

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)  
 Levy, Kenneth .  
 19800 Glen Una Drive

Saratoga, CA 95070

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)

[X] Director [ ] 10% Owner  
 [X] Officer (give title below) [ ] Other (specify below)  
 Chairman of the Board

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

1) Title of Security 7) Nature of	2) Trans- action Date (Month/ Day/Year)	3) Trans- action Code Code V	4) Securities Acquired (A) or Disposed of (D) Amount Price	5) Amount of Securities Beneficially Owned at End of Month	6) D or I
Indirect Beneficial Ownership					
<S> <C> Common Stock Direct Common Stock KGMW, LP Common Stock Levy Fam. Foundat ion Common Stock by Levy Fam. Trus t Common Stock by Mark Levy Trus t Common Stock by Wayne Levy Tru st	<C>	<C>	<C> <C><C>	<C> 23,592 588,000 40,000  1,885,866 4,000 6,000	<C> D I I  I I I

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

1) Title of Derivative Exercisable and Security Date	2) Conversion or Exercise Price of Derivative Security	3) Trans- action Date	4) Trans- action Code Code V	5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D	6) Date Expiration
<S>	<C>	<C>	<C>	<C>	<C>

<C>					
Non-Qualified Stock Option	\$10.6300				
08/31/08					
(right to buy)					
Non-Qualified Stock Option	\$9.3100				
07/26/04					
(right to buy)					
Non-Qualified Stock Option	\$10.8100				
10/08/06					
(right to buy)					
Non-Qualified Stock Option	\$16.9700				
10/23/08					
(right to buy)					
Non-Qualified Stock Option	\$26.2500				
11/10/10					
(right to buy)					
Non-Qualified Stock Option	\$29.3100				
10/02/11					
(right to buy)					
Non-Qualified Stock Option	\$32.7500				
04/04/11					
(right to buy)					
Non-Qualified Stock Option	\$33.7500				
10/27/09					
(right to buy)					
Non-Qualified Stock Option	\$37.0500	11/08/02	A	7,863	
11/08/12					
(right to buy)					
Non-Qualified Stock Option	\$44.6875				
08/13/10					
(right to buy)					

<CAPTION>

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

1) Title of Derivative 11) Nature of Security Indirect Beneficial Ownership	3) Trans- action Date	7) Title and Amount of Underlying Securities Title	8) Price of Deri- vative Security	9) Number of Derivative Securities Beneficially Owned at End of Month	10) D or I
-					
<S>	<C>	<C>	<C>	<C>	<C>
Non-Qualified Stock Option Direct (right to buy)		Common Stock	204,272	204,272	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	240,000	240,000	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	125,000	125,000	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	220,728	220,728	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	18,951	18,951	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	28,425	28,425	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	18,951	18,951	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	90,000	90,000	D
Non-Qualified Stock Option Direct (right to buy)	11/08/02	Common Stock	7,863	7,863	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	37,901	37,901	D

<FN>

Explanation of Responses:

</FN>

</TABLE>

SIGNATURE OF REPORTING PERSON

/S/ By: Stuart J. Nichols

For: Kenneth Levy

DATE 11/11/02