

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

FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

1. Name and Address of Reporting Person(s)

Dickerson, Gary E
11850 Upland Way

Cupertino, CA 95014

2. Issuer Name and Ticker or Trading Symbol

KLA-Tencor Corporation (KLAC)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

11/02

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

[] Director [] 10% Owner
[X] Officer (give title below) [] Other (specify below) President and Chief Operating Officer

7. Individual or Joint/Group Filing (Check Applicable Line)

[X] Form filed by One Reporting Person
[] Form filed by More than One Reporting Person

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

1) Title of Security	2) Trans- action Date (Month/ Day/Year)	3) Trans- action Code V	4) Securities Acquired (A) or Disposed of (D) A or D Price Amount	5) Amount of Securities Beneficially Owned at End of Month	6) D or I	7) Nature of Indirect Beneficial Ownership
Common Stock				5,208	D	Direct

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

1) Title of Derivative Security	2) Conversion or Exercise Price of Derivative Security	3) Trans- action Date	4) Trans- action Code V A D	5) Number of Derivative Securities Acquired (A) or Disposed of (D)	6) Date Exercisable and Expiration Date Exercisable Expiration
Non-Qualified Stock Option (right to buy)	\$10.6300				08/31/08
Non-Qualified Stock Option (right to buy)	\$16.9700				10/23/08
Non-Qualified Stock Option (right to buy)	\$26.2500				11/10/10
Non-Qualified Stock Option (right to buy)	\$29.3100				10/02/11
Non-Qualified Stock Option (right to buy)	\$32.7500				04/04/11
Non-Qualified Stock Option (right to buy)	\$33.7500				10/27/09
Non-Qualified Stock Option (right to buy)	\$37.0500	11/08/02	A	25,000	11/08/12
Non-Qualified Stock Option (right to buy)	\$44.6875				08/11/10
Non-Qualified Stock Option (right to buy)	\$44.6875				08/13/10

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1, 3 and 7 through 11)

1) Title of Derivative Security	3) Trans- action Date	7) Title and Amount of Underlying Securities Title	8) Price of Derivative Security Amount or Number of Shares	9) Number of Derivative Securities Beneficially Owned at End of Month	10) D or I	11) Nature of Indirect Beneficial Ownership
Non-Qualified Stock Option (right to buy)		Common Stock	15,721	15,721	D	Direct
Non-Qualified Stock Option (right to buy)		Common Stock	46,644	46,644	D	Direct
Non-Qualified Stock Option (right to buy)		Common Stock	32,500	32,500	D	Direct
Non-Qualified Stock Option (right to buy)		Common Stock	105,000	105,000	D	Direct
Non-Qualified Stock Option (right to buy)		Common Stock	32,500	32,500	D	Direct
Non-Qualified Stock Option (right to buy)		Common Stock	100,000	100,000	D	Direct

Non-Qualified Stock Option (right to buy)	11/08/02	Common Stock	25,000	25,000	D	Direct
Non-Qualified Stock Option (right to buy)		Common Stock	23,415	23,415	D	Direct
Non-Qualified Stock Option (right to buy)		Common Stock	41,585	41,585	D	Direct

<FN>
Explanation of Responses:

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SIGNATURE OF REPORTING PERSON
/S/ By: Stuart J. Nichols
For: Gary E. Dickerson
DATE 11/11/02