

APPLIED MATERIALS INC /DE

Form 4

September 30, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Kerley Jay

(Last) (First) (Middle)

C/O APPLIED MATERIALS,
INC., 3050 BOWERS AV. P.O.
BOX 58039, M/S 1268

(Street)

SANTA CLARA, CA 95052-8039

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

APPLIED MATERIALS INC /DE
[AMAT]

3. Date of Earliest Transaction
(Month/Day/Year)
09/26/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
GVP, Chief Information Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ 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 Ownership (Instr. 4)
Common Stock	09/26/2013		M	(A) or (D) A	5,600 (1) \$ 17.68	129,975 (2)	D
Common Stock	09/26/2013		S	D	5,600 \$ 17.77	124,375 (2)	D

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

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information contained in this form are not
required to respond unless the form
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(9-02)

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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)
Employee Stock Option (Right to Buy)	\$ 17.68	09/26/2013		M	5,600	08/31/2009 ⁽³⁾ 10/03/2013	Common Stock 5,600

Reporting Owners

Reporting Owner Name / Address	Relationships
Kerley Jay C/O APPLIED MATERIALS, INC. 3050 BOWERS AV. P.O. BOX 58039, M/S 1268 SANTA CLARA, CA 95052-8039	Director 10% Owner Officer Other GVP, Chief Information Officer

Signatures

/s/ Yvonne Leyba,
Attorney-in-Fact 09/30/2013

__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).
- (1) Represents an exercise of a portion of a stock option that would have expired on October 3, 2013, if not exercised.
Number of shares consists of 124,375 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) 3,750 units are scheduled to vest in December 2013; (b) 73,125 units are scheduled to vest during each January of 2014 through 2017; (c) 7,500 units are scheduled to vest in February 2014; and (d) 40,000 units are scheduled to vest in installments during each April of 2014 through 2017 (all vesting is subject to continued employment through each applicable vest date).
- (3) Shares became exercisable in three equal installments beginning on August 31, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.