FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| | OMB APPROVAL | | | | | | | | |
|---|---------------------|-----------|--|--|--|--|--|--|--|
| l | OMB Number: | 3235-0287 | | | | | | | |
| l | Estimated average b | ourden | | | | | | | |

0.5

hours per response:

| | Check this box if no longer subject to |
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| ٦. | Section 16. Form 4 or Form 5 |
| J | obligations may continue. See |
| | Instruction 1(b). |

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* | | | | | | 2. Issuer Name and Ticker or Trading Symbol APPLIED MATERIALS INC /DE [AMAT] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
| POWELL DENNIS D | | | | | | | | | | | | | | | X | Director | | 10% | Owner | |
| (Last) (First) (Middle) C/O APPLIED MATERIALS, INC. | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2018 | | | | | | | | | | Office below | er (give title w) | Othe belov | r (specify v) | |
| 3050 BOWERS AVE, M/S 1268 P.O. BOX 58039 | | | | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) | | | | | | | | | | | | | | | X Form filed by One Reporting Person | | | | | |
| SANTA CLARA CA 95054 | | | | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | |
| (City) | (St | ate) (| Zip) | | | | | | | | | | | | | 1 010 | | | | |
| | | Tabl | e I - Nor | า-Deriv | ative | Se | curitie | s Acc | quired, | Dis | posed o | f, or | Bene | eficia | ally (| Owne | ed | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | | | Execution Execut | | A. Deemed xecution Date, any /lonth/Day/Year) | | Transaction Disposed Code (Instr. 5) | | ities Acquired (A) d Of (D) (Instr. 3, | | | 4 and Se Be Ov | | ount of ties cially d Following ted | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | v | Amount | () | A) or D) Pric | | | | | Trans | | action(s) 3 and 4) | | (111511.4) | | | | | | |
| Common Stock 12/31/ | | | | | | 1/2018 | | | | | 1,232 ⁽¹⁾ A | | A | \$ | 0 | 88,677(2) | | D | | |
| | | Та | ıble II - I | | | | | | | | sed of, onvertib | | | | y Ov | vned | | | | |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deem Execution if any (Month/Da | Date, | Date, Transaction Code (Inst | | | | 6. Date E Expiratio (Month/D | n Dat | e | Amount of | | str. 3 | Deriv Secu | Price of rivative curity str. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4 | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | | Date Exercisal | | Expiration Date | Title | Amo or Nun of Sha | ber | | | | | | |

Explanation of Responses:

- 1. Represents number of restricted stock units automatically acquired based on a value of \$32.74 per share, the closing price of Applied Materials, Inc. common stock on December 31, 2018, in a transaction exempt under Rule 16b-3(d). This automatic acquisition resulted from dividends accrued on vested restricted stock units that, pursuant to Mr. Powell's election to defer, will be converted on a one-for-one basis into shares of Applied common stock and paid to him on the date of his termination of service from the Applied Board.
- 2. Number of shares includes: (a) 57,638 restricted stock units previously reported that have vested and which, pursuant to Mr. Powell's election to defer, will be converted on a one-for-one basis into shares of Applied common stock and paid to him on the date of his termination of service from the Applied Board, and (b) 3,789 restricted stock units previously reported 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 March 2019 (subject to continued service as a director through the vest date).

/s/ To-Anh Nguyen, Attorney-

01/03/2019

<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.