

APPLIED MATERIALS INC /DE
 Form 3
 December 21, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Ê Erad Menachem</p> <p>(Last) (First) (Middle)</p> <p>C/O APPLIED MATERIALS, INC., P.O. BOX 58039, 3050 BOWERS AV, M/S 2023</p> <p>(Street)</p> <p>SANTA CLARA, CA 95054</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>12/13/2006</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>APPLIED MATERIALS INC /DE [AMAT]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Group VP, Chief of Staff</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	128,000 ⁽¹⁾	D	Ê

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	08/05/2005	02/11/2009	Common Stock	240,000	\$ 22.84	D	Â
Employee Stock Option (right to buy)	07/15/2007	11/19/2009	Common Stock	35,000	\$ 15.07	D	Â
Employee Stock Option (right to buy)	08/05/2005	10/29/2010	Common Stock	65,000	\$ 22.58	D	Â
Employee Stock Option (right to buy)	08/05/2005	10/29/2010	Common Stock	100,000	\$ 22.58	D	Â
Employee Stock Option (right to buy)	Â (2)	11/03/2011	Common Stock	37,500	\$ 16.12	D	Â
Employee Stock Option (right to buy)	Â (3)	12/01/2012	Common Stock	60,000	\$ 18.64	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Erad Menachem C/O APPLIED MATERIALS, INC. P.O. BOX 58039, 3050 BOWERS AV, M/S 2023 SANTA CLARA, CA 95054	Â	Â	Â Group VP, Chief of Staff	Â

Signatures

/s/ Charmaine Mesina,
Attorney-in-Fact

12/21/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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