

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): October 22, 2004

Applied Materials, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

0-6920
(Commission
File Number)

94-1655526
(IRS Employer
Identification No.)

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 Principal Officers; Election of Directors; Appointment of Principal Officers.

(b) Departure of a Principal Officer.

On October 22, 2004, Joseph R. Bronson resigned from Applied Materials, Inc. (Applied), effective immediately. Mr. Bronson was Executive Vice President and Chief Financial Officer of Applied.

(c) Appointment of a Principal Officer.

On October 22, 2004, Applied's Board of Directors named Nancy H. Handel as Group Vice President and Chief Financial Officer. Ms. Handel, age 53, has served as Group Vice President, Deputy Chief Financial Officer, Corporate Controller and Principal Accounting Officer of Applied since October 2000. From December 1999 to October 2000, she was Group Vice President, Global Finance, at Applied. Ms. Handel joined Applied in March 1985 and has held various other financial executive positions at the company.

Applied has not entered into an employment agreement with Ms. Handel.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by Applied Materials, Inc. dated October 25, 2004.

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)

Date: October 25, 2004

By: _____ /s/ JOSEPH J. SWEENEY
Joseph J. Sweeney
Group Vice President
Legal Affairs and Intellectual Property
and Corporate Secretary

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by Applied Materials, Inc. dated October 25, 2004.

PRESS RELEASE

Contact: Paul Bowman (financial community)
(408) 748-5227

Dave Miller (editorial/media)
(408) 563-9582

**Applied Materials Announces Management Change and
Names Nancy H. Handel as Chief Financial Officer**

SANTA CLARA, Calif., October 25, 2004 — Applied Materials, Inc. (Nasdaq: AMAT) announced today that Nancy H. Handel, group vice president, has been named chief financial officer, effective immediately. Joseph R. Bronson, former CFO, resigned from the company effective October 22, 2004 to pursue other interests.

Handel, a 19-year veteran of Applied Materials, held the post of deputy chief financial officer, corporate controller and principal accounting officer for the past four years. In this position, she was responsible for external reporting and operations finance, including product groups and regions worldwide. During her tenure she has performed a variety of key financial executive roles for Applied Materials, including 13 years as treasurer. Most recently, she was instrumental in driving the successful restructuring of the company, which delivered substantial operational returns.

“Nancy has the capability and experience to be an outstanding CFO,” said Mike Splinter, president and CEO of Applied Materials. “Her contributions have been vital to growing Applied into an industry leader.”

Prior to joining Applied Materials, Handel held treasury and financial management positions at Raychem Corporation, Crown Zellerbach and The Aviation Group. She has a B.S. degree in Economics from Purdue University, an M.B.A. from The Ohio State University and is a graduate of the Stanford Executive Program. Active in the community, Handel served on the Board of Directors for the Girl Scouts of Santa Clara County from 1991 to 2004, including the last six years as board president. She also is a member of the Advisory Board of Community Foundation Silicon Valley and served as a member of the Alumni Board of Directors of the Krannert School of Management at Purdue University. She is a member of the Women of Silicon Valley Advisory Council.

“We are grateful to Joe for his many accomplishments and contributions over the last 20 years,” Splinter said. “We wish him well in his future endeavors.”

Bronson’s resignation was not related to the company’s financial condition, financial statement disclosures or accounting practices.

Applied Materials will discuss this management change in a brief conference call today beginning at 2:30 p.m. Pacific Time. The call will be webcast on Applied Materials’ Web site (www.appliedmaterials.com) under the “Investors” section. Applied Materials will discuss its fourth quarter and fiscal year results, along with its outlook for the first fiscal quarter of 2005, as scheduled on Wednesday, November 17, beginning at 1:30 p.m. Pacific Time.

Applied Materials, Inc. (Nasdaq:AMAT) is the largest supplier of equipment and services to the global semiconductor industry. Applied Materials’ web site is www.appliedmaterials.com.