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From: David\_Pepin@amat.com

**Sent:** Thursday, June 17, 2004 5:11 PM

To: Director - FASB

Subject: File Reference 1102-100: Accounting for Stock Options a

Letter of Comment No: 4420 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 am writing to you so I can share how stock options have improved my life over that past 8.5 yrs. I think it is important that you take the time to read this and all the other emails which you receive on this matter. Before you implement this new proposed change, I suggest that you take a look at the number of middle class people that are now in the stock market because of these stock options. Up until the early ninties, most people did not get involved in the stock market, only rich individuals could afford to place their money in the stock market. Stock options have opened the doors to individuals who never had the opportunity to get into the stock market. Are you willing to shut the door on these people? By instituting this change, you are in effect shutting the door on the middle and lower end class people. This will definently help out the people who are weathly and will help to reduce the number of middle class families. I hope this is not your intention.

As an employee of a global company, we need to attract and hire the best possible people so we can stay competative an industry which changes sometimes daily. If we do not have away to attact this inteligent and extrodinary people, other companies inside or outside of the United States will hire them and we will not be able to compete. As you are well aware, people are the life blood of any company, organization or department. Without people, companies can not buy or sell goods, which inturns means people do not invest their money into the stock market. As you are well aware, our competition in Asia offers stock options to get the most talented people, with this change in the stock option