

APPLIED MATERIALS INC /DE  
Form 8-K  
March 07, 2013

**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): March 5, 2013

**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.)

Edgar Filing: APPLIED MATERIALS INC /DE - Form 8-K

**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 5.07 Submission of Matters to a Vote of Security Holders.**

The Annual Meeting of Stockholders of Applied Materials, Inc. (the Company) was held on March 5, 2013 (the Annual Meeting). At the Annual Meeting, the Company's stockholders cast their votes on three proposals, as set forth below.

**Proposal 1. Election of Directors.**

| Name of Nominee      | For         | Against    | Abstain    | Broker Non- |
|----------------------|-------------|------------|------------|-------------|
|                      |             |            |            | Votes       |
| Aart J. de Geus      | 861,350,347 | 9,337,900  | 6,629,224  | 191,274,587 |
| Stephen R. Forrest   | 861,918,401 | 8,013,951  | 7,385,019  | 191,274,587 |
| Thomas J. Iannotti   | 859,808,132 | 10,720,505 | 6,788,734  | 191,274,587 |
| Susan M. James       | 861,752,891 | 8,692,165  | 6,872,315  | 191,274,587 |
| Alexander A. Karsner | 860,973,148 | 9,712,495  | 6,631,728  | 191,274,587 |
| Gerhard H. Parker    | 857,941,273 | 11,893,291 | 7,482,807  | 191,274,587 |
| Dennis D. Powell     | 861,382,787 | 9,012,644  | 6,921,940  | 191,274,587 |
| Willem P. Roelandts  | 860,259,990 | 10,115,929 | 6,941,452  | 191,274,587 |
| James E. Rogers      | 850,499,202 | 20,516,182 | 6,301,987  | 191,274,587 |
| Michael R. Splinter  | 834,302,842 | 31,335,529 | 11,679,000 | 191,274,587 |
| Robert H. Swan       | 862,518,566 | 7,950,542  | 6,848,263  | 191,274,587 |

Each of the eleven nominees was elected to serve as a director for a one-year term and until he or she is succeeded by another qualified director who has been elected, or, if earlier, until his or her death, resignation or removal.

**Proposal 2. Approval, on an Advisory Basis, of the Compensation of the Company's Named Executive Officers.**

| For         | Against    | Abstain    | Broker Non- |
|-------------|------------|------------|-------------|
|             |            |            | Votes       |
| 844,133,400 | 22,504,912 | 10,679,159 | 191,274,587 |

The compensation of the Company's named executive officers, as disclosed in the Company's Proxy Statement for the Annual Meeting, was approved on an advisory basis.

**Proposal 3. Ratification of the Appointment of Independent Registered Public Accounting Firm.**

|   | <b>For</b>    | <b>Against</b> | <b>Abstain</b> |
|---|---------------|----------------|----------------|
|   | 1,050,697,849 | 10,499,041     | 7,395,168      |
| The appointment of KPMG LLP as the Company's independent registered public accounting firm for fiscal year 2013 was ratified. |               |                |                |

**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 hereunto duly authorized.

Applied Materials, Inc.

(Registrant)

Dated: March 7, 2013

By: /s/ Thomas F. Larkins  
Thomas F. Larkins

*Senior Vice President, General Counsel*

*and Corporate Secretary*