

FLANAGAN JOSEPH GERARD  
Form 4  
March 03, 2011

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person \*  
FLANAGAN JOSEPH GERARD

2. Issuer Name and Ticker or Trading Symbol  
APPLIED MATERIALS INC /DE [AMAT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
03/01/2011

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP, Worldwide Ops & Sply Chain

C/O APPLIED MATERIALS, INC., P.O. BOX 58039, 3050 BOWERS AV, M/S 1268

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

SANTA CLARA, CA 95054

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	03/01/2011		F	(A) or (D) D	Amount 15,725 (1) Price \$ 16.2	334,275 (2)	D

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**





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interpreting such report.

Fannie Mae filed its initial report in compliance with Rule 15Ga-1 as of February 14, 2012. Such report included all Fannie Mae mortgage securities (with those exceptions as set forth below) outstanding as of December 31, 2011 and included all activities between and including January 1, 2009 and December 31, 2011 that relate to repurchase demands made by Fannie Mae against the seller of the related mortgage loans (including activities in such period related to repurchase demands made prior to January 1, 2009) for breaches of representations and warranties related to such mortgage loans.

In accordance with Rule 15Ga-1, Fannie Mae is filing a report on a quarterly basis approximately 45 days after the end of each calendar quarter. Such report includes all Fannie Mae mortgage securities (with those exceptions as set forth below) outstanding at the beginning of that calendar quarter, and includes all activities in that calendar quarter that relate to repurchase demands made by Fannie Mae against the seller of the related mortgage loans (including additional activities in such period related to initial repurchase demands made prior to such reporting period) for breaches of representations and warranties related to such mortgage loans.

Because the report does not include information related to the origination date of a mortgage loan, market participants should not draw conclusions about the age of the mortgage loans or securities based on the date on which the report was filed. In order to determine the issue date of an MBS, one can look up the CUSIP, Trust or Pool number on the PoolTalk® application on Fannie Mae's website or utilize another third-party data source. Fannie Mae also provides the origination year of the mortgage loans in a particular pool on its PoolTalk® application and in the Prospectus Supplement for each issuance of MBS.

Fannie Mae engages in a variety of practices with respect to mortgage loans where there are breaches of representation and warranty. Fannie Mae may require a seller to repurchase mortgage loans from a Fannie Mae trust if it determines that there has been a breach of representation and warranty. Alternatively, Fannie Mae may have already removed such mortgage loans from a Fannie Mae trust in accordance with the terms of the related trust agreement at the time that it makes such repurchase demand. Such repurchase demand may result in an actual repurchase, or may alternatively result in a payment by the seller of the mortgage loan to reimburse Fannie Mae for losses that it has suffered with respect to such mortgage loan, or some other settlement of such demand, as agreed to by the seller and Fannie Mae. Each such repurchase demand made by Fannie Mae with respect to a listed mortgage security is reported herein, regardless of (i) whether the mortgage asset in question is in the related Fannie Mae trust at the time of demand and (ii) the ultimate resolution of such demand. Consistent with Fannie Mae's 10-K and 10-Q SEC filings, the first receipt date of funds for repurchase, as captured in Fannie Mae's systems, is used to determine when a repurchase demand has been fulfilled.

The report will not include percentage calculations for most fields.<sup>1</sup> Because Fannie Mae routinely makes repurchase demands after the related mortgage loans have been removed from the related Fannie Mae trust, such percentages would tend to overstate (and, in many cases, significantly overstate) the percentage of a given Fannie Mae trust that was subject to a repurchase demand. Fannie Mae will provide the number of mortgage loans and the principal balance of such mortgage loans in each case.

Breaches of representations and warranties generally relate to the underwriting of a mortgage loan, but may sometimes relate to (i) misdeliveries unrelated to the underwriting of a mortgage loan or (ii) servicing violations. The report includes

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all breaches of representation and warranty where Fannie Mae is seeking a remedy, and does not distinguish between those related to underwriting deficiencies and those unrelated to such deficiencies. For example, a mortgage loan seller may inadvertently include a fixed-rate mortgage loan as part of an adjustable-rate pool. Such fixed-rate mortgage loan may meet Fannie Mae underwriting requirements, but Fannie Mae nevertheless has the right to demand repurchase of such mortgage loan because it violates the mortgage loan seller's representation and warranty that such mortgage loan bears an adjustable rate.

This report includes only those Fannie Mae mortgage securities where Fannie Mae has the right in the related transactional documents to demand repurchase by the seller due to a breach of representation and warranty. These securities typically include Fannie Mae single-family MBS, Fannie Mae whole-loan REMICs and multifamily securities. Consequently, certain Fannie Mae mortgage securities, including Megas, Stripped Mortgage-Backed Securities, most REMIC Securities and other securities backed by Ginnie Mae securities or other securities are not included in this report.

As described above, the mortgage loans may not necessarily be in the related Fannie Mae trust at the time that such repurchase demand is made. Additionally, a mortgage loan pending repurchase that is paid off prior to the actual repurchase will not be reflected in subsequent reports. The data in the report is presented by issue date with single-family and multifamily securities commingled throughout the report and structured products (such as REMICs) reported at the end. For applicable Fannie Mae structured products governed by Rule 15Ga-1, the data will be reported at a deal-group level. As the deal-groups pay off, the data will be removed from subsequent reports. Certain terms used in the report are defined below.

The term "Total Assets by Originator" presents, by originator, the number and issue date principal balance of the mortgage loans in each Fannie Mae trust.<sup>2</sup> The term "originator" is the party that funded the mortgage loan in question. It is common practice in the residential mortgage lending industry for some originators to sell mortgage loans that they originate to third parties, who aggregate such mortgage loans from multiple originators and sell them to Fannie Mae. Because Fannie Mae's contractual relationship is with such seller rather than with the originators, Fannie Mae had not, prior to November 2012, obtained the names of such originators.<sup>3</sup> To obtain such information (in many cases, years after issuance) would be prohibitively expensive. Consequently, where Fannie Mae does not have the name of the originator, it is electing under paragraph (a)(2) of Rule 15Ga-1 not to provide the identity of such originator, but will list the originator as "Unavailable" in such cases. Fannie Mae is nevertheless able to make repurchase demands in such cases, because it is generally the seller (which party is frequently not the originator) of the mortgage loans who has made the representations and warranties to Fannie Mae and who has the obligation to repurchase such mortgage loans in the event of a breach of representation and warranty.

In November 2012, Fannie Mae began to require its mortgage loan sellers to identify the originators of mortgage loans subsequently delivered to Fannie Mae. This report includes such information, as so provided by Fannie Mae's mortgage loan sellers, with respect to securities issued in December 2012 or later. In certain cases, such information was unavailable. To obtain such information would be prohibitively expensive. Consequently, where Fannie Mae does not have the name of the originator, it is electing under paragraph (a)(2) of Rule 15Ga-1 not to provide the identity of such originator, but will list the originator as "Unavailable" in such cases.

Certain Fannie Mae mortgage securities, all of which were issued no later than January 1, 2001, included at one point in time mortgage loans for which Fannie Mae no longer has issue date principal balances. All of the mortgage loans in question were removed from the pool or were paid off prior to January 1, 2009. Fannie Mae no longer has the related issue date principal balance of such mortgage loans and obtaining such information would be impossible or prohibitively expensive. Consequently, Fannie Mae is electing under paragraph (a)(2) of Rule 15Ga-1 not to provide the issue date principal balance of such mortgage loans. The CUSIP numbers of the securities where Fannie Mae has made such election are listed below.

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The term "Assets that Were Subject of Demand" presents the number and outstanding principal balance of those mortgage loans that were the subject of a repurchase demand during the reporting period. They include assets that were repurchased, are pending repurchase, or had the demand withdrawn or rejected.

The term "Assets that Were Repurchased or Replaced" refers to the number and outstanding principal balance of mortgage loans where (i) such mortgage loans were the subject of a repurchase demand either during the reporting period or prior thereto, and (ii) one of the following events occurred:

- (A) the seller of the mortgage loan repurchased or replaced such mortgage loan from Fannie Mae,
- (B) the seller has agreed to indemnify Fannie Mae for any loss suffered, or
- (C) a settlement was reached between Fannie Mae and the seller.

The term "Assets Pending Repurchase" refers to the number and outstanding principal balance of mortgage loans where (i) such mortgage loans were the subject of a repurchase demand, either during the reporting period or prior thereto, and (ii) such repurchase (or other resolution of such claim) remains pending. This term will include both situations where the seller has not yet responded to Fannie Mae's repurchase demand as well as those situations where the loan seller has agreed to but not yet completed such repurchase.

The term "Demand in Dispute" refers to the number and outstanding principal balance of mortgage loans where (i) such mortgage loans were the subject of a repurchase demand, either during the reporting period or prior thereto, and (ii) the loan seller has disputed such demand, and such dispute remains outstanding as of the end of the reporting period.

The term "Demand Withdrawn" refers to the number and outstanding principal balance of mortgage loans where (i) such mortgage loans were the subject of a repurchase demand, either during the reporting period or prior thereto, and (ii) Fannie Mae has withdrawn such demand due to an error by Fannie Mae, a cure of the warranty breach, or otherwise.

The term "Demand Rejected" refers to the number and outstanding principal balance of mortgage loans where (i) such mortgage loan was the subject of a repurchase demand, either during the reporting period or prior thereto, and (ii) such repurchase demand was determined by a court of competent jurisdiction or other similar tribunal to be unlawful or unenforceable.

CUSIP Numbers of Fannie Mae Securities Where Certain Issue Date Principal Balances Are Unavailable

31361W5N3	31361XBR5	31361W4C8	31361XCS2
31361W6T9	31361XC37	31361W6Y8	31361W4G9
31361XB38	31361XBV6	31361XBU8	31361W6R3
31361XC94	31361XBH7	31361XDY8	31361XC78
31361XAB1	31361XBA2	31361W6S1	31361XDA0
31361XBE4	31361XDB8	31361XAA3	31361W6M4
31361XBB0	31361W6W2	31386J5K9	31361XAM7
31361XAT2	31361XB95	31361XAN5	31361XBK0
31361XCM5	31361W5P8	31361W6V4	
31361XBG9	31361W5R4	31361XCA1	
31361XAF2	31361XD36	31361XAK1	
31361XDS1	31361W7M3	31361W6C6	
31361XBS3	31361XBN4	31361W4P9	
31361XCP8	31361XDP7	31361XAH8	
31361XCB9	31361XBP9	31361XDT9	
31361W5V5	31361XB20	31361W6A0	
31361XBF1	31361W5X1	31361W4H7	
31361XCU7	31361XB61	31361XBQ7	
31361XDJ1	31361XCN3	31361W6G7	

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31361W7F8	31361XCD5	31361XB87
31361XDC6	31361XCH6	31361XC86
31361XAR6	31361XAL9	31361W6U6
31361W6N2	31361W6J1	31361XBW4

Pursuant to the requirements of the Securities Exchange Act of 1934, the reporting entity has duly

(1) In instances where percentages of the principal balances are calculated, the percentages may be adjusted in order for the totals to equal 100%.

(2) The issue date principal balance of the mortgage loans is used to calculate the issue date trust principal balance, which may not always equal the original security balance as reported in the prospectus supplement.

(3) From time to time, Fannie Mae acquires mortgage loans from a mortgage loan seller where such mortgage loans were originated by a joint venture between the mortgage loan seller and another entity. If the mortgage loan seller retains control of such joint venture (either through majority ownership or voting rights), Fannie Mae may list the related mortgage loan seller as the "originator" on this report. In addition, Fannie Mae has, in a limited number of circumstances, acquired mortgage loans originated pursuant to a contractual arrangement, specifically approved by Fannie Mae, between a third party mortgage loan seller by which the third party may have funded the mortgage loan, but the mortgage loan seller performs most of the other functions related to the origination of the mortgage loan, including taking the mortgage loan application, processing, underwriting, or delivering the mortgage loan to Fannie Mae. In such cases, Fannie Mae is electing to list the mortgage loan seller as the "originator" on this report if the mortgage loan seller had not otherwise provided the name of the originator.

(4) In the case of mortgage loans in a trust or mortgage loans removed directly from a trust due to a breach of representation and warranty, the principal balance shown will be the security balance (the amount unpaid to the related certificateholders) of the mortgage loan. In the case where the mortgage loan was removed from a trust prior to a reported event on Form 15G-ABS, the principal balance shown will be the actual balance of such mortgage loan.

<b>Signature</b>	<u>/s/ RENEE R SCHULTZ</u>
<b>Certified By:</b>	RENEE R SCHULTZ
<b>Title:</b>	SENIOR VICE PRESIDENT FOR CAPITAL MARKETS