

APPLIED MATERIALS INC /DE  
Form 4  
August 21, 2007

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Almogy Gilad

2. Issuer Name and Ticker or Trading Symbol  
APPLIED MATERIALS INC /DE [AMAT]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
08/17/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Group Vice President

C/O APPLIED MATERIALS, INC., P.O. BOX 58039, 3050 BOWERS AV. M/S 2023  
(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

SANTA CLARA, CA 95054

(City) (State) (Zip)

**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	08/17/2007		M		40,000 A \$ 15.07	197,050 <sup>(1)</sup>	D
Common Stock	08/17/2007		S		40,000 D \$ 20.72	157,050 <sup>(1)</sup>	D
Common Stock	08/17/2007		M		30,000 A \$ 15.07	187,050 <sup>(1)</sup>	D
Common Stock	08/17/2007		S		30,000 D \$ 20.6946	157,050 <sup>(1)</sup>	D
	08/17/2007		M		37,500 A \$ 16.12	194,550 <sup>(1)</sup>	D

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Common  
Stock

Common Stock 08/17/2007 S 37,500 D \$ 20.6974 157,050 <sup>(1)</sup> D

Common Stock 08/17/2007 M 37,500 A \$ 16.12 194,550 <sup>(1)</sup> D

Common Stock 08/17/2007 S 37,500 D \$ 20.7067 157,050 <sup>(1)</sup> D

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

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SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 15.07	08/17/2007		M	40,000	07/15/2007 11/19/2009	Common Stock 40,000
Employee Stock Option (right to buy)	\$ 15.07	08/17/2007		M	30,000	07/15/2004 11/19/2009	Common Stock 30,000
Employee Stock Option (right to buy)	\$ 16.12	08/17/2007		M	37,500	<sup>(2)</sup> 11/03/2011	Common Stock 37,500
Employee Stock Option	\$ 16.12	08/17/2007		M	37,500	<sup>(2)</sup> 11/03/2011	Common Stock 37,500

(right to  
buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Almogty Gilad C/O APPLIED MATERIALS, INC. P.O. BOX 58039, 3050 BOWERS AV. M/S 2023 SANTA CLARA, CA 95054			Group Vice President	

## Signatures

/s/ Charmaine Mesina,  
Attorney-in-Fact

08/21/2007

Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- Number of shares includes 157,050 performance shares (or restricted stock units) previously reported that in the future will be converted on a one-for-one basis into shares of Applied Materials, Inc. common stock immediately upon vesting, which vesting is scheduled to occur as follows: 75,000 performance shares are scheduled to vest in four equal annual installments beginning 8/31/07 and 82,050 performance shares are scheduled to vest in three equal annual installments beginning 8/31/07 (subject to continued employment).
- (1) 25,000 shares became exercisable on each of 7/15/05, 7/15/06 and 7/15/07; and 25,000 shares become exercisable on 7/15/08, subject to continued employment.
  - (2) 25,000 shares became exercisable on each of 7/15/05, 7/15/06 and 7/15/07; and 25,000 shares become exercisable on 7/15/08, subject to continued employment.

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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