

**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): October 20, 2022

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	Trading Symbol	Name of Each Exchange on Which Registered
Common Stock, par value \$.01 per share	AMAT	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.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 20, 2022, the Board of Directors (the “Board”) of Applied Materials, Inc. (“Applied” or the “Company”) elected Kevin P. March to the Board and the Board’s Audit Committee, effective immediately.

Mr. March will receive the standard compensation payable to non-employee directors of the Board: (1) an annual retainer of \$85,000 (prorated based on his service during the fiscal year), (2) an additional annual retainer of \$25,000 for his service on the Audit Committee (prorated based on his service during the fiscal year) and (3) an automatic grant of a number of restricted stock units equal to \$240,000, divided by the market value of Applied common stock on the date of his appointment, and prorated based on the period beginning on the date of Mr. March’s appointment and ending on the date of the Company’s 2023 Annual Meeting of Shareholders. The restricted stock units are scheduled to vest in full on March 1, 2023, subject to Mr. March’s continued service as a director through that date.

Mr. March will enter into the Company’s standard form of directors’ indemnification agreement with Applied, pursuant to which the Company agrees to indemnify its directors to the fullest extent permitted by applicable law and subject to certain conditions to advance expenses in connection with proceedings as described in the indemnification agreement.

There are no arrangements or understandings between Mr. March and any other persons pursuant to which he was elected as a director. Mr. March has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Item 7.01 Regulation FD Disclosure.

Applied’s press release, dated October 24, 2022, announcing the election of Mr. March to the Board is attached hereto as Exhibit 99.1.

The information in this Item 7.01 and Exhibit 99.1 is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to liability under that section, and shall not be deemed to be incorporated by reference in any filing of Applied under the Securities Act of 1933, as amended, or the Exchange Act, unless expressly incorporated by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by Applied Materials, Inc., dated October 24, 2022
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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)

Dated: October 24, 2022

By: /s/ Teri A. Little

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



NEWS RELEASE

Applied Materials Appoints Kevin March to Board of Directors

SANTA CLARA, Calif., Oct. 24, 2022 – Applied Materials, Inc. today announced the appointment of Kevin March to serve on its Board of Directors. A semiconductor industry veteran, Mr. March brings more than 30 years of finance and business operations expertise to Applied and will serve on the Board’s Audit Committee.

“Kevin has a long, well-regarded track record of building shareholder value, and we are excited to have him join the Board,” said Tom Iannotti, Chairman of the Board of Applied Materials. “Kevin’s strong financial leadership and deep semiconductor industry experience will benefit Applied as the company continues to scale its operations to support future growth.”

Mr. March is a retired, longtime executive of Texas Instruments Incorporated (TI). He most recently served as Senior Vice President and Chief Financial Officer of the company from 2003 to 2017. Mr. March joined TI in 1984, and during his 33-year career at the company, he held numerous roles in finance, operations and business management across corporate and business unit functions. Mr. March’s leadership was instrumental in shaping TI into a focused semiconductor company, including his role in the formation of the company’s global Analog Semiconductor segment, which became the world’s largest analog semiconductor business. Mr. March also developed TI’s capital management strategy.

Mr. March is a member of the board of the United Way Foundation of Metropolitan Dallas. He holds an MBA in finance and accounting, along with a bachelor’s degree in economics and business, from the University of Pittsburgh.

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 a better future. Learn more at www.appliedmaterials.com.

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