SEC Form 4	
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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.
1(c). See Instruction 10.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* DICKERSON GARY E			2. Issuer Name and Ticker or Trading Symbol APPLIED MATERIALS INC /DE [AMAT	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
DICKERSC	<u>IN UAKI E</u>		1	1	Director	10% Owner		
(Last)	(First)	(Middle)		1	Officer (give title below)	Other (specify below)		
C/O APPLIED MATERIALS, INC. P.O. BOX 58039, 3050 BOWERS AV, M/S 1268			3. Date of Earliest Transaction (Month/Day/Year) 12/12/2024		CEO			
(Street) SANTA CLARA	СА	95054	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing Form filed by One Repor Form filed by More than Person	ting Person		
(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. Transa Code (8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(11150. 4)
Common Stock	12/12/2024		A		48,569(1)	A	\$ <mark>0</mark>	1,590,876 ⁽²⁾⁽³⁾	D	
Common Stock	12/12/2024		A		117,548(4)	Α	\$ <mark>0</mark>	1,708,424 ⁽²⁾⁽³⁾	D	
Common Stock	12/12/2024		A		39,183(5)	Α	\$ <mark>0</mark>	1,747,607 ⁽²⁾⁽³⁾	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)		Transaction of Code (Instr. Derivative		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				

Explanation of Responses:

1. Represents performance share units acquired based on achievement of specified performance goals related to performance share units previously granted. This acquisition is exempt under Rule 16b-3. The shares are scheduled to vest on December 19, 2024, subject to continued employment through the vesting date.

2. Increased number of shares reflects periodic payroll acquisitions under Employees' Stock Purchase Plan that are exempt under Rule 16a-3 and Rule 16b-3. Number of shares includes 527,339 performance share units and restricted stock units previously reported that in the future will be converted on a one-for-one basis into shares of Applied Materials, Inc. ("Applied") common stock upon vesting, which vesting is scheduled to occur as follows: (a) 78,973 performance share units are scheduled to vest in December 2024, (b) 77,922 restricted stock units are scheduled to vest in installments in December of 2025 and 2026, (c) 254,299 performance share units are scheduled to vest in installments in December of shares is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on achievement of specified performance goals, and (continued below)

3. (d) 116,145 performance share units are scheduled to vest in October of 2025, which number of shares is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on achievement of specified performance goals; notwithstanding the foregoing, if Mr. Dickerson's employment is terminated without cause prior to the end of the performance period, any unvested portion of the award will vest based on achievement of specified performance goals through his last day of employment (all vesting is subject to continued employment through each applicable vesting date).

4. Represents performance share units that will be converted on a one-for-one basis into shares of Applied common stock upon vesting, which vesting is scheduled to occur on December 19, 2027, depending on the achievement of specified performance goals and continued employment through the vesting date. The number of shares shown is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on the achievement of specified performance goals.

5. Represents restricted stock units that will be converted on a one-for-one basis into shares of Applied common stock upon vesting, which vesting is scheduled to occur in three equal annual installments beginning December 19, 2025, subject to continued employment through each applicable vesting date.

<u>/s/ To-Anh Nguyen, Attorney-</u> in-Fact <u>12/16/2024</u>

<u>in-Fact</u>

* 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.

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.