

APPLIED MATERIALS INC /DE
Form 10-Q
May 25, 2017
Table of Contents

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Form 10-Q
(Mark One)

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

For the quarterly period ended April 30, 2017
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 94-1655526
(State or other jurisdiction of (I.R.S. Employer
incorporation or organization) Identification No.)

3050 Bowers Avenue, 95052-8039
P.O. Box 58039
Santa Clara, California (Zip Code)
(Address of principal executive offices)

(408) 727-5555
(Registrant's telephone number, including area code)

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, a smaller reporting company or an emerging growth company. See definitions of "large accelerated filer," "accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer
Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards

provided pursuant to Section 13(a) of the Exchange Act. "

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 April 30, 2017: 1,074,631,708

Table of Contents

APPLIED MATERIALS, INC.
 FORM 10-Q FOR THE QUARTERLY PERIOD ENDED APRIL 30, 2017
 TABLE OF CONTENTS

	Page
PART I. FINANCIAL INFORMATION	
Item 1: <u>Financial Statements (Unaudited)</u>	<u>3</u>
<u>Consolidated Condensed Statements of Operations for the Three and Six Months Ended April 30, 2017 and May 1, 2016</u>	<u>3</u>
<u>Consolidated Condensed Statements of Comprehensive Income for the Three and Six Months Ended April 30, 2017 and May 1, 2016</u>	<u>4</u>
<u>Consolidated Condensed Balance Sheets at April 30, 2017 and October 30, 2016</u>	<u>5</u>
<u>Consolidated Condensed Statement of Stockholders' Equity for the Six Months Ended April 30, 2017 and May 1, 2016</u>	<u>6</u>
<u>Consolidated Condensed Statements of Cash Flows for the Six Months Ended April 30, 2017 and May 1, 2016</u>	<u>7</u>
<u>Notes to Consolidated Condensed Financial Statements</u>	<u>8</u>
Item 2: <u>Management's Discussion and Analysis of Financial Condition and Results of Operations</u>	<u>33</u>
Item 3: <u>Quantitative and Qualitative Disclosures About Market Risk</u>	<u>54</u>
Item 4: <u>Controls and Procedures</u>	<u>54</u>
PART II. OTHER INFORMATION	
Item 1: <u>Legal Proceedings</u>	<u>55</u>
Item 1A: <u>Risk Factors</u>	<u>55</u>
Item 2: <u>Unregistered Sales of Equity Securities and Use of Proceeds</u>	<u>66</u>
Item 6: <u>Exhibits</u>	<u>67</u>
<u>Signatures</u>	<u>68</u>

Table of Contents

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

APPLIED MATERIALS, INC.

CONSOLIDATED CONDENSED STATEMENTS OF OPERATIONS

(In millions, except per share amounts)

	Three Months		Six Months	
	Ended		Ended	
	April 30,	May 1,	April 30,	May 1,
	2017	2016	2017	2016
	(Unaudited)			
Net sales	\$3,546	\$2,450	\$6,824	\$4,707
Cost of products sold	1,946	1,446	3,779	2,787
Gross profit	1,600	1,004	3,045	1,920
Operating expenses:				
Research, development and engineering	437	386	854	760
Marketing and selling	116	102	234	208
General and administrative	107	91	210	173
Total operating expenses	660	579	1,298	1,141
Income from operations	940	425	1,747	779
Interest expense	44	37	82	79
Interest and other income, net	12	7	14	9
Income before income taxes	908	395	1,679	709
Provision for income taxes	84	75	152	103
Net income	\$824	\$320	\$1,527	\$606
Earnings per share:				
Basic	\$0.76	\$0.29	\$1.42	\$0.54
Diluted	\$0.76	\$0.29	\$1.40	\$0.53
Weighted average number of shares:				
Basic	1,078	1,113	1,078	1,130
Diluted	1,087	1,119	1,088	1,137

See accompanying Notes to Consolidated Condensed Financial Statements.

Table of Contents

APPLIED MATERIALS, INC.

CONSOLIDATED CONDENSED STATEMENTS OF COMPREHENSIVE INCOME

(In millions)

	Three Months Ended April 30, 2017		Six Months Ended May 1, April 30, 2017 2016	
	(Unaudited)			
Net income	\$824	\$ 320	\$1,527	\$ 606
Other comprehensive income (loss), net of tax:				
Change in unrealized net gain on investments	14	3	15	4
Change in unrealized net loss on derivative instruments	(15)	(4)	—	(7)
Change in defined and postretirement benefit plans	(3)	—	(10)	—
Other comprehensive income (loss), net of tax	(4)	(1)	5	(3)
Comprehensive income	\$820	\$ 319	\$1,532	\$ 603

See accompanying Notes to Consolidated Condensed Financial Statements.

Table of Contents

APPLIED MATERIALS, INC.
 CONSOLIDATED CONDENSED BALANCE SHEETS
 (In millions)

April 30, October 30,
 2017 2016

ASSETS

Current assets:

Cash and cash equivalents	\$4,944	\$ 3,406
Short-term investments	1,800	343
Accounts receivable, net	2,381	2,279
Inventories	2,609	2,050
Other current assets	284	275
Total current assets	12,018	8,353
Long-term investments	961	929
Property, plant and equipment, net	969	937
Goodwill	3,330	3,316
Purchased technology and other intangible assets, net	490	575
Deferred income taxes and other assets	472	460
Total assets	\$18,240	\$ 14,570

LIABILITIES AND STOCKHOLDERS' EQUITY

Current liabilities:

Accounts payable, notes payable and accrued expenses	\$2,310	\$ 2,256
Customer deposits and deferred revenue	1,787	1,376
Total current liabilities	4,097	3,632
Long-term debt	5,302	3,125
Other liabilities	629	596
Total liabilities	10,028	7,353
Stockholders' equity:		
Common stock	11	11
Additional paid-in capital	6,899	6,809
Retained earnings	16,564	15,252
Treasury stock	(15,152)	(14,740)
Accumulated other comprehensive loss	(110)	(115)
Total stockholders' equity	8,212	7,217
Total liabilities and stockholders' equity	\$18,240	\$ 14,570

Amounts as of April 30, 2017 are unaudited. Amounts as of October 30, 2016 are derived from the October 30, 2016 audited consolidated financial statements.

See accompanying Notes to Consolidated Condensed Financial Statements.

Table of Contents

APPLIED MATERIALS, INC
 CONSOLIDATED CONDENSED STATEMENTS OF STOCKHOLDERS' EQUITY
 (In millions)

Six Months Ended April 30, 2017	Common Stock		Additional Paid-In Capital	Retained Earnings	Treasury Stock		Accumulated Other Comprehensive Income (Loss)	Total
	Shares	Amount			Shares	Amount		
	(Unaudited)							
Balance at October 30, 2016	1,078	\$ 11	\$ 6,809	\$ 15,252	889	\$(14,740)	\$ (115)	\$ 7,217
Net income	—	—	—	1,527	—	—	—	1,527
Other comprehensive income, net of tax	—	—	—	—	—	—	5	5
Dividends	—	—	—	(215)	—	—	—	(215)
Share-based compensation	—	—	107	—	—	—	—	107
Issuance under stock plans, net of a tax benefit of \$48 and other	8	—	(17)	—	—	—	—	(17)
Common stock repurchases	(11)	—	—	—	11	(412)	—	(412)
Balance at April 30, 2017	1,075	\$ 11	\$ 6,899	\$ 16,564	900	\$(15,152)	\$ (110)	\$ 8,212
Six Months Ended May 1, 2016	Common Stock		Additional Paid-In Capital	Retained Earnings	Treasury Stock		Accumulated Other Comprehensive Income (Loss)	Total
	Shares	Amount			Shares	Amount		
	(Unaudited)							
Balance at October 25, 2015	1,160	\$ 11	\$ 6,575	\$ 13,967	793	\$(12,848)	\$ (92)	\$ 7,613
Net income	—	—	—	606	—	—	—	606
Other comprehensive loss, net of tax	—	—	—	—	—	—	(3)	(3)
Dividends	—	—	—	(220)	—	—	—	(220)
Share-based compensation	—	—	102	—	—	—	—	102
Issuance under stock plans, net of a tax benefit of \$13 and other	10	—	(8)	—	—	—	—	(8)
Common stock repurchases	(81)	—	—	—	81	(1,525)	—	(1,525)
Balance at May 1, 2016	1,089	\$ 11	\$ 6,669	\$ 14,353	874	\$(14,373)	\$ (95)	\$ 6,565

See accompanying Notes to Consolidated Condensed Financial Statements.

Table of Contents

APPLIED MATERIALS, INC.
CONSOLIDATED CONDENSED STATEMENTS OF CASH FLOWS
(In millions)

	Six Months Ended April 30, May 1, 2017 2016	
	(Unaudited)	
Cash flows from operating activities:		
Net income	\$1,527	\$606
Adjustments required to reconcile net income to cash provided by operating activities:		
Depreciation and amortization	200	192
Share-based compensation	107	102
Excess tax benefits from share-based compensation	(48)	(13)
Deferred income taxes	9	(7)
Other	9	15
Changes in operating assets and liabilities:		
Accounts receivable	(98)	(175)
Inventories	(559)	(92)
Other current and non-current assets	(30)	54
Accounts payable and accrued expenses	(44)	(255)
Customer deposits and deferred revenue	411	216
Income taxes payable	43	44
Other liabilities	17	1
Cash provided by operating activities	1,544	688
Cash flows from investing activities:		
Capital expenditures	(141)	(115)
Cash paid for acquisitions, net of cash acquired	(26)	(8)
Proceeds from sales and maturities of investments	887	473
Purchases of investments	(2,368)	(464)
Cash used in investing activities	(1,648)	(114)
Cash flows from financing activities:		
Debt borrowings (repayments), net of issuance costs	2,176	(1,205)
Proceeds from common stock issuances	46	44
Common stock repurchases	(412)	(1,525)
Excess tax benefits from share-based compensation	48	13
Payments of dividends to stockholders	(216)	(228)
Cash provided by (used in) financing activities	1,642	(2,901)
Increase (decrease) in cash and cash equivalents	1,538	(2,327)
Cash and cash equivalents — beginning of period	3,406	4,797
Cash and cash equivalents — end of period	\$4,944	\$2,470
Supplemental cash flow information:		
Cash payments for income taxes	\$65	\$95
Cash refunds from income taxes	\$8	\$103
Cash payments for interest	\$75	\$76

See accompanying Notes to Consolidated Condensed Financial Statements.

Table of Contents

APPLIED MATERIALS, INC.
NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS
(Unaudited)

Note 1 Basis of Presentation

Basis of Presentation

In the opinion of management, the unaudited interim consolidated condensed financial statements of Applied Materials, Inc. and its subsidiaries (Applied or the Company) included herein have been prepared on a basis consistent with the October 30, 2016 audited consolidated financial statements and include all material adjustments, consisting of normal recurring adjustments, necessary to fairly present the information set forth therein. These unaudited interim consolidated condensed financial statements should be read in conjunction with the audited consolidated financial statements and notes thereto included in Applied's Annual Report on Form 10-K for the fiscal year ended October 30, 2016 (2016 Form 10-K). Applied's results of operations for the three and six months ended April 30, 2017 are not necessarily indicative of future operating results. Applied's fiscal year ends on the last Sunday in October of each year. Fiscal 2017 and 2016 contain 52 weeks and 53 weeks, respectively, and the first half of fiscal 2017 and 2016 contained 26 weeks and 27 weeks, respectively.

Certain prior year amounts have been reclassified to conform to current year presentation.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make judgments, estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ materially from those estimates. On an ongoing basis, Applied evaluates its estimates, including those related to accounts receivable and sales allowances, fair values of financial instruments, inventories, intangible assets and goodwill, useful lives of intangible assets and property and equipment, fair values of share-based awards, and income taxes, among others. Applied bases its estimates on historical experience and on various other assumptions that are believed to be reasonable, the results of which form the basis for making judgments about the carrying values of assets and liabilities.

Revenue Recognition

Applied recognizes revenue when all four revenue recognition criteria have been met: persuasive evidence of an arrangement exists; delivery has occurred or services have been rendered; seller's price to buyer is fixed or determinable; and collectability is probable. Applied's shipping terms are customarily FOB Applied shipping point or equivalent terms. Applied's revenue recognition policy generally results in revenue recognition at the following points: (1) for all transactions where legal title passes to the customer upon shipment or delivery, Applied recognizes revenue upon passage of title for all products that have been demonstrated to meet product specifications prior to shipment; the portion of revenue associated with certain installation-related tasks is deferred, and that revenue is recognized upon completion of the installation-related tasks; (2) for products that have not been demonstrated to meet product specifications prior to shipment, revenue is recognized at customer technical acceptance; (3) for transactions where legal title does not pass at shipment or delivery, revenue is recognized when legal title passes to the customer, which is generally at customer technical acceptance; and (4) for arrangements containing multiple elements, the revenue relating to the undelivered elements is deferred using the relative selling price method utilizing estimated sales prices until delivery of the deferred elements. Applied limits the amount of revenue recognition for delivered elements to the amount that is not contingent on the future delivery of products or services, future performance obligations or subject to customer-specified return or adjustment. In cases where Applied has sold products that have been demonstrated to meet product specifications prior to shipment, Applied believes that at the time of delivery, it has an enforceable claim to amounts recognized as revenue. Spare parts revenue is generally recognized upon shipment, and services revenue is generally recognized over the period that the services are provided.

When a sales arrangement contains multiple elements, such as hardware and services and/or software products, Applied allocates revenue to each element based on a selling price hierarchy. The selling price for a deliverable is based on its vendor specific objective evidence (VSOE) if available, third party evidence (TPE) if VSOE is not

available, or estimated selling price (ESP) if neither VSOE nor TPE is available. Applied generally utilizes the ESP due to the nature of its products. In multiple element arrangements where more-than-incidental software deliverables are included, revenue is allocated to each separate unit of accounting for each of the non-software deliverables, and to the software deliverables as a group, using the relative selling prices of each of the deliverables in the arrangement based on the aforementioned selling price hierarchy. If the arrangement contains more than one software deliverable, the arrangement consideration allocated to the software deliverables as a group is then allocated to each software deliverable using the guidance for recognizing software revenue.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Recent Accounting Pronouncements

Accounting Standards Adopted

Debt Issuance Costs. In April 2015, the Financial Accounting Standard Board (FASB) issued authoritative guidance that requires debt issuance costs to be presented in the balance sheet as a direct deduction from the carrying amount of the related debt liability, consistent with debt discounts. Effective in the first quarter of fiscal 2017, Applied adopted the authoritative guidance retrospectively. The adoption of this guidance did not have a significant impact on Applied's consolidated financial statements. See Note 9 of Notes to Consolidated Condensed Financial Statements for additional discussion.

Fair Value Disclosures. In May 2015, the FASB issued authoritative guidance to remove the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. The new guidance also removes the requirement of certain disclosures for all investments that are eligible to be measured at fair value using the net asset value per share practical expedient. The guidance became effective for Applied in the first quarter of fiscal 2017, with retrospective application. The adoption of this guidance only impacts disclosures in Applied's annual consolidated financial statements.

Intangibles: Internal-Use Software. In April 2015, the FASB issued authoritative guidance for customers about whether a cloud computing arrangement includes a software license. If a cloud computing arrangement includes a software license, then the customer should account for the software license element of the arrangement consistent with the acquisition of other software licenses. If a cloud computing arrangement does not include a software license, the customer should account for the arrangement as a service contract. This guidance did not change accounting for service contracts. Applied adopted this guidance effective in the first quarter of fiscal 2017 prospectively to all arrangements entered into or materially modified after the effective date. The adoption of this guidance did not have a significant impact on Applied's consolidated financial statements.

Accounting Standards Not Yet Adopted

Receivables: Nonrefundable Fees and Other Costs. In March 2017, the FASB issued authoritative guidance that will shorten the amortization period for certain callable debt securities held at a premium to the earliest call date to more closely align with expectations incorporated in market pricing. This authoritative guidance will be effective for Applied in the first quarter of fiscal 2020 on a modified retrospective basis, with early adoption permitted. Applied is currently evaluating the impact of adopting this new accounting guidance on Applied's consolidated financial statements.

Retirement Benefits. In March 2017, the FASB issued authoritative guidance which requires companies to present the service cost component of net benefit cost in the same line items in which they report compensation cost. The other components of net benefit cost are required to be presented in the income statement separately from the service cost component and outside a subtotal of income from operations, if one is presented. The authoritative guidance will be effective for Applied in the first quarter of fiscal 2019 on a retrospective basis, with early adoption permitted. The adoption of this guidance is only expected to result in reclassification of other components of net benefit costs outside of income from operations and is not expected to have a significant impact on Applied's consolidated financial statements.

Goodwill Impairment. In January 2017, the FASB issued authoritative guidance that simplifies the process required to test goodwill for impairment. The authoritative guidance will be effective for Applied in the first quarter of fiscal 2021. Early adoption is permitted. The adoption of this guidance is not expected to have a significant impact on Applied's consolidated financial statements.

Income Taxes: Intra-Entity Asset Transfers. In October 2016, the FASB issued authoritative guidance that requires entities to recognize at the transaction date the income tax consequences of intercompany asset transfers other than inventory. The authoritative guidance will be effective for Applied in the first quarter of fiscal 2019, with early adoption permitted. Applied is currently evaluating the effect of this new guidance on Applied's consolidated financial

statements.

Classification of Certain Cash Receipts and Cash Payments. In August 2016, a new authoritative guidance was issued which addresses classification of certain cash receipts and cash payments related to the statement of cash flows. The authoritative guidance will be effective for Applied in the first quarter of fiscal 2019. The adoption of this guidance is not expected to have a significant impact on Applied's consolidated financial statements.

Financial Instruments: Credit Losses. In June 2016, the FASB issued authoritative guidance that modifies the impairment model for certain financial assets by requiring use of an expected loss methodology, which will result in more timely recognition of credit losses. The authoritative guidance will be effective for Applied in the first quarter of fiscal 2021. Early adoption is permitted beginning in the first quarter of fiscal 2020. Applied is currently evaluating the effect of this new guidance on Applied's consolidated financial statements.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Share-Based Compensation. In March 2016, the FASB issued authoritative guidance that simplifies several aspects of the accounting for share-based payment transactions, including the income tax consequences, forfeitures, classification of awards as either equity or liabilities, and classification on the statement of cash flows. Applied plans to adopt the authoritative guidance effective in the first quarter of fiscal 2018. Upon adoption, Applied has elected to continue to estimate forfeitures expected to occur to determine the amount of compensation cost to be recognized in each period. The new standard will result in the recognition of excess tax benefits in provision for income taxes rather than paid-in capital prospectively, which is expected to increase volatility in Applied's results of operations. Applied also elected to apply the presentation requirements for cash flows related to excess tax benefits retrospectively. The presentation requirements for cash flows related to employee taxes paid for withheld shares will be presented as a financing activity retrospectively, as required. Applied expects cash flow from operations to increase, with a corresponding decrease in cash flow from financing activity as a result of the changes in the cash flow presentation.

Leases. In February 2016, the FASB issued authoritative guidance for lease accounting, which requires lessees to recognize lease assets and liabilities on the balance sheet for certain lease arrangements that are classified as operating leases under the previous standard, and to provide for enhanced disclosures. The authoritative guidance will be effective for Applied in the first quarter of fiscal 2020 and should be applied using a modified retrospective approach. Early adoption is permitted. Applied is currently evaluating the effect of this new guidance on Applied's consolidated financial statements.

Financial Instruments: Classification and Measurement. In January 2016, the FASB issued authoritative guidance that requires equity investments that do not result in consolidation, and are not accounted for under the equity method, to be measured at fair value, and requires recognition of any changes in fair value in net income unless the investments qualify for a new practicability exception. For financial liabilities measured at fair value, the change in fair value caused by a change in instrument-specific credit risk will be required to be presented separately in other comprehensive income. The authoritative guidance will be effective for Applied in the first quarter of fiscal 2019. Early adoption is permitted only for the provisions related to the recognition of changes in fair value of financial liabilities caused by instrument-specific credit risk. Applied is currently evaluating the effect of this new guidance on Applied's consolidated financial statements.

Inventory Measurement. In July 2015, the FASB issued authoritative guidance that requires inventory to be measured at the lower of cost and net realizable value instead of at lower of cost or market. This guidance does not apply to inventory that is measured using last-in, first out (LIFO) or the retail inventory method but applies to all other inventory including those measured using first-in, first-out (FIFO) or the average cost method. The authoritative guidance will be effective for Applied in the first quarter of fiscal 2018 and should be applied prospectively. Early adoption is permitted as of the beginning of an interim or annual reporting period. Applied is currently evaluating the effect of this new guidance on Applied's consolidated financial statements.

Revenue Recognition. In May 2014, the FASB issued authoritative guidance that requires revenue recognition to depict the transfer of promised goods or services to a customer in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This new standard will supersede most current revenue recognition guidance, including industry-specific guidance. Entities will have the option of using either a full retrospective or modified retrospective approach to adopting the guidance. Under the modified approach, an entity would recognize the cumulative effect of initially applying the guidance with an adjustment to the opening balance of retained earnings in the period of adoption. In addition, the modified approach will require additional disclosures. In August 2015, the FASB issued an amendment to defer the effective date by one year and allow entities to early adopt no earlier than the original effective date. With this amendment, the guidance will be effective for Applied in the first quarter of fiscal 2019, which is the Company's planned adoption date. In fiscal 2016, Applied established a project steering committee and cross-functional implementation team to identify potential differences that would result from applying the requirements of the new standard to Applied's revenue contracts. In addition, the

implementation team is also responsible for identifying and implementing changes to business processes, systems and controls to support recognition and disclosure under the new standard. Applied is continuing to evaluate the effect of this new guidance on Applied's financial position, results of operations and its ongoing financial reporting, including the selection of a transition method.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 2 Earnings Per Share

Basic earnings per share is determined using the weighted average number of common shares outstanding during the period. Diluted earnings per share is determined using the weighted average number of common shares and potential common shares (representing the dilutive effect of stock options, restricted stock units, and employee stock purchase plan shares) outstanding during the period. Applied's net income has not been adjusted for any period presented for purposes of computing basic or diluted earnings per share due to the Company's non-complex capital structure.

	Three Months Ended		Six Months Ended	
	April 30, 2017	May 1, 2016	April 30, 2017	May 1, 2016
	(In millions, except per share amounts)			
Numerator:				
Net income	\$824	\$320	\$1,527	\$606
Denominator:				
Weighted average common shares outstanding	1,078	1,113	1,078	1,130
Effect of dilutive stock options, restricted stock units and employee stock purchase plan shares	9	6	10	7
Denominator for diluted earnings per share	1,087	1,119	1,088	1,137
Basic earnings per share	\$0.76	\$0.29	\$1.42	\$0.54
Diluted earnings per share	\$0.76	\$0.29	\$1.40	\$0.53
Potentially dilutive securities	—	5	—	6

Potentially dilutive securities attributable to outstanding stock options and restricted stock units are excluded from the calculation of diluted earnings per share where the combined exercise price, average unamortized fair value and assumed tax benefits upon the exercise of options and the vesting of restricted stock units are greater than the average market price of Applied common stock, and therefore their inclusion would be anti-dilutive.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 3 Cash, Cash Equivalents and Investments

Summary of Cash, Cash Equivalents and Investments

The following tables summarize Applied's cash, cash equivalents and investments by security type:

April 30, 2017	Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
	(In millions)			
Cash	\$1,190	\$ —	\$ —	\$ 1,190
Cash equivalents:				
Money market funds	2,637	—	—	2,637
U.S. Treasury and agency securities	5	—	—	5
Municipal securities	193	—	—	193
Commercial paper, corporate bonds and medium-term notes	919	—	—	919
Total Cash equivalents	3,754	—	—	3,754
Total Cash and Cash equivalents	\$4,944	\$ —	\$ —	\$ 4,944
Short-term and long-term investments:				
U.S. Treasury and agency securities	\$531	\$ —	\$ 1	\$ 530
Non-U.S. government securities*	162	—	—	162
Municipal securities	847	1	—	848
Commercial paper, corporate bonds and medium-term notes	768	1	1	768
Asset-backed and mortgage-backed securities	293	—	—	293
Total fixed income securities	2,601	2	2	2,601
Publicly traded equity securities	24	63	—	87
Equity investments in privately-held companies	73	—	—	73
Total short-term and long-term investments	\$2,698	\$ 65	\$ 2	\$ 2,761
Total Cash, Cash equivalents and Investments	\$7,642	\$ 65	\$ 2	\$ 7,705

* Includes agency debt securities guaranteed by non-U.S. governments, which consist of Canada and Germany.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

October 30, 2016	Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
	(In millions)			
Cash	\$1,103	\$ —	\$ —	\$ 1,103
Cash equivalents:				
Money market funds	1,889	—	—	1,889
U.S. Treasury and agency securities	10	—	—	10
Non-U.S. government securities*	10	—	—	10
Municipal securities	253	—	—	253
Commercial paper, corporate bonds and medium-term notes	141	—	—	141
Total Cash equivalents	2,303	—	—	2,303
Total Cash and Cash equivalents	\$3,406	\$ —	\$ —	\$ 3,406
Short-term and long-term investments:				
U.S. Treasury and agency securities	\$195	\$ —	\$ —	\$ 195
Non-U.S. government securities*	5	—	—	5
Municipal securities	408	—	—	408
Commercial paper, corporate bonds and medium-term notes	273	1	—	274
Asset-backed and mortgage-backed securities	253	1	1	253
Total fixed income securities	1,134	2	1	1,135
Publicly traded equity securities	26	44	3	67
Equity investments in privately-held companies	70	—	—	70
Total short-term and long-term investments	\$1,230	\$ 46	\$ 4	\$ 1,272
Total Cash, Cash equivalents and Investments	\$4,636	\$ 46	\$ 4	\$ 4,678

* Includes agency debt securities guaranteed by non-U.S. governments, which consist of Canada and Germany.

Maturities of Investments

The following table summarizes the contractual maturities of Applied's investments at April 30, 2017:

	Cost	Estimated Fair Value
	(In millions)	
Due in one year or less	\$1,777	\$ 1,778
Due after one through five years	531	530
No single maturity date**	390	453
	\$2,698	\$ 2,761

** Securities with no single maturity date include publicly-traded and privately-held equity securities, and asset-backed and mortgage-backed securities.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Gains and Losses on Investments

During the three and six months ended April 30, 2017 and May 1, 2016, gross realized gains and losses on investments were not material.

At April 30, 2017 and October 30, 2016, gross unrealized losses related to Applied's investment portfolio were not material. Applied regularly reviews its investment portfolio to identify and evaluate investments that have indications of possible impairment. Factors considered in determining whether an unrealized loss is considered to be temporary, or other-than-temporary and therefore impaired, include: the length of time and extent to which fair value has been lower than the cost basis; the financial condition, credit quality and near-term prospects of the investee; and whether it is more likely than not that Applied will be required to sell the security prior to recovery. Generally, the contractual terms of investments in marketable securities do not permit settlement at prices less than the amortized cost of the investments. Applied determined that the gross unrealized losses on its marketable fixed-income securities at April 30, 2017 and May 1, 2016 were temporary in nature and therefore it did not recognize any impairment of its marketable fixed-income securities during the three and six months ended April 30, 2017 or May 1, 2016. Impairment charges on equity investments in privately-held companies during the three and six months ended April 30, 2017 and May 1, 2016 were not material. These impairment charges are included in interest and other income, net in the Consolidated Condensed Statement of Operations.

Unrealized gains and temporary losses on investments classified as available-for-sale are included within accumulated other comprehensive income (loss), net of any related tax effect. Upon realization, those amounts are reclassified from accumulated other comprehensive income (loss) to results of operations.

Note 4 Fair Value Measurements

Applied's financial assets are measured and recorded at fair value, except for equity investments in privately-held companies. These equity investments are generally accounted for under the cost method of accounting and are periodically assessed for other-than-temporary impairment when events or circumstances indicate that an other-than-temporary decline in value may have occurred. Applied's nonfinancial assets, such as goodwill, intangible assets, and property, plant and equipment, are recorded at cost and are assessed for impairment whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable.

Fair Value Hierarchy

Applied uses the following fair value hierarchy, which prioritizes the inputs to valuation techniques used to measure fair value into three levels and bases the categorization within the hierarchy upon the lowest level of input that is available and significant to the fair value measurement:

Level 1 — Quoted prices in active markets for identical assets or liabilities;

Level 2 — Inputs other than Level 1 that are observable, either directly or indirectly, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities; and

Level 3 — Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

Applied's investments consist primarily of debt securities that are classified as available-for-sale and recorded at their fair values. In determining the fair value of investments, Applied uses pricing information from pricing services that value securities based on quoted market prices and models that utilize observable market inputs. In the event a fair value estimate is unavailable from a pricing service, Applied generally obtains non-binding price quotes from brokers. Applied then reviews the information provided by the pricing services or brokers to determine the fair value of its short-term and long-term investments. In addition, to validate pricing information obtained from pricing services,

Applied periodically performs supplemental analysis on a sample of securities. Applied reviews any significant unanticipated differences identified through this analysis to determine the appropriate fair value. Investments with remaining effective maturities of 12 months or less from the balance sheet date are classified as short-term investments. Investments with remaining effective maturities of more than 12 months from the balance sheet date are classified as long-term investments. As of April 30, 2017, substantially all of Applied's available-for-sale, short-term and long-term investments were recognized at fair value that was determined based upon observable inputs.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Assets Measured at Fair Value on a Recurring Basis

Financial assets (excluding cash balances) measured at fair value on a recurring basis are summarized below:

	April 30, 2017			October 30, 2016		
	Level 1	Level 2	Total	Level 1	Level 2	Total
	(In millions)					
Assets:						
Money market funds	\$2,637	\$—	\$2,637	\$1,889	\$—	\$1,889
U.S. Treasury and agency securities	58	477	535	107	98	205
Non-U.S. government securities	—	162	162	—	15	15
Municipal securities	—	1,041	1,041	—	661	661
Commercial paper, corporate bonds and medium-term notes	—	1,687	1,687	—	415	415
Asset-backed and mortgage-backed securities	—	293	293	—	253	253
Publicly traded equity securities	87	—	87	67	—	67
Total	\$2,782	\$3,660	\$6,442	\$2,063	\$1,442	\$3,505

There were no transfers between Level 1 and Level 2 fair value measurements during the three and six months ended April 30, 2017 or May 1, 2016. Applied did not have any financial assets measured at fair value on a recurring basis within Level 3 fair value measurements as of April 30, 2017 or October 30, 2016.

Assets and Liabilities Measured at Fair Value on a Non-recurring Basis

Equity investments in privately-held companies are generally accounted for under the cost method of accounting and are periodically assessed for other-than-temporary impairment when an event or circumstance indicates that an other-than-temporary decline in value may have occurred. If Applied determines that an other-than-temporary impairment has occurred, the investment will be written down to its estimated fair value based on available information, such as pricing in recent rounds of financing, current cash positions, earnings and cash flow forecasts, recent operational performance and any other readily available market data. At April 30, 2017, equity investments in privately-held companies totaled \$73 million, of which \$64 million of these investments were accounted for under the cost method of accounting and \$9 million of investments had been measured at fair value on a non-recurring basis within Level 3 fair value measurements due to an other-than-temporary decline in value. At October 30, 2016, equity investments in privately-held companies totaled \$70 million, of which \$62 million of these investments were accounted for under the cost method of accounting and \$8 million of investments had been measured at fair value on a non-recurring basis within Level 3 fair value measurements due to an other-than-temporary decline in value.

Impairment charges on equity investments in privately-held companies during the three and six months ended April 30, 2017 and May 1, 2016 were not material.

Other

The carrying amounts of Applied's financial instruments, including cash and cash equivalents, accounts receivable, notes payable - short term, and accounts payable and accrued expenses, approximate fair value due to their short maturities. At April 30, 2017, the carrying amount of long-term debt was \$5.3 billion and the estimated fair value was \$5.7 billion. At October 30, 2016, the carrying amount of long-term debt was \$3.1 billion and the estimated fair value was \$3.5 billion. The estimated fair value of long-term debt is determined by Level 2 inputs and is based primarily on quoted market prices for the same or similar issues. See Note 9 of the Notes to the Consolidated Condensed Financial Statements for further detail of existing debt.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 5 Derivative Instruments and Hedging Activities

Derivative Financial Instruments

Applied conducts business in a number of foreign countries, with certain transactions denominated in local currencies, such as the Japanese yen, euro, Israeli shekel and Taiwanese dollar. Applied uses derivative financial instruments, such as forward exchange contracts and currency option contracts, to hedge certain forecasted foreign currency denominated transactions expected to occur typically within the next 24 months. The purpose of Applied's foreign currency management is to mitigate the effect of exchange rate fluctuations on certain foreign currency denominated revenues, costs and eventual cash flows. The terms of currency instruments used for hedging purposes are generally consistent with the timing of the transactions being hedged.

During fiscal 2015, Applied entered into and settled a series of forward-starting interest rate swap agreements, with a total notional amount of \$600 million to hedge against the variability of cash flows due to changes in the benchmark interest rate of fixed rate debt. These instruments were designated as cash flow hedges at inception and settled in conjunction with the issuance of debt in September 2015. The loss from the settlement of the interest rate swap agreement which was included in accumulated other comprehensive income (AOCI) in stockholders' equity is being amortized to interest expense over the term of the senior unsecured 10-year notes issued in September 2015.

During the second quarter of fiscal 2017, Applied entered into and settled interest rate lock agreements, with a total notional amount of \$700 million to hedge against the variability of cash flows due to changes in the benchmark interest rate of fixed rate debt. These instruments were designated as cash flow hedges at inception and settled in conjunction with the issuance of debt in March 2017. The \$14 million loss from the settlement of the interest rate lock agreement which was included in AOCI in stockholders' equity is being amortized to interest expense over the term of the senior unsecured 10-year notes issued in March 2017.

Applied does not use derivative financial instruments for trading or speculative purposes. Derivative instruments and hedging activities, including foreign currency exchange and interest rate contracts, are recognized on the balance sheet at fair value. Changes in the fair value of derivatives that do not qualify for hedge treatment, as well as the ineffective portion of any hedges, are recognized currently in earnings. All of Applied's derivative financial instruments are recorded at their fair value in other current assets or in accounts payable and accrued expenses.

Hedges related to anticipated transactions are designated and documented at the inception of the hedge as cash flow hedges and foreign exchange derivatives are typically entered into once per month. Cash flow hedges are evaluated for effectiveness quarterly. The effective portion of the gain or loss on these hedges is reported as a component of AOCI in stockholders' equity and is reclassified into earnings when the hedged transaction affects earnings. The majority of the after-tax net income or loss related to foreign exchange derivative instruments included in AOCI at April 30, 2017 is expected to be reclassified into earnings within 12 months. Changes in the fair value of currency forward exchange and option contracts due to changes in time value are excluded from the assessment of effectiveness. Both ineffective hedge amounts and hedge components excluded from the assessment of effectiveness are recognized in earnings. If the transaction being hedged is no longer probable to occur, or if a portion of any derivative is deemed to be ineffective, Applied promptly recognizes the gain or loss on the associated financial instrument in earnings. The amount recognized due to discontinuance of cash flow hedges that were probable not to occur by the end of the originally specified time period was not significant for the three and six months ended April 30, 2017 and May 1, 2016.

Additionally, forward exchange contracts are generally used to hedge certain foreign currency denominated assets or liabilities. These derivatives are typically entered into once per month and are not designated for hedge accounting treatment. Accordingly, changes in the fair value of these hedges are recorded in earnings to offset the changes in the fair value of the assets or liabilities being hedged.

The fair values of foreign exchange derivative instruments at April 30, 2017 and October 30, 2016 were not material.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

The effects of derivative instruments and hedging activities on the Consolidated Condensed Statements of Operations were as follows:

	Location of Gain or (Loss) Reclassified from AOCI into Income	Three Months Ended		May 1, 2016		Ineffective Portion and Amount Excluded from Effectiveness Testing	
		April 30, 2017		Effective Portion		Ineffective Portion and Amount Excluded from Effectiveness Testing	
		Gain or (Loss) Recognized in AOCI	Gain or (Loss) Reclassified from AOCI into Income	Gain or (Loss) Recognized in Income	Gain or (Loss) Reclassified from AOCI into Income	Gain or (Loss) Recognized in Income	Gain or (Loss) Reclassified from AOCI into Income
(In millions)							
Derivatives in Cash Flow Hedging Relationships							
Foreign exchange contracts	Cost of products sold	\$2	\$ 10	\$ (2)	\$(17)	\$ (9)	\$ —
Foreign exchange contracts	General and administrative	—	3	(1)	—	—	—
Interest rate contracts	Interest expense	(14)	(1)	—	—	—	—
Total		\$(12)	\$ 12	\$ (3)	\$(17)	\$ (9)	\$ —

	Location of Gain or (Loss) Reclassified from AOCI into Income	Six Months Ended		May 1, 2016		Ineffective Portion and Amount Excluded from Effectiveness Testing	
		April 30, 2017		Effective Portion		Ineffective Portion and Amount Excluded from Effectiveness Testing	
		Gain or (Loss) Recognized in AOCI	Gain or (Loss) Reclassified from AOCI into Income	Gain or (Loss) Recognized in Income	Gain or (Loss) Reclassified from AOCI into Income	Gain or (Loss) Recognized in Income	Gain or (Loss) Reclassified from AOCI into Income
(In millions)							

Derivatives in Cash Flow Hedging Relationships

Foreign exchange contracts	Cost of products sold	\$18	\$ 6	\$ (3)	\$(23)	\$ (8)	\$ —
Foreign exchange contracts	General and administrative	—	—	(1)	—	(1)	(1)
Interest rate contracts	Interest expense	(14)	(1)	—	—	(1)	—
Total		\$4	\$ 5	\$ (4)	\$(23)	\$ (10)	\$ (1)

Amount of Gain or (Loss)
Recognized in Income

Three Months Ended	Six Months Ended
--------------------------	---------------------

Location of Gain or
(Loss) Recognized
in Income

April 30, 2017	May 1, 2016	April 30, 2017	May 1, 2016
----------------	-------------	----------------	-------------

(In millions)

Derivatives Not Designated as Hedging Instruments

Foreign exchange contracts	General and administrative	\$(6)	\$(32)	25	(36)
Total		\$(6)	\$(32)	\$25	\$(36)

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Credit Risk Contingent Features

If Applied's credit rating were to fall below investment grade, it would be in violation of credit risk contingent provisions of the derivative instruments discussed above, and certain counterparties to the derivative instruments could request immediate payment on derivative instruments in net liability positions. The aggregate fair value of all derivative instruments with credit-risk related contingent features that were in a net liability position was immaterial as of April 30, 2017.

Entering into derivative contracts with banks exposes Applied to credit-related losses in the event of the banks' nonperformance. However, Applied's exposure is not considered significant.

Note 6 Accounts Receivable, Net

Applied has agreements with various financial institutions to sell accounts receivable and discount promissory notes from selected customers. Applied sells its accounts receivable without recourse. Applied, from time to time, also discounts letters of credit issued by customers through various financial institutions. The discounting of letters of credit depends on many factors, including the willingness of financial institutions to discount the letters of credit and the cost of such arrangements.

Applied sold \$86 million and \$149 million of accounts receivable during the three and six months ended April 30, 2017, respectively. Applied did not sell accounts receivable during the three and six months ended May 1, 2016.

Applied did not discount letters of credit issued by customers or discount promissory notes during the three and six months ended April 30, 2017 and May 1, 2016. Financing charges on the sale of receivables and discounting of letters of credit are included in interest expense in the accompanying Consolidated Condensed Statements of Operations and were not material for all periods presented.

Accounts receivable are presented net of allowance for doubtful accounts of \$51 million at April 30, 2017 and October 30, 2016. Applied sells its products principally to manufacturers within the semiconductor and display industries. While Applied believes that its allowance for doubtful accounts is adequate and represents its best estimate as of April 30, 2017, it continues to closely monitor customer liquidity and industry and economic conditions, which may result in changes to Applied's estimates.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 7 Balance Sheet Detail

April 30 October 30,
2017 2016

(In millions)

Inventories

Customer service spares	\$485	\$ 452
Raw materials	525	474
Work-in-process	442	393
Finished goods	1,157	731
	\$2,609	\$ 2,050

Included in finished goods inventory are \$365 million at April 30, 2017, and \$190 million at October 30, 2016, of newly-introduced systems at customer locations where the sales transaction did not meet Applied's revenue recognition criteria as set forth in Note 1. Finished goods inventory includes \$220 million and \$197 million of evaluation inventory at April 30, 2017 and October 30, 2016, respectively.

April 30 October 30,
2017 2016

(In millions)

Other Current Assets

Prepaid income taxes and income taxes receivable	\$62	\$ 87
Prepaid expenses and other	222	188
	\$284	\$ 275

Useful Life April 30 October 30,
2017 2016

(In years) (In millions)

Property, Plant and Equipment, Net

Land and improvements		\$159	\$ 159
Buildings and improvements	3-30	1,278	1,261
Demonstration and manufacturing equipment	3-5	1,069	992
Furniture, fixtures and other equipment	3-15	570	547
Construction in progress		96	84
Gross property, plant and equipment		3,172	3,043
Accumulated depreciation		(2,203)	(2,106)
		\$969	\$ 937

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

April 30 October 30,
2017 2016

(In millions)

Accounts Payable, Notes Payable and Accrued Expenses

Accounts payable	\$929	\$ 813
Notes payable, short-term	200	200
Compensation and employee benefits	445	517
Warranty	182	153
Dividends payable	107	108
Income taxes payable	83	101
Other accrued taxes	32	50
Interest payable	38	31
Other	294	283
	\$2,310	\$ 2,256

April 30 October 30,
2017 2016

(In millions)

Customer Deposits and Deferred Revenue

Customer deposits	\$324	\$ 471
Deferred revenue	1,463	905
	\$1,787	\$ 1,376

Applied typically receives deposits on future deliverables from customers in the Display and Adjacent Markets segment and, in certain instances, may also receive deposits from customers in the Applied Global Services segment.

April 30 October 30,
2017 2016

(In millions)

Other Liabilities

Deferred income taxes	\$4	\$ 1
Income taxes payable	350	337
Defined and postretirement benefit plans	184	182
Other	91	76
	\$629	\$ 596

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 8 Goodwill, Purchased Technology and Other Intangible Assets

Goodwill and Purchased Intangible Assets

Applied's methodology for allocating the purchase price relating to purchase acquisitions is determined through established and generally accepted valuation techniques. Goodwill is measured as the excess of the purchase price over the sum of the amounts assigned to tangible and identifiable intangible assets acquired less liabilities assumed. Applied assigns assets acquired (including goodwill) and liabilities assumed to one or more reporting units as of the date of acquisition. Typically, acquisitions relate to a single reporting unit and thus do not require the allocation of goodwill to multiple reporting units. If the products obtained in an acquisition are assigned to multiple reporting units, the goodwill is distributed to the respective reporting units as part of the purchase price allocation process.

Goodwill and purchased intangible assets with indefinite useful lives are not amortized, but are reviewed for impairment annually during the fourth quarter of each fiscal year and whenever events or changes in circumstances indicate that the carrying value of an asset may not be recoverable. The process of evaluating the potential impairment of goodwill and intangible assets requires significant judgment, especially in emerging markets. Applied regularly monitors current business conditions and considers other factors including, but not limited to, adverse industry or economic trends, restructuring actions and lower projections of profitability that may impact future operating results. To test goodwill for impairment, Applied first performs a qualitative assessment to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying value. If it is concluded that this is the case, Applied then performs the two-step goodwill impairment test. Otherwise, the two-step goodwill impairment test is not required. Under the two-step goodwill impairment test, Applied would in the first step compare the estimated fair value of each reporting unit to its carrying value. Applied determines the fair value of each of its reporting units based on a weighting of income and market approaches. If the carrying value of a reporting unit exceeds its fair value, Applied would then perform the second step of the impairment test in order to determine the implied fair value of the reporting unit's goodwill. If Applied determines that the carrying value of a reporting unit's goodwill exceeds its implied fair value, Applied would record an impairment charge equal to the difference.

As of April 30, 2017, Applied's reporting units include Transistor and Interconnect Group, Patterning and Packaging Group, and Imaging and Process Control Group, which combine to form the Semiconductor Systems reporting segment, Applied Global Services, and Display and Adjacent Markets.

The evaluation of goodwill and intangible assets for impairment requires the exercise of significant judgment. In the event of future changes in business conditions, Applied will be required to reassess and update its forecasts and estimates used in future impairment analyses. If the results of these future analyses are lower than current estimates, a material impairment charge may result at that time.

Details of goodwill and other indefinite-lived intangible assets as of April 30, 2017 and October 30, 2016 were as follows:

	April 30, 2017			October 30, 2016		
	Goodwill	Intangible Assets	Total	Goodwill	Intangible Assets	Total
		Other			Other	
		Assets			Assets	
	(In millions)					
Semiconductor Systems	\$2,151	\$ —	\$2,151	\$2,151	\$ —	\$2,151
Applied Global Services	1,007	—	1,007	1,010	5	1,015
Display and Adjacent Markets	172	18	190	155	20	175
Carrying amount	\$3,330	\$ 18	\$3,348	\$3,316	\$ 25	\$3,341

From time to time, Applied makes acquisitions of companies related to existing or new markets for Applied. During the first half of fiscal 2017, goodwill increased by \$14 million primarily due to an acquisition completed in the second quarter of fiscal 2017, which was not material to Applied's results of operations.

Other intangible assets that are not subject to amortization consist primarily of in-process technology, which will be subject to amortization upon commercialization. The fair value assigned to in-process technology was determined using the income approach taking into account estimates and judgments regarding risks inherent in the development process, including the likelihood of achieving technological success and market acceptance. If an in-process technology project is abandoned, the acquired technology attributable to the project will be written-off.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

A summary of Applied's purchased technology and intangible assets is set forth below:

April ~~30~~ October 30,
2017 2016

	(In millions)	
Purchased technology, net	\$ 339	\$ 409
Intangible assets - finite-lived, net	133	141
Intangible assets - indefinite-lived	18	25
Total	\$ 490	\$ 575

Finite-Lived Purchased Intangible Assets

Applied amortizes purchased intangible assets with finite lives using the straight-line method over the estimated economic lives of the assets, ranging from 1 to 15 years.

Applied evaluates long-lived assets for impairment whenever events or changes in circumstances indicate the carrying value of an asset group may not be recoverable. Applied assesses the fair value of the assets based on the amount of the undiscounted future cash flow that the assets are expected to generate and recognizes an impairment loss when estimated undiscounted future cash flow expected to result from the use of the asset, plus net proceeds expected from disposition of the asset, if any, are less than the carrying value of the asset. When Applied identifies an impairment, Applied reduces the carrying value of the group of assets to comparable market values, when available and appropriate, or to its estimated fair value based on a discounted cash flow approach.

Intangible assets, such as purchased technology, are generally recorded in connection with a business acquisition. The value assigned to intangible assets is usually based on estimates and judgments regarding expectations for the success and life cycle of products and technology acquired. Applied evaluates the useful lives of its intangible assets each reporting period to determine whether events and circumstances require revising the remaining period of amortization. In addition, Applied reviews intangible assets for impairment when events or changes in circumstances indicate their carrying value may not be recoverable. Management considers such indicators as significant differences in actual product acceptance from the estimates, changes in the competitive and economic environments, technological advances, and changes in cost structure.

Details of finite-lived intangible assets were as follows:

	April 30, 2017			October 30, 2016		
	Purchased Technology	Other Intangible Assets	Total	Purchased Technology	Other Intangible Assets	Total
	(In millions)					
Gross carrying amount:						
Semiconductor Systems	\$ 1,449	\$ 252	\$ 1,701	\$ 1,449	\$ 252	\$ 1,701
Applied Global Services	33	44	77	28	44	72
Display and Adjacent Markets	125	38	163	115	36	151
Corporate and Other	—	9	9	1	9	10
Gross carrying amount	\$ 1,607	\$ 343	\$ 1,950	\$ 1,593	\$ 341	\$ 1,934
Accumulated amortization:						
Semiconductor Systems	\$(1,127)	\$(122)	\$(1,249)	\$(1,043)	\$(113)	\$(1,156)
Applied Global Services	(28)	(44)	(72)	(27)	(44)	(71)

Edgar Filing: APPLIED MATERIALS INC /DE - Form 10-Q

Display and Adjacent Markets	(113)	(35)	(148)	(113)	(34)	(147)
Corporate and Other	—	(9)	(9)	(1)	(9)	(10)
Accumulated amortization	\$(1,268)	\$ (210)	\$(1,478)	\$(1,184)	\$ (200)	\$(1,384)
Carrying amount	\$339	\$ 133	\$472	\$409	\$ 141	\$550

22

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Details of amortization expense by segment were as follows:

	Three Months Ended April 2017		Six Months Ended May 1, 2017	
	(In millions)			
Semiconductor Systems	\$45	\$ 46	\$92	\$ 92
Applied Global Services	1	—	1	1
Display and Adjacent Markets	—	—	1	—
Corporate & Other	—	1	—	2
Total	\$46	\$ 47	\$94	\$ 95

Amortization expense was charged to the following categories:

	Three Months Ended April 2017		Six Months Ended May 1, 2017	
	(In millions)			
Cost of products sold	\$42	\$ 42	\$84	\$ 84
Research, development and engineering	—	—	1	1
Marketing and selling	4	5	9	10
Total	\$46	\$ 47	\$94	\$ 95

As of April 30, 2017, future estimated amortization expense is expected to be as follows:

	Amortization Expense (In millions)
2017 (remaining 6 months)	\$ 95
2018	189
2019	48
2020	42
2021	36
Thereafter	62
Total	\$ 472

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 9 Borrowing Facilities and Debt

Applied has credit facilities for unsecured borrowings in various currencies of up to \$1.6 billion, of which \$1.5 billion is comprised of a committed revolving credit agreement with a group of banks that is scheduled to expire in September 2020. This agreement provides for borrowings in United States dollars at interest rates keyed to one of various benchmark rates selected by Applied for each advance, plus a margin based on Applied's public debt rating and includes financial and other covenants. Remaining credit facilities in the amount of approximately \$72 million are with Japanese banks. Applied's ability to borrow under these facilities is subject to bank approval at the time of the borrowing request, and any advances will be at rates indexed to the banks' prime reference rate denominated in Japanese yen. No amounts were outstanding under any of these facilities at both April 30, 2017 and October 30, 2016, and Applied has not utilized these credit facilities.

In March 2017, Applied issued senior unsecured notes in the aggregate principal amount of \$2.2 billion and used a portion of the net proceeds to redeem the outstanding \$200 million in principal amount of its 7.125% senior notes due in October 2017 at a redemption price of \$205 million in May 2017.

Debt outstanding as of April 30, 2017 and October 30, 2016 was as follows:

	Principal Amount		Effective Interest Rate	Interest Pay Dates
	April 30, 2017	October 30, 2016		
	(In millions)			
Short-term debt:				
7.125% Senior Notes Due 2017	\$ 200	\$ 200	7.190%	April 15, October 15
Total short-term debt	200	200		
Long-term debt:				
2.625% Senior Notes Due 2020	600	600	2.640%	April 1, October 1
4.300% Senior Notes Due 2021	750	750	4.326%	June 15, December 15
3.900% Senior Notes Due 2025	700	700	3.944%	April 1, October 1
3.300% Senior Notes Due 2027	1,200	—	3.342%	April 1, October 1
5.100% Senior Notes Due 2035	500	500	5.127%	April 1, October 1
5.850% Senior Notes Due 2041	600	600	5.879%	June 15, December 15
4.350% Senior Notes Due 2047	1,000	—	4.361%	April 1, October 1
	5,350	3,150		
Total unamortized discount	(13)	(7)		
Total unamortized debt issuance costs ¹	(35)	(18)		
Total long-term debt	5,302	3,125		

Total debt	\$ 5,502	\$ 3,325
------------	----------	----------

¹ Balances reflect the effects of the retrospective adoption of the authoritative guidance in the first quarter of fiscal 2017, which required debt issuance costs to be presented as a direct reduction from the carrying amount of the related debt liability. These amounts were originally recorded under Other Assets.

24

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 10 Stockholders' Equity, Comprehensive Income and Share-Based Compensation

Accumulated Other Comprehensive Income (Loss)

Changes in the components of AOCI, net of tax, were as follows:

	Unrealized Gain (Loss)		Unrealized Gain (Loss)		
	Investments Net	Derivative Instruments Qualifying as Cash Flow Hedges	Defined and Postretirement Benefit Plans	Cumulative Translation Adjustments	Total
	(in millions)				
Balance at October 30, 2016	\$30	\$ (18)	\$ (141)	\$ 14	\$(115)
Other comprehensive income (loss) before reclassifications	14	3	—	—	17
Amounts reclassified out of AOCI	1	(3)	(10)	—	(12)
Other comprehensive income (loss), net of tax	15	—	(10)	—	5
Balance at April 30, 2017	\$45	\$ (18)	\$ (151)	\$ 14	\$(110)

	Unrealized Gain (Loss)		Unrealized Gain (Loss)		
	Investments Net	Derivative Instruments Qualifying as Cash Flow Hedges	Defined and Postretirement Benefit Plans	Cumulative Translation Adjustments	Total
	(in millions)				
Balance at October 25, 2015	\$14	\$ (15)	\$ (105)	\$ 14	\$(92)
Other comprehensive income (loss) before reclassifications	4	(14)	—	—	(10)
Amounts reclassified out of AOCI	—	7	—	—	7
Other comprehensive income (loss), net of tax	4	(7)	—	—	(3)
Balance at May 1, 2016	\$18	\$ (22)	\$ (105)	\$ 14	\$(95)

The tax effects on net income of amounts reclassified from AOCI for the three and six months ended April 30, 2017 and May 1, 2016 were not material.

Stock Repurchase Program

On June 9, 2016, Applied's Board of Directors approved a common stock repurchase program authorizing up to \$2.0 billion in repurchases. At April 30, 2017, \$1.4 billion remained available for future stock repurchases under this repurchase program.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

The following table summarizes Applied's stock repurchases for the three and six months ended April 30, 2017 and May 1, 2016:

	Three Months Ended April 30, 2017		Six Months Ended May 1, 2016	
	(in millions, except per share amount)			
Shares of common stock repurchased	7.4	45.1	11.5	80.5
Cost of stock repurchased	\$282	\$900	\$412	\$1,525
Average price paid per share	\$38.15	\$19.93	\$35.89	\$18.92

Applied records treasury stock purchases under the cost method using the first-in, first-out (FIFO) method. Upon reissuance of treasury stock, amounts in excess of the acquisition cost are credited to additional paid in capital. If Applied reissues treasury stock at an amount below its acquisition cost and additional paid in capital associated with prior treasury stock transactions is insufficient to cover the difference between the acquisition cost and the reissue price, this difference is recorded against retained earnings.

Dividends

In March 2017 and December 2016, Applied's Board of Directors declared quarterly cash dividends in the amount of \$0.10 per share. Dividends paid during the six months ended April 30, 2017 and May 1, 2016 totaled \$216 million and \$228 million, respectively. Applied currently anticipates that cash dividends will continue to be paid on a quarterly basis, although the declaration of any future cash dividend is at the discretion of the Board of Directors and will depend on Applied's financial condition, results of operations, capital requirements, business conditions and other factors, as well as a determination by the Board of Directors that cash dividends are in the best interests of Applied's stockholders.

Share-Based Compensation

Applied has a stockholder-approved equity plan, the Employee Stock Incentive Plan, which permits grants to employees of share-based awards, including stock options, restricted stock, restricted stock units, performance shares and performance units. In addition, the plan provides for the automatic grant of restricted stock units to non-employee directors and permits the grant of share-based awards to non-employee directors and consultants. Share-based awards made under the plan may be subject to accelerated vesting under certain circumstances in the event of a change in control of Applied. Applied also has two Employee Stock Purchase Plans, one generally for United States employees and a second for employees of international subsidiaries (collectively, ESPP), which enable eligible employees to purchase Applied common stock.

During the three and six months ended April 30, 2017 and May 1, 2016, Applied recognized share-based compensation expense related to stock options, ESPP shares, restricted stock, restricted stock units, performance shares and performance units. The effect of share-based compensation on the results of operations was as follows:

	Three Months Ended April 30, 2017		Six Months Ended May 1, 2016	

(In millions)

Cost of products sold	\$16	\$ 15	\$33	\$ 32
Research, development, and engineering	21	18	41	38
Marketing and selling	7	6	14	13
General and administrative	9	9	19	19
Total share-based compensation	\$53	\$ 48	\$107	\$ 102

The cost associated with share-based awards that are subject solely to time-based vesting requirements, less expected forfeitures, is recognized over the awards' service period for the entire award on a straight-line basis. The cost associated with performance-based equity awards is recognized for each tranche over the service period, based on an assessment of the likelihood that the applicable performance goals will be achieved.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

At April 30, 2017, Applied had \$378 million in total unrecognized compensation expense, net of estimated forfeitures, related to grants of share-based awards and shares issued under Applied's ESPP, which will be recognized over a weighted average period of 2.7 years. At April 30, 2017, there were 92 million shares available for grants of share-based awards under the Employee Stock Incentive Plan, and an additional 22 million shares available for issuance under the ESPP.

Restricted Stock Units, Restricted Stock, Performance Shares and Performance Units

A summary of the changes in restricted stock units, restricted stock, performance shares and performance units outstanding under Applied's equity compensation plans during the six months ended April 30, 2017 is presented below:

	Shares	Weighted Average Grant Date Fair Value
		(In millions, except per share amounts)
Outstanding at October 30, 2016	25	\$ 18.28
Granted	7	\$ 30.70
Vested	(9)	\$ 16.29
Canceled	(1)	\$ 20.07
Outstanding at April 30, 2017	22	\$ 23.16

At April 30, 2017, 1 million additional performance-based awards could be earned upon achievement of certain levels of Applied's total shareholder return relative to a peer group at a future date and upon achievement of specified performance goals.

During the first quarter of fiscal 2017, certain executive officers were granted awards that are subject to the achievement of specified performance goals. These awards become eligible to vest only if performance goals are achieved and will vest only if the grantee remains employed by Applied through each applicable vesting date. Certain awards require the achievement of positive operating profit and vest ratably over three years. Other awards require the achievement of targeted levels of operating margin and wafer fabrication equipment market share, and the number of shares that may vest in full after three years ranges from 0% to 200% of the target amount.

The fair value of these awards is estimated on the date of grant. If the goals are achieved, the awards will vest, provided that the grantee remains employed by Applied through each scheduled vesting date. If the performance goals are not met as of the end of the performance period, no compensation expense is recognized and any previously recognized compensation expense is reversed. The expected cost is based on the awards that are probable to vest and is reflected over the service period and reduced for estimated forfeitures.

Employee Stock Purchase Plans

Under the ESPP, substantially all employees may purchase Applied common stock through payroll deductions at a price equal to 85 percent of the lower of the fair market value of Applied common stock at the beginning or end of each 6-month purchase period, subject to certain limits. Applied issued 2 million shares during the three and six months ended April 30, 2017 and 3 million shares during the three and six months ended May 1, 2016. Compensation expense is calculated using the fair value of the employees' purchase rights under the Black-Scholes model.

Underlying assumptions used in the model are outlined in the following table:

Three and Six Months Ended
 April 30, 2017 May 1, 2016

ESPP:

Dividend yield	1.09%	2.07%
Expected volatility	24.9%	29.8%
Risk-free interest rate	0.78%	0.49%
Expected life (in years)	0.5	0.5
Weighted average estimated fair value	\$8.08	\$4.47

27

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 11 Employee Benefit Plans

Applied sponsors a number of employee benefit plans, including defined benefit plans of certain foreign subsidiaries, and a plan that provides certain medical and vision benefits to eligible retirees. A summary of the components of net periodic benefit costs of these defined and postretirement benefit plans for the three and six months ended April 30, 2017 and May 1, 2016 is presented below:

	Three Months Ended		Six Months Ended	
	April 30, 2017	May 1, 2016	April 30, 2017	May 1, 2016
	(In millions)			
Service cost	\$3	\$ 4	\$6	\$ 7
Interest cost	3	3	5	7
Expected return on plan assets	(4)	(4)	(8)	(8)
Amortization of prior service credit	(4)	—	(8)	—
Amortization of actuarial loss	1	1	3	2
Curtailment and settlement gain	—	(1)	—	(5)
Net periodic benefit cost	\$(1)	\$ 3	\$(2)	\$ 3

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 12 Income Taxes

Applied's effective tax rates for the second quarters of fiscal 2017 and 2016 were 9.3 percent and 19.0 percent, respectively. Applied's effective tax rates for the first half of fiscal 2017 and 2016 were 9.1 percent and 14.5 percent, respectively.

The effective tax rate for the second quarter of fiscal 2017 was lower than in the same period in the prior year primarily due to unfavorable resolutions and changes related to income tax liabilities for uncertain tax positions during the second quarter of fiscal 2016 and changes in the geographical composition of income.

The effective tax rate for the first half of fiscal 2017 was lower than in the same period in the prior year primarily due to unfavorable resolutions and changes related to income tax liabilities for uncertain tax positions during the second quarter of fiscal 2016, favorable resolutions and changes related to income tax liabilities for uncertain tax positions during the first quarter of fiscal 2017, and changes in the geographical composition of income partially offset by the reinstatement of the U.S. R&D tax credit during the first quarter of fiscal 2016 which was retroactive to its expiration in December of the prior year.

During the next twelve months, it is reasonably possible that existing liabilities for unrecognized tax benefits could be reduced by approximately \$27 million as a result of negotiations with taxing authorities and the expiration of statutes of limitation.

Note 13 Warranty, Guarantees and Contingencies

Warranty

Changes in the warranty reserves are presented below:

	Three Months Ended April 30, 2017		Six Months Ended May 1, 2016	
	(In millions)			
Beginning balance	\$170	\$119	\$153	\$126
Warranties issued	42	30	82	56
Change in reserves related to preexisting warranty	(1)	(5)	2	(16)
Consumption of reserves	(29)	(23)	(55)	(45)
Ending balance	\$182	\$121	\$182	\$121

Applied products are generally sold with a warranty for a 12-month period following installation. The provision for the estimated cost of warranty is recorded when revenue is recognized. Parts and labor are covered under the terms of the warranty agreement. The warranty provision is based on historical experience by product, configuration and geographic region. Quarterly warranty consumption is generally associated with sales that occurred during the preceding four quarters, and quarterly warranty provisions are generally related to the current quarter's sales.

Guarantees

In the ordinary course of business, Applied provides standby letters of credit or other guarantee instruments to third parties as required for certain transactions initiated by either Applied or its subsidiaries. As of April 30, 2017, the maximum potential amount of future payments that Applied could be required to make under these guarantee agreements was approximately \$66 million. Applied has not recorded any liability in connection with these guarantee agreements beyond that required to appropriately account for the underlying transaction being guaranteed. Applied does not believe, based on historical experience and information currently available, that it is probable that any amounts will be required to be paid under these guarantee agreements.

Applied also has agreements with various banks to facilitate subsidiary banking operations worldwide, including overdraft arrangements, issuance of bank guarantees, and letters of credit. As of April 30, 2017, Applied has provided parent guarantees to banks for approximately \$140 million to cover these arrangements.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Legal Matters

Korea Criminal Proceedings

In 2010, the Seoul Eastern District Court began hearings on indictments brought by the Seoul Prosecutor's Office for the Eastern District of Korea (the Prosecutor's Office) alleging that employees of several companies improperly received and used confidential information belonging to Samsung Electronics Co., Ltd. (Samsung), a major Applied customer based in Korea. The individuals charged included the former head of Applied Materials Korea (AMK), who at the time of the indictment was a vice president of Applied Materials, Inc., and certain other AMK employees. Neither Applied nor any of its subsidiaries was named as a party to the proceedings. Hearings on these matters concluded in November 2012 and the Court issued its decision on February 7, 2013. As part of the ruling, nine AMK employees (including the former head of AMK) were acquitted of all charges, while one AMK employee was found guilty on some of the charges and received a suspended jail sentence. The Prosecutor's Office and various individuals appealed the matter to the High Court. On June 20, 2014, the High Court rendered its decision, finding all defendants not guilty, including all ten AMK employees. The prosecutor has appealed the High Court decision to the Korean Supreme Court.

Other Matters

From time to time, Applied receives notification from third parties, including customers and suppliers, seeking indemnification, litigation support, payment of money or other actions by Applied in connection with claims made against them. In addition, from time to time, Applied receives notification from third parties claiming that Applied may be or is infringing or misusing their intellectual property or other rights. Applied also is subject to various other legal proceedings and claims, both asserted and unasserted, that arise in the ordinary course of business. Although the outcome of the above-described matters, claims and proceedings cannot be predicted with certainty, Applied does not believe that any will have a material effect on its consolidated financial condition or results of operations.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Note 14 Industry Segment Operations

Applied's three reportable segments are: Semiconductor Systems, Applied Global Services, and Display and Adjacent Markets. As defined under the accounting literature, Applied's chief operating decision-maker has been identified as the President and Chief Executive Officer, who reviews operating results to make decisions about allocating resources and assessing performance for the entire Company. Segment information is presented based upon Applied's management organization structure as of April 30, 2017 and the distinctive nature of each segment. Future changes to this internal financial structure may result in changes to Applied's reportable segments.

The Semiconductor Systems reportable segment includes semiconductor capital equipment for etch, rapid thermal processing, deposition, chemical mechanical planarization, metrology and inspection, wafer packaging, and ion implantation.

The Applied Global Services segment provides integrated solutions to optimize equipment and fab performance and productivity, including spares, upgrades, services, certain remanufactured earlier generation equipment and factory automation software for semiconductor, display and other products.

The Display and Adjacent Markets segment includes products for manufacturing liquid crystal displays (LCDs), organic light-emitting diodes (OLEDs), upgrades and flexible coating systems and other display technologies for TVs, personal computers, smart phones, and other consumer-oriented devices.

Each operating segment is separately managed and has separate financial results that are reviewed by Applied's chief operating decision-maker. Each reportable segment contains closely related products that are unique to the particular segment. Segment operating income is determined based upon internal performance measures used by Applied's chief operating decision-maker. The chief operating decision-maker does not evaluate operating segments using total asset information.

Applied derives the segment results directly from its internal management reporting system. The accounting policies Applied uses to derive reportable segment results are substantially the same as those used for external reporting purposes. Management measures the performance of each reportable segment based upon several metrics including net sales and operating income. Management uses these results to evaluate the performance of, and to assign resources to, each of the reportable segments.

The Corporate and Other category includes revenues from products, as well as costs of products sold, for fabricating solar photovoltaic cells and modules, and certain operating expenses that are not allocated to its reportable segments and are managed separately at the corporate level. These operating expenses include costs related to share-based compensation; certain management, finance, legal, human resources, and research, development and engineering functions provided at the corporate level; and unabsorbed information technology and occupancy. In addition, Applied does not allocate to its reportable segments restructuring and asset impairment charges and any associated adjustments related to restructuring actions, unless these actions pertain to a specific reportable segment. Segment operating income also excludes interest income/expense and other financial charges and income taxes. Management does not consider the unallocated costs in measuring the performance of the reportable segments.

Table of Contents

APPLIED MATERIALS, INC.

NOTES TO CONSOLIDATED CONDENSED FINANCIAL STATEMENTS - (Continued)

Net sales and operating income (loss) for each reportable segment were as follows:

	Three Months Ended		Six Months Ended	
	Net Sales	Operating Income (Loss)	Net Sales	Operating Income (Loss)
(In millions)				
April 30, 2017:				
Semiconductor Systems	\$2,404	\$ 808	\$4,554	\$ 1,498
Applied Global Services	724	194	1,400	372
Display and Adjacent Markets	391	84	813	199
Corporate and Other	27	(146)	57	(322)
Total	\$3,546	\$ 940	\$6,824	\$ 1,747
May 1, 2016:				
Semiconductor Systems	\$1,587	\$ 364	\$2,960	\$ 629
Applied Global Services	633	165	1,239	314
Display and Adjacent Markets	187	31	441	79
Corporate and Other	43	(135)	67	(243)
Total	\$2,450	\$ 425	\$4,707	\$ 779

The reconciling items included in Corporate and Other were as follows:

	Three Months Ended		Six Months Ended	
	April 30, 2017	May 1, 2016	April 30, 2017	May 1, 2016
(In millions)				
Unallocated net sales	\$27	\$43	\$57	\$67
Unallocated cost of products sold and expenses	(120)	(130)	(272)	(208)
Share-based compensation	(53)	(48)	(107)	(102)
Total	\$(146)	\$(135)	\$(322)	\$(243)

The following customers accounted for at least 10 percent of Applied's net sales for the six months ended April 30, 2017, and sales to these customers included products and services from multiple reportable segments.

	Percentage of Net Sales	
Taiwan Semiconductor Manufacturing Company Limited	21	%
Samsung Electronics Co., Ltd.	20	%

Table of Contents

Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations

The following management’s discussion and analysis is provided in addition to the accompanying consolidated condensed financial statements and notes to assist in understanding Applied’s results of operations and financial condition. Financial information as of April 30, 2017 should be read in conjunction with the financial statements for the fiscal year ended October 30, 2016 contained in the Company’s Form 10-K filed December 15, 2016.

This report contains forward-looking statements that involve a number of risks and uncertainties. Examples of forward-looking statements include those regarding Applied’s future financial or operating results, cash flows and cash deployment strategies, declaration of dividends, share repurchases, business strategies and priorities, costs and cost controls, products, competitive positions, management’s plans and objectives for future operations, research and development, strategic acquisitions and investments, growth opportunities, restructuring activities, backlog, working capital, liquidity, investment portfolio and policies, taxes, supply chain, manufacturing, properties, legal proceedings and claims, customer demand and spending, end-use demand, market and industry trends and outlooks, general economic conditions and other statements that are not historical facts, as well as their underlying assumptions. Forward-looking statements may contain words such as “may,” “will,” “should,” “could,” “would,” “expect,” “plan,” “anticipate,” “believe,” “estimate,” “potential” and “continue,” the negative of these terms, or other comparable terminology. All forward-looking statements are subject to risks and uncertainties and other important factors, including those discussed in Part II, Item 1A, “Risk Factors,” below and elsewhere in this report. These and many other factors could affect Applied’s future financial condition and operating results and could cause actual results to differ materially from expectations based on forward-looking statements made in this document or elsewhere by Applied or on its behalf. Forward-looking statements are based on management’s estimates, projections and expectations as of the date hereof, and Applied undertakes no obligation to revise or update any such statements.

Overview

Applied provides manufacturing equipment, services and software to the global semiconductor, display, and related industries. Applied’s customers include manufacturers of semiconductor wafers and chips, liquid crystal and other displays, and other electronic devices. These customers may use what they manufacture in their own end products or sell the items to other companies for use in advanced electronic components. Applied operates in three reportable segments: Semiconductor Systems, Applied Global Services, and Display and Adjacent Markets. A summary of financial information for each reportable segment is found in Note 14 of Notes to Consolidated Condensed Financial Statements. A discussion of factors that could affect Applied’s operations is set forth under “Risk Factors” in Part II, Item 1A, which is incorporated herein by reference. Product development and manufacturing activities occur primarily in the United States, Europe, Israel, and Asia. Applied’s broad range of equipment and service products are highly technical and are sold primarily through a direct sales force.

Applied’s results are driven primarily by worldwide demand for semiconductors and displays, which in turn depends on end-user demand for electronic products. Each of Applied’s businesses is subject to variable industry conditions, as demand for manufacturing equipment and services can change depending on supply and demand for chips, display technologies and other electronic devices, as well as other factors, such as global economic and market conditions, and the nature and timing of technological advances in fabrication processes. In addition, a significant driver in the semiconductor and display industries is end-demand for mobile consumer products, which is characterized by seasonality that impacts the timing of customer investments in manufacturing equipment and, in turn, Applied’s business. In light of these conditions, Applied’s results can vary significantly year-over-year, as well as quarter-over-quarter.

Table of Contents

The following tables present certain significant measurements for the periods indicated:

Three Months Ended			Change	
			Q2	Q2
April 30,	January 29,	May 1,	2017	2017
2017	2017	2016	over	over
			Q1	Q2
			2017	2016

(In millions, except per share amounts and percentages)

Net sales	\$3,546	\$ 3,278	\$2,450
-----------	---------	----------	---------