SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 A Erad Men	Address of Report	ting Person <sup>*</sup>	2. Date of Event Requiring Statement (Month/Day/Year) 12/13/2006		3. Issuer Name and Ticker or Trading Symbol <u>APPLIED MATERIALS INC /DE</u> [ AMAT ]					
(Last)(First)(Middle)C/O APPLIED MATERIALS, INC.P.O. BOX 58039, 3050 BOWERS AV, M/S2023					4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) Group VP, Chief of Staff		<ul> <li>5. If Amendment, Date of Original Filed (Month/Day/Year)</li> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> </ul>			
(Street) SANTA CLARA CA 95054								X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)								
			Table I - No	n-Derivat	ive Securities Beneficial	y Owned				
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4) or Indir (Instr. 5		ect (D)   (Instr		ature of Indirect Beneficial Ownership rr. 5)	
Common Stock					128,000 <sup>(1)</sup>	D				
		(€			e Securities Beneficially nts, options, convertible		s)			
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr.		4. Conversion or Exercise		Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)	
Employee St	tock Option (ri	ight to buy)	08/05/2005	02/11/2009	Common Stock	240,000	22.84		D	
Employee Stock Option (right to buy)		07/15/2007	11/19/2009	Common Stock	35,000	15.07		D		
Employee Stock Option (right to buy)		08/05/2005	10/29/2010	Common Stock	65,000	22.58		D		
Employee Stock Option (right to buy)		08/05/2005	10/29/2010	Common Stock	100,000	22.58		D		
Employee Stock Option (right to buy)			(2)	11/03/2011	Common Stock	37,500	16.	16.12 I		
Employee Stock Option (right to buy)		(3)	12/01/2012	Common Stock	60,000	18.	64	D		

Explanation of Responses:

1. Includes 50,000 performance shares (or restricted stock units) that are scheduled to vest in four equal annual installments beginning 8/31/07 and 78,000 performance shares that are scheduled to vest in three equal annual installments beginning 8/31/07 (assuming continued employment). The performance shares will be converted on a one-for-one basis into shares of Applied Materials, Inc. common stock immediately upon vesting.

2. 18,750 shares become exercisable on each of 7/15/07 and 7/15/08 (assuming continued employment).

3. 15,000 shares became exercisable on 8/31/06 and 15,000 shares become exercisable on each of 8/31/07, 8/31/08 and 8/31/09 (assuming continued employment).

<u>/s/ Charmaine Mesina,</u>	12/21/2006
Attorney-in-Fact	<u>12/21/2006</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 5 (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.

## POWER OF ATTORNEY

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The undersigned hereby constitutes and appoints each of Charmaine Mesina and Mary Beth Towne, signing singly, the undersigned's true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer of Applied Materials, Inc. (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment(s) thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 15th day of December, 2006.

/s/ Mendy Erad Mendy Erad