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): February 18, 2021

Applied Materials, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

000-06920 (Commission File Number)

94-1655526 (IRS Employer Identification No.)

3050 Bowers Avenue P.O. Box 58039 Santa Clara, CA 95052-8039

(Address of principal executive offices)

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class Common Stock, par value \$.01 per share **Trading Symbol** AMAT

Name of Each Exchange on Which Registered The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging Growth Company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act). \Box

Item 2.02 Results of Operations and Financial Condition.

On February 18, 2021, Applied Materials, Inc. ("Applied Materials") announced its financial results for its first quarter ended January 31, 2021. A copy of Applied Materials' press release is attached hereto as Exhibit 99.1.

The information contained herein and in the accompanying exhibit shall not be incorporated by reference into any filing of Applied Materials, whether made before or after the date hereof, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing. The information in this report, including the exhibit hereto, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release issued by Applied Materials, Inc. dated February 18, 2021
104	Cover Page Interactive Data File (formatted as inline XBRL)

SIGNATURES

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)

Date: February 18, 2021

By: /s/ Teri A. Little

Teri A. Little Senior Vice President, Chief Legal Officer and Corporate Secretary





NEWS RELEASE

APPLIED MATERIALS ANNOUNCES FIRST QUARTER 2021 RESULTS

- Record quarterly revenue of \$5.16 billion, up 24 percent year over year
- Quarterly GAAP EPS of \$1.22 and record non-GAAP EPS of \$1.39, up 27 percent and 42 percent year over year, respectively
- Generated \$1.42 billion in cash from operations

SANTA CLARA, Calif., Feb. 18, 2021 — Applied Materials, Inc. (NASDAQ: AMAT) today reported results for its first quarter ended Jan. 31, 2021.

First Quarter Results

Applied generated revenue of \$5.16 billion. On a GAAP basis, the company recorded gross margin of 45.5 percent, operating income of \$1.28 billion or 24.9 percent of net sales, and earnings per share (EPS) of \$1.22.

On a non-GAAP adjusted basis, the company reported gross margin of 45.9 percent, operating income of \$1.50 billion or 29.0 percent of net sales, and EPS of \$1.39.

The company generated \$1.42 billion in cash from operations and paid dividends of \$201 million to shareholders.

"In our first fiscal quarter, we've seen a continued acceleration of demand in our semiconductor business as major macro and industry trends fuel increasing consumption of silicon across a wide range of markets and applications," said Gary Dickerson, president and CEO. "We have strong momentum across the company, as our broad portfolio and exposure to technology inflections, combined with the traction of our new products, put us in a great position to substantially outgrow our markets again in 2021 and beyond."

Quarterly Results Summary

		Q1 FY2021	Q1 FY2020	Change		
	(In millions, except per share amounts and percentages)					
Net sales	\$	5,162 \$	4,162	24%		
Gross margin		45.5 %	44.6 %	0.9 points		
Operating margin		24.9 %	25.0 %	(0.1) points		
Net income	\$	1,130 \$	892	27%		
Diluted earnings per share	\$ 1.22 \$ 0.96		27%			
Non-GAAP Adjusted Results	Non-GAAP Adjusted Results					
Non-GAAP adjusted gross margin		45.9 %	44.9 %	1.0 points		
Non-GAAP adjusted operating margin		29.0 %	25.7 %	3.3 points		
Non-GAAP adjusted net income	\$	1,282 \$	904	42%		
Non-GAAP adjusted diluted EPS	\$	1.39 \$	0.98	42%		

First quarter GAAP results included \$152 million of severance and related charges primarily related to a one-time voluntary retirement program offered to certain eligible employees, which reduced earnings per share by \$0.13.

A reconciliation of the GAAP and non-GAAP adjusted results is provided in the financial tables included in this release. See also "Use of Non-GAAP Adjusted Financial Measures" section.

Business Outlook

In the second quarter of fiscal 2021, Applied expects net sales to be approximately \$5.39 billion, plus or minus \$200 million. Non-GAAP adjusted diluted EPS is expected to be in the range of \$1.44 to \$1.56.

This outlook for non-GAAP adjusted diluted EPS excludes known charges related to completed acquisitions of \$0.01 per share, includes the normalized tax benefit of share-based compensation of \$0.01 per share and a net income tax benefit related to intra-entity intangible asset transfers of \$0.03 per share, but does not reflect any items that are unknown at this time, such as any additional charges related to acquisitions or other non-operational or unusual items, as well as other tax related items, which we are not able to predict without unreasonable efforts due to their inherent uncertainty.

First Quarter Reportable Segment Information

<u>Semiconductor Systems</u>	Q1 FY2021		Q1 FY2020	
	(In millions, except percentages)			
Net sales	\$ 3,553	\$	2,814	
Foundry, logic and other	58 %		68 %	
DRAM	17 %		15 %	
Flash memory	25 %		17 %	
Operating income	1,261		915	
Operating margin	35.5 %		32.5 %	
Non-GAAP Adjusted Results				
Non-GAAP adjusted operating income	\$ 1,281	\$	925	
Non-GAAP adjusted operating margin	36.1 %		32.9 %	

<u>Applied Global Services</u>	 Q1 FY2021		Q1 FY2020	
	 (In millions, except percentages)			
Net sales	\$ 1,155	\$	997	
Operating income	332		278	
Operating margin	28.7 %		27.9 %	
Non-GAAP Adjusted Results				
Non-GAAP adjusted operating income	\$ 340	\$	278	
Non-GAAP adjusted operating margin	29.4 %		27.9 %	

Display and Adjacent Markets	 Q1 FY2021	Q1 FY2020		
	(In millions, exc	ept pe	ercentages)	
Net sales	\$ 411	\$	332	
Operating income	65		38	
Operating margin	15.8 %		11.4 %	
Non-GAAP Adjusted Results				
Non-GAAP adjusted operating income	\$ 75	\$	41	
Non-GAAP adjusted operating margin	18.2 %		12.3 %	

Use of Non-GAAP Adjusted Financial Measures

Applied provides investors with certain non-GAAP adjusted financial measures, which are adjusted for the impact of certain costs, expenses, gains and losses, including certain items related to mergers and acquisitions; restructuring and severance charges and any associated adjustments; certain incremental expenses related to COVID-19; impairments of assets, or investments; gain or loss on sale of strategic investments; loss on early extinguishment of debt; certain income tax items and other discrete adjustments. On a non-GAAP basis, the tax effect related to share-based compensation is recognized ratably over the fiscal year. Additionally, non-GAAP results exclude estimated discrete income tax expense items associated with U.S. tax legislation. Reconciliations of these non-GAAP measures to the most directly comparable financial measures calculated and presented in accordance with GAAP are provided in the financial tables included in this release.

Management uses these non-GAAP adjusted financial measures to evaluate the company's operating and financial performance and for planning purposes, and as performance measures in its executive compensation program. Applied believes these measures enhance an overall understanding of its performance and investors' ability to review the company's business from the same perspective as the company's management, and facilitate comparisons of this period's results with prior periods on a consistent basis by excluding items that management does not believe are indicative of Applied's ongoing operating performance. There are limitations in using non-GAAP financial measures because the non-GAAP financial measures are not prepared in accordance with generally accepted accounting principles, may be different from non-GAAP financial measures used by other companies, and may exclude certain items that may have a material impact upon our reported financial results. The presentation of this additional information is not meant to be considered in isolation or as a substitute for the directly comparable financial measures prepared in accordance with GAAP.

Webcast Information

Applied Materials will discuss these results during an earnings call that begins at 1:30 p.m. Pacific Time today. A live webcast and related slide presentation will be available at <u>www.appliedmaterials.com</u>. A replay will be available on the website beginning at 5:00 p.m. Pacific Time today.

Forward-Looking Statements

This press release contains forward-looking statements, including those regarding anticipated growth and trends in our businesses and markets, industry outlooks and demand drivers, technology transitions, our business and financial performance and market share positions, our capital allocation and cash deployment strategies, our investment and growth strategies, our development of new products and technologies, our business outlook for the second quarter of fiscal 2021 and beyond, the impact of the ongoing COVID-19 pandemic and responses thereto on our operations and financial results, strategic acquisitions and investments, including the proposed acquisition of Kokusai Electric Corporation, and other statements that are not historical facts. These statements and their underlying assumptions are subject to risks and uncertainties and are not guarantees of future performance. Factors that could cause actual results to differ materially from those expressed or implied by such statements include, without limitation: the level of demand for our products; global economic and industry conditions; the effects of regional or global health epidemics, including the severity and duration of the ongoing COVID-19 pandemic; global trade issues and changes in trade and export license policies, including the recent rules and interpretations promulgated by U.S. Department of Commerce expanding export license requirements for certain products sold to certain entities in China; consumer demand for electronic products; the demand for semiconductors; customers' technology and capacity requirements; the introduction of new and innovative technologies, and the timing of technology transitions; our ability to develop, deliver and support new products and technologies; the concentrated nature of our customer base; acquisitions, investments and divestitures; changes in income tax laws; our ability to expand our current markets, increase market share and develop new markets; market acceptance of existing and newly developed products; our ability to obtain and protect intellectual property rights in key technologies; our ability to achieve the objectives of operational and strategic initiatives, align our resources and cost structure with business conditions, and attract, motivate and retain key employees; the variability of operating expenses and results among products and segments, and our ability to accurately forecast future results, market conditions, customer requirements and business needs; and other risks and uncertainties described in our SEC filings, including our recent Forms 10-K and 8-K. All forward-looking statements are based on management's current estimates, projections and assumptions, and we assume no obligation to update them.

About Applied Materials

Applied Materials, Inc. (Nasdaq: AMAT) is the leader in materials engineering solutions used to produce virtually every new chip and advanced display in the world. Our expertise in modifying materials at atomic levels and on an industrial scale enables customers to transform possibilities into reality. At Applied Materials, our innovations make possible the technology shaping the future. Learn more at www.appliedmaterials.com.

Contact:

<u>Ricky Gradwohl</u> (editorial/media) 408.235.4676 <u>Michael Sullivan</u> (financial community) 408.986.7977

APPLIED MATERIALS, INC. UNAUDITED CONSOLIDATED CONDENSED STATEMENTS OF OPERATIONS

	Three M	onths Ended
(<u>In millions, except per share amounts)</u>	January 31, 2021	January 26, 2020
Net sales	\$ 5,162	\$ 4,162
Cost of products sold	2,813	2,304
Gross profit	2,349	1,858
Operating expenses:		
Research, development and engineering	606	552
Marketing and selling	147	135
General and administrative	161	129
Severance and related charges	152	—
Total operating expenses	1,066	816
Income from operations	1,283	1,042
Interest expense	61	59
Interest and other income, net	18	22
Income before income taxes	1,240	1,005
Provision for income taxes	110	113
Net income	\$ 1,130	\$ 892
Earnings per share:		
Basic	\$ 1.23	\$ 0.97
Diluted	\$ 1.22	\$ 0.96
Weighted average number of shares:		
Basic	915	916
Diluted	925	927

APPLIED MATERIALS, INC. UNAUDITED CONSOLIDATED CONDENSED BALANCE SHEETS

(<u>In millions)</u>	January 31, 2021	October 25, 2020	
ASSETS			
Current assets:			
Cash and cash equivalents	\$ 6,213	\$ 5,351	
Short-term investments	410	387	
Accounts receivable, net	3,045	2,963	
Inventories	3,925	3,904	
Other current assets	676	764	
Total current assets	14,269	13,369	
Long-term investments	1,601	1,538	
Property, plant and equipment, net	1,638	1,604	
Goodwill	3,479	3,466	
Purchased technology and other intangible assets, net	140	153	
Deferred income taxes and other assets	2,178	2,223	
Total assets	\$ 23,305	\$ 22,353	
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current liabilities:			
Accounts payable and accrued expenses	\$ 2,932	\$ 3,138	
Contract liabilities	1,572	1,321	
Total current liabilities	4,504	4,459	
Long-term debt, net of current portion	5,449	5,448	
Income taxes payable	1,210	1,206	
Other liabilities	669	662	
Total liabilities	11,832	11,775	
Total stockholders' equity	11,473	10,578	
Total liabilities and stockholders' equity	\$ 23,305	\$ 22,353	

APPLIED MATERIALS, INC. UNAUDITED CONSOLIDATED CONDENSED STATEMENTS OF CASH FLOWS

	Three Months Ended		
(In millions)	January 31, 2021	January 26, 2020	
Cash flows from operating activities:			
Net income	\$ 1,130	\$ 892	
Adjustments required to reconcile net income to cash provided by operating activities:			
Depreciation and amortization	94	94	
Severance and related charges	148		
Share-based compensation	107	93	
Deferred income taxes	28	30	
Other	—	1:	
Net change in operating assets and liabilities	(86) (137	
Cash provided by operating activities	1,421	98	
Cash flows from investing activities:		_	
Capital expenditures	(121) (102	
Cash paid for acquisitions, net of cash acquired	(12) –	
Proceeds from sales and maturities of investments	358	368	
Purchases of investments	(441) (428	
Cash used in investing activities	(216) (162	
Cash flows from financing activities:			
Proceeds from common stock issuances		1:	
Common stock repurchases	—	(200	
Tax withholding payments for vested equity awards	(142) (153	
Payments of dividends to stockholders	(201) (192	
Cash used in financing activities	(343) (530	
Increase in cash, cash equivalents and restricted cash equivalents	862	29:	
Cash, cash equivalents and restricted cash equivalents—beginning of period	5,466	3,129	
Cash, cash equivalents and restricted cash equivalents — end of period	\$ 6,328	\$ 3,424	
Reconciliation of cash, cash equivalents, and restricted cash equivalents			
Cash and cash equivalents	\$ 6,213	\$ 3,424	
Restricted cash equivalents included in deferred income taxes and other assets	115		
Total cash, cash equivalents, and restricted cash equivalents	\$ 6,328		
	\$ 0,520	<u> </u>	
Supplemental cash flow information:			
Cash payments for income taxes	\$ 110	• -	
Cash refunds from income taxes	\$ 19	÷	
Cash payments for interest	\$ 35	\$ 34	

APPLIED MATERIALS, INC. UNAUDITED SUPPLEMENTAL INFORMATION

Corporate and Other

(<u>In millions)</u>	Q1 I	Q1 FY2021		Y2020
Unallocated net sales	\$	43	\$	19
Unallocated cost of products sold and expenses		(167)		(115)
Share-based compensation		(107)		(93)
Severance and related charges		(144)		
Total	\$	(375)	\$	(189)

Additional Information

	Q1 FY2021	Q1 FY2020
Net Sales by Geography (In millions)		
United States	343	441
% of Total	6 %	10 %
Europe	299	153
% of Total	6 %	4 %
Japan	458	351
% of Total	9 %	8 %
Korea	1,289	508
% of Total	25 %	12 %
Taiwan	1,200	1,365
% of Total	23 %	33 %
Southeast Asia	190	72
% of Total	4 %	2 %
China	1,383	1,272
% of Total	27 %	31 %
Employees (In thousands)		
Regular Full Time	24.2	22.3

APPLIED MATERIALS, INC. UNAUDITED RECONCILIATION OF GAAP TO NON-GAAP ADJUSTED RESULTS

		Three Mor	onths Ended		
(In millions, except percentages)	1	January 31, 2021	J	January 26, 2020	
Non-GAAP Adjusted Gross Profit		2021		2020	
Reported gross profit - GAAP basis	\$	2,349	\$	1,858	
Certain items associated with acquisitions ¹	Ψ	8	Ψ	9	
Certain incremental expenses related to COVID-19 ²		12		_	
Non-GAAP adjusted gross profit	\$	2,369	\$	1.867	
Non-GAAP adjusted gross margin	.	45.9 %	÷	44.9 %	
Non-GAAP Adjusted Operating Income		10.5 70		11.5 70	
Reported operating income - GAAP basis	\$	1,283	\$	1,042	
Certain items associated with acquisitions ¹		13		13	
Acquisition integration and deal costs		24		13	
Certain incremental expenses related to COVID-19 ²		24		_	
Severance and related charges ³		152		_	
Non-GAAP adjusted operating income	\$	1,496	\$	1,068	
Non-GAAP adjusted operating margin		29.0 %		25.7 %	
Non-GAAP Adjusted Net Income					
Reported net income - GAAP basis	\$	1,130	\$	892	
Certain items associated with acquisitions ¹		13		13	
Acquisition integration and deal costs		24		13	
Certain incremental expenses related to COVID-19 ²		24		—	
Severance and related charges ³		152		_	
Realized loss (gain) on strategic investments, net		(2)		2	
Unrealized loss (gain) on strategic investments, net		(6)		2	
Income tax effect of share-based compensation ⁴		(29)		(33)	
Income tax effects related to intra-entity intangible asset transfers		20		21	
Resolution of prior years' income tax filings and other tax items		(3)		(1)	
Income tax effect of non-GAAP adjustments ⁵		(41)		(5)	
Non-GAAP adjusted net income	\$	1,282	\$	904	

1 These items are incremental charges attributable to completed acquisitions, consisting of amortization of purchased intangible assets.

2 Temporary incremental employee compensation during the COVID-19 pandemic.

3 The severance and related charges primarily related to a one-time voluntary retirement program offered to certain eligible employees.

4 GAAP basis tax benefit related to share-based compensation is recognized ratably over the fiscal year on a non-GAAP basis.

5 Adjustment to provision for income taxes related to non-GAAP adjustments reflected in income before income taxes.

APPLIED MATERIALS, INC. UNAUDITED RECONCILIATION OF GAAP TO NON-GAAP ADJUSTED RESULTS

	Three Months Ended			iled
(In millions, except per share amounts)		January 31, 2021		nuary 26, 2020
Non-GAAP Adjusted Earnings Per Diluted Share				
Reported earnings per diluted share - GAAP basis	\$	1.22	\$	0.96
Certain items associated with acquisitions		0.01		0.01
Acquisition integration and deal costs		0.02		0.01
Certain incremental expenses related to COVID-19		0.02		
Severance and related charges		0.13		
Income tax effect of share-based compensation		(0.03)		(0.03)
Income tax effects related to intra-entity intangible asset transfers		0.02		0.03
Non-GAAP adjusted earnings per diluted share	\$	1.39	\$	0.98
Weighted average number of diluted shares		925		927

APPLIED MATERIALS, INC. UNAUDITED RECONCILIATION OF GAAP TO NON-GAAP ADJUSTED RESULTS

		Three Mor	nths Ended		
(In millions, except percentages)	j	January 31, 2021		January 26, 2020	
Semiconductor Systems Non-GAAP Adjusted Operating Income		2021		2020	
Reported operating income - GAAP basis	\$	1,261	\$	915	
Certain items associated with acquisitions ¹		10		10	
Acquisition integration costs		(2)		_	
Certain incremental expenses related to COVID-19 ²		12			
Non-GAAP adjusted operating income	\$	1,281	\$	925	
Non-GAAP adjusted operating margin		36.1 %		32.9 %	
AGS Non-GAAP Adjusted Operating Income					
Reported operating income - GAAP basis	\$	332	\$	278	
Certain incremental expenses related to COVID-19 ²		8		_	
Non-GAAP adjusted operating income	\$	340	\$	278	
Non-GAAP adjusted operating margin		29.4 %		27.9 %	
Display and Adjacent Markets Non-GAAP Adjusted Operating Income					
Reported operating income - GAAP basis	\$	65	\$	38	
Certain items associated with acquisitions ¹		1		3	
Certain incremental expenses related to COVID-19 ²		1			
Severance and related charges ³		8			
Non-GAAP adjusted operating income	\$	75	\$	41	
Non-GAAP adjusted operating margin		18.2 %		12.3 %	

1 These items are incremental charges attributable to completed acquisitions, consisting of amortization of purchased intangible assets.

2 Temporary incremental employee compensation during the COVID-19 pandemic.

³ The severance and related charges related to workforce reduction actions globally across the Display and Adjacent Markets business.

Note: The reconciliation of GAAP and non-GAAP adjusted segment results above does not include certain revenues, costs of products sold and operating expenses that are reported within corporate and other and included in consolidated operating income.

UNAUDITED RECONCILIATION OF GAAP TO NON-GAAP ADJUSTED EFFECTIVE INCOME TAX RATE

(In millions, except percentages)	Three Months Ended January 31, 2021	
Provision for income taxes - GAAP basis (a)	\$ 110	
Income tax effect of share-based compensation	29	
Income tax effects related to intra-entity intangible asset transfers	(20)	
Resolutions of prior years' income tax filings and other tax items	3	
Income tax effect of non-GAAP adjustments	41	
Non-GAAP adjusted provision for income taxes (b)	\$ 163	
Income before income taxes - GAAP basis (c)	\$ 1,240	
Certain items associated with acquisitions	13	
Acquisition integration and deal costs	24	
Certain incremental expenses related to COVID-19	24	
Severance and related charges	152	
Realized loss (gain) on strategic investments, net	(2)	
Unrealized loss (gain) on strategic investments, net	(6)	
Non-GAAP adjusted income before income taxes (d)	\$ 1,445	
Effective income tax rate - GAAP basis (a/c)	 8.9 %	
$\mathbf{N}_{\mathrm{eff}} = \mathbf{C} \mathbf{A} \mathbf{A} \mathbf{D} \mathbf{e}^{\mathrm{i}} \mathbf{f}_{\mathrm{eff}} 1 \mathbf{e}^{\mathrm{i}} \mathbf{e}^{i$	 11.2.0/	
Non-GAAP adjusted effective income tax rate (b/d)	 11.3 %	