| SEC Form 4 |  |
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# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

## OMB Number: 3235-0287 Estimated average burden

| Instruction                 | I(D).                 |                  | ned pursuant to Section 10(a) of the Securities Exchange Act of 1934                     |                   |   |                       |
|-----------------------------|-----------------------|------------------|--|-------------------|---|-----------------------|
|                             | ~~/                   |                  | or Section 30(h) of the Investment Company Act of 1940                                   |                   | <u>.</u>                                    |                       |
| 1. Name and A<br>Forrest St | ddress of Reporting I | Person*          | 2. Issuer Name and Ticker or Trading Symbol<br><u>APPLIED MATERIALS INC /DE</u> [ AMAT ] |                   | tionship of Reporting Pe<br>all applicable) | rson(s) to Issuer     |
| <u>Forest St</u>            | <u>epnen K</u>        |                  |  | X                 | Director                                    | 10% Owner             |
| (Last)                      | (First)               | (Middle)         | 3. Date of Earliest Transaction (Month/Day/Year)<br>03/10/2009                           | 1                 | Officer (give title below)                  | Other (specify below) |
| C/O APPLI                   | ED MATERIALS          | , INC.           |  |                   |   |                       |
| P.O. BOX 5                  | 8039, 3050 BOW        | ERS AV, M/S 2023 | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                 | 6. Indiv<br>Line) | idual or Joint/Group Filin                  | ng (Check Applicable  |
| (Street)                    |                       |                  |  | X                 | Form filed by One Rep                       | porting Person        |
| SANTA CLARA CA 95054        |                       | 95054            | _  |                   | Form filed by More that<br>Person           | an One Reporting      |
| (City)                      | (State)               | (Zip)            |  |                   |   |                       |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |   |                                    | Securities            | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|------------------------------|---|---|---|------------------------------------|-----------------------|---|---|
|                                 |  |   | Code                         | v | Amount (A) or<br>(D) Price  |   | Transaction(s)<br>(Instr. 3 and 4) | ansaction(s)          |   |   |
| Common Stock                    | 03/10/2009                                 |   | A                            |   | 21,691(1)   | Α | \$ <mark>0</mark>                  | 41,691 <sup>(2)</sup> | D   |   |

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |     | 6. Date Exerc<br>Expiration Da<br>(Month/Day/) | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|-----|-----|--|---|-------|---|--|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D) | Date<br>Exercisable                            | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

#### Explanation of Responses:

1. Represents automatic annual grant of performance shares (restricted stock units) to non-employee member of the Board of Directors pursuant to the Applied Materials, Inc. Employee Stock Incentive Plan. These performance shares will be converted on a one-for-one basis into shares of Applied Materials, Inc. common stock immediately upon vesting, which vesting is scheduled to occur in four equal annual installments beginning 3/1/10 (subject to continued service as a director).

2. Number includes 20,000 performance shares (or restricted stock units) previously reported will be converted on a one-for-one basis into Applied Materials, Inc. common stock upon vesting, which vesting is scheduled to occur in four equal annual installments beginning 6/11/09 (subject to continued service as a director).

> /s/ Charmaine Mesina, Attorney-in-Fact

03/12/2009

\*\* 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.

OMB APPROVAL 0.5 hours per response:

The undersigned hereby constitutes and appoints each of Charmaine Mesina and Yvonne Leyba, 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 a director 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 11th day of June, 2008.

/s/ Stephen R. Forrest Stephen R. Forrest