

APPLIED MATERIALS INC /DE
Form 8-K
July 12, 2010

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): July 9, 2010

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.)

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3050 Bowers Avenue

P.O. Box 58039

Santa Clara, CA
(Address of principal executive offices)

95052-8039
(Zip Code)

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))

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

(b) Applied Materials, Inc. (Applied) has announced the retirement of Franz Janker, executive vice president, Corporate Account Management, effective July 30, 2010, after 28 years in sales and marketing roles with the company.

(e) On July 9, 2010, Applied entered into a retirement agreement and release with Mr. Janker (the Agreement). The Agreement provides Mr. Janker with a right of revocation through and including July 16, 2010. If Mr. Janker does not revoke the Agreement and it becomes effective and is not breached, Mr. Janker will receive cash severance payments totaling \$1,979,314 in three installments due as follows: \$714,657 on August 15, 2010, \$550,000 on January 31, 2011, and \$714,657 on August 1, 2011. The Agreement also includes, among other terms, a general release in favor of Applied, as well as confidentiality, non-disparagement, non-solicitation and non-competition obligations by Mr. Janker.

Item 7.01 Regulation FD Disclosure.

On July 10, 2010, Applied issued a press release announcing Mr. Janker's retirement. A copy of the press release is attached hereto as Exhibit 99.1.

The information in this Item 7.01 and in Exhibit 99.1 is furnished and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to liabilities under that section, and shall not be deemed to be incorporated by reference into the filings of Applied under the Securities Act of 1933, as amended, regardless of any general incorporation language in such filings.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit

No.	Description
99.1	Press Release issued by Applied Materials, Inc. dated July 10, 2010.

SIGNATURE

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: July 12, 2010

By: **/s/ JOSEPH J. SWEENEY**
Joseph J. Sweeney

Senior Vice President,

General Counsel and Corporate Secretary

EXHIBIT INDEX

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