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From: Mary_Bennett@amat.com
Sent: Thursday, June 17, 2004 7:10 PM
To: Director - FASB
Subject: File Reference 1102-100: Accounting for Stock Options and ESPPs

Letter of Comment No: 4541 -
File Reference: 1102-100

I am writing to express my opposition to changing the accounting treatment for stock options and Employee Stock Purchase Plans (ESPPs).

I want you to understand from my personal story, how this action will affect me and trickle down to the working class family. I am a single working mom with 4 kids trying to make ends meet and my story is real. I was able to take advantage of ESPP and stock options because they were part of my benefit package here at Applied Materials.

In January 2001 began what has been described as the worst down turn in my company's industry history. All overtime was suspended. I, like many working class head of households, counted on overtime pay to help me get through the month. My pay was cut 25%. For the next 18 months I began selling off my company stock options, selling my ESPP shares, liquidating everything I had just to supplement my income, hoping the upturn was right around the corner. It was not, and I was forced to file bankruptcy. But for 18 months I was able to survive during a very difficult economic downturn. It has been just over a year and a half since I had to face the ultimate failure of bankruptcy and I have been recovering slowly, just starting to build up a few assets again, in the form of ESPP and because of excellent reviews, some stock options. This all happens just in time to cover the expenses of my daughter's wedding.

This company benefit has helped me survive during our country's recession, my company's downturn and my sacrifice has been great. This company benefit has made it easier on me when my work load doubled because we do more with less. This company benefit has softened the burden when cost of living increased and my pay essentially lowered. Yet I am better off than many, because my company is able to provide these benefits.

Now the FASB wants to force accounting procedures that threaten the very benefit that has helped my family and many other families survive. Why would an agency that epitomizes honesty, accuracy, fiduciary responsibility, ethical conduct, lobby for and promote, practices of "predicting" the future value of employee stock options. This guesstimating practice will not depict accurate reporting procedures for our investors. Why would this same agency propose taking a hypothetical charge against earnings, instead of recording real expenses. Our stockholders have control over employee options compensation, because the stockholders approval is place before employee stock options are issued.

This new accounting treatment of stock is irresponsible. Please consider the ramifications to the working class average person before making such a change.

There are many other reasons to site in favor of leaving accounting practices as they are today, from a business operations perspective. But I am not an operations manager. I am the one small voice of the working class. Don't jeopardize my livelihood.

Best Regards,
Mary Bennett

6/18/2004