options in connection with Applied's acquisition of Varian. Mr. Dickerson exercised these options to mitigate a punitive 15% excise tax that would have been levied on the value of any of his unexercised stock options

outstanding at the consummation of the planned business combination with Tokyo Electron Limited.

2. 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: (a) 900,000 performance shares previously reported that in the future will be converted on a one-for-one basis into shares of Applied common stock upon vesting, which vesting will be scheduled to occur as follows: (i) provided specified performance goals are achieved, 500,000 shares will be scheduled to vest in installments during each July of 2014 through 2016, which number of shares is the target amount, and the actual number of shares that may vest ranges from 0% to 150% of the target amount, depending on achievement of specified performance goals; and (ii) provided specified performance goals are achieved, 400,000 shares will be scheduled to vest in installments during each December of 2014 through 2016, which number of shares is the target amount, and the actual number of shares that may vest ranges from 0% to 150% of the target amount, depending on achievement of specified performance goals; and (b) 330,000 shares of restricted stock previously reported that are scheduled to vest in installments during each June of 2014 and 2015 (all vesting is subject to continued employment through each applicable vest date).

3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$19.13 to \$19.18, inclusive. The reporting person undertakes to provide to Applied Materials, Inc., any security holder of Applied Materials, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 3 to this Form 4.

/s/ Yvonne Leyba, Attorney-in-Fact 02/26/2014

** Signature of Reporting 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.

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