SEC Form	4
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

1	Idress of Reporting		2. Issuer Name and Ticker or Trading Symbol APPLIED MATERIALS INC /DE [AMAT	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
DICKERS	<u>ON GARY E</u>	<u>2</u>		X	Director	10% Owner		
(Last)	(First)	(Middle)	1	X	Officer (give title below)	Other (specify below)		
C/O APPLIED MATERIALS, INC. P.O. BOX 58039, 3050 BOWERS AV, M/S 1268			3. Date of Earliest Transaction (Month/Day/Year) 12/12/2022	President and CEO				
(Street) SANTA CLARA	SANTA CA 95054		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Fi Form filed by One R Form filed by More t Person			
(City)	(State)	(Zip)						

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)				Acquired D) (Instr.	(A) or 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	12/12/2022		Α		174,942(1)	Α	\$ <mark>0</mark>	1,815,002 ⁽²⁾⁽³⁾	D	
Common Stock	12/12/2022		Α		140,578(4)	Α	\$ <mark>0</mark>	1,955,580 ⁽²⁾⁽³⁾	D	
Common Stock	12/12/2022		Α		46,860 ⁽⁵⁾	Α	\$ <u>0</u>	2,002,440 ⁽²⁾⁽³⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

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

Explanation of Responses:

1. Represents performance shares acquired based on achievement of specified performance goals related to performance shares previously granted. This acquisition is exempt under Rule 16b-3. The shares are scheduled to vest on December 19, 2022, subject to continued employment through the vesting date.

2. Increased number of shares reflects periodic payroll acquisitions under Employees' Stock Purchase Plan that are exempt under Rule 16a-3 and Rule 16b-3. Number of shares includes 565,141

performance shares and restricted stock units previously reported that in the future will be converted on a one-for-one basis into shares of Applied Materials, Inc. ("Applied") common stock upon vesting, which vesting is scheduled to occur as follows: (a) 174,942 performance shares are scheduled to vest in December 2022, (b) 72,912 restricted stock units are scheduled to vest in installments in December of 2022 through 2024, (c) 201,142 performance shares are scheduled to vest in installments in December of 2023 and 2024, which number of shares is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on achievement of specified performance goals, and (continued below)

3. (d) 116,145 performance shares are scheduled to vest in October of 2025, which number of shares is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on achievement of specified performance goals; notwithstanding the foregoing, if Mr. Dickerson's employment is terminated without cause prior to the end of the performance period, any unvested portion of the award will vest based on achievement of specified performance goals through his last day of employment (all vesting is subject to continued employment through each applicable vesting date).

4. Represents performance shares that will be converted on a one-for-one basis into shares of Applied common stock upon vesting, which vesting is scheduled to occur on December 19, 2025, depending on the achievement of specified performance goals and continued employment through the vesting date. The number of shares shown is the target amount, and the actual number of shares that may vest ranges from 0% to 200% of the target amount, depending on the achievement of specified performance goals.

5. Represents restricted stock units 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 three equal annual installments beginning December 19, 2023, subject to continued employment through each applicable vesting date.

/s/ To-Anh Nguyen, Attorney-	12/14/2022
in-Fact	12/14/2022

** 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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See