

APPLIED MATERIALS INC /DE
Form 4
March 10, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MAYDAN DAN

2. Issuer Name and Ticker or Trading Symbol
APPLIED MATERIALS INC /DE [AMAT]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/01/2004

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O APPLIED MATERIALS, INC, PO BOX 58039, 3050 BOWERS AVE., M/S 2023

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

SANTA CLARA, CA 95054

(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock					171,276 ⁽¹⁾	D	
Common Stock					693.685 ⁽²⁾	I	By the 401(k) Plan
Common Stock	12/01/2004		G	V 16,000 D \$ 0	14,618	I	Support Org ⁽³⁾
Common Stock	02/23/2005		G	V 21,992 D \$ 0	301,383	I	Family Ltd. Partnership #2

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Common Stock	02/23/2005		G	V	3,615	A	\$ 0	3,935	I	Maydan Grat #2
Common Stock	02/23/2005		G	V	602	A	\$ 0	1,269,619	I	Maydan Family Trusts ⁽⁴⁾
Common Stock	02/23/2005		G	V	7,908	A	\$ 0	7,909	I	Maydan 1998 CLAT
Common Stock	02/23/2005		G	V	7,908	D	\$ 0	1	I	Maydan 1998 CLAT
Common Stock	02/23/2005		G	V	7,908	A	\$ 0	22,526	I	Support Org ⁽³⁾
Common Stock	02/23/2005		G	V	3,501	D	\$ 0	434	I	Maydan Grat #2
Common Stock	02/23/2005		G	V	3,501	A	\$ 0	1,273,120	I	Maydan Family Trusts ⁽⁴⁾
Common Stock								413,456	I	Family Partnership #1

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr...
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAYDAN DAN C/O APPLIED MATERIALS, INC PO BOX 58039, 3050 BOWERS AVE., M/S 2023 SANTA CLARA, CA 95054		X		

Signatures

/s/ Charmaine Mesina,
Attorney-in-Fact
03/10/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Increased number of shares reflects periodic payroll acquisitions under the Applied Materials, Inc. Employees' Stock Purchase Plan that are exempt under Rule 16a-10 and Rule 16b-3.
- (2) Increased number of shares reflects acquisitions under 401(k) Plan that are exempt under Rule 16b-3.
- (3) Dr. Maydan has no pecuniary interest in these shares, but he does have a controlling interest.
- (4) Refers to trusts for the benefit of the reporting person and/or his family.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.