

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)
 Kaufman, Stephen P.
 306 Beacon Street
 Unit no. 3

 Boston, MA 02116
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
 Officer (give title below) Other (specify below)
 Director
7. Individual or Joint/Group Filing (Check Applicable Line)
 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) Beneficially D or I	7) Nature of Indirect Beneficial Ownership
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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	5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D	6) Date Exercisable and Expiration Date Exercisable Expiration
Non-Qualified Stock Option (right to buy)	\$37.0500	11/08/02	A	5,000	11/08/12
Non-Qualified Stock Option (right to buy)	\$37.0500	11/08/02	A	5,000	11/08/12

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) Beneficially D or I	11) Nature of Indirect Beneficial Ownership
Non-Qualified Stock Option (right to buy)	11/08/02	Common Stock	5,000		D	Direct
Non-Qualified Stock Option (right to buy)	11/08/02	Common Stock	5,000	10,000	D	Direct

<FN>
 Explanation of Responses:

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SIGNATURE OF REPORTING PERSON
 /S/ By: Stuart J. Nichols
 For: Stephen P. Kaufman
 DATE 11/12/02