

APPLIED MATERIALS INC /DE  
Form 10-Q/A  
May 19, 2011

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**Form 10-Q/A**  
**(Amendment No. 1)**

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the quarterly period ended January 30, 2011**

or

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the transition period from**

**to**

**Commission File Number 000-06920**

**Applied Materials, Inc.**

*(Exact name of registrant as specified in its charter)*

**Delaware**

*(State or other jurisdiction of incorporation or organization)*

**94-1655526**

*(I.R.S. Employer Identification No.)*

**3050 Bowers Avenue,  
P.O. Box 58039**

**Santa Clara, California**

*(Address of principal executive offices)*

**95052-8039**

*(Zip Code)*

**(Registrant's telephone number, including area code)**

**(408) 727-5555**

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes  No

Number of shares outstanding of the issuer's common stock as of January 30, 2011: 1,319,407,222



**Explanatory Note**

This Amendment No. 1 to Form 10-Q ( Amendment ) amends the Quarterly Report on Form 10-Q of Applied Materials, Inc. ( Applied ) for the first fiscal quarter ended January 30, 2011, which was originally filed on February 28, 2011 (the 2Q 11 Form 10-Q ). Applied is filing this Amendment solely for the purpose of refiling Exhibit 10.62 in connection with a request for confidential treatment. This Amendment does not modify or update any part of or information set forth in the 2Q 11 Form 10-Q other than Exhibit 10.62.

**PART II. OTHER INFORMATION****Item 6. Exhibits**

Exhibits are numbered in accordance with the Exhibit Table of Item 601 of Regulation S-K:

| <b>Exhibit No</b> | <b>Description</b>  |
|-------------------|---|
| 10.60(1)          | Amendment No. 8 to the Applied Materials, Inc. Executive Deferred Compensation Plan.  |
| 10.61(1)          | Amendment No. 4 to the Applied Materials, Inc. 2005 Executive Deferred Compensation Plan.   |
| 10.62             | Settlement Agreement between Applied Materials, Inc. and Samsung Electronics Co., Ltd. dated November 1, 2010. (Confidential treatment has been requested for redacted portions of the agreement, which redacted portions have been separately provided to the Securities and Exchange Commission.) |
| 31.1              | Certification of the Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002  |
| 31.2              | Certification of the Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002  |
| 32.1(1)           | Certification of the Chief Executive Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002  |
| 32.2(1)           | Certification of the Chief Financial Officer pursuant to 18 U.S.C. Section 1350 as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002  |
| 101.INS(1)        | XBRL Instance Document  |
| 101.SCH(1)        | XBRL Taxonomy Extension Schema Document   |
| 101.CAL(1)        | XBRL Taxonomy Extension Calculation Linkbase Document   |
| 101.LAB(1)        | XBRL Taxonomy Extension Definition Linkbase Document  |
| 101.PRE(1)        | XBRL Taxonomy Extension Label Linkbase Document   |
| 101.DEF(1)        | XBRL Taxonomy Extension Presentation Linkbase Document  |

(1) Filed with the 2Q 11 Form 10-Q

**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, thereunto duly authorized.

APPLIED MATERIALS, INC.

By: /s/ JOSEPH J. SWEENEY  
Joseph J. Sweeney  
*Senior Vice President, General Counsel  
and Corporate Secretary*

Dated: May 19, 2011

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