

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/Day/Year
02/07/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
[X] Director [] 10% Owner
[] Officer (give title below) [] Other (specify below)
Director
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	3) Trans- action Code	4) Securities Acquired (A) or Disposed of (D) A or D Price	5) Amount of Securities Beneficially Owned at End of Month	6) D or I
Indirect Beneficial Ownership					
<S> <C> Common Stock Direct	02/07/03	P	1,000 A \$31.8300	1,000	D

<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	5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D	6) Date Expiration
Non-Qualified Stock Option 11/08/12 (right to buy)	\$37.0500				

<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	3) Trans- action Date	7) Title and Amount of Underlying Securities	8) Price of Deri- vative	9) Number of Derivative Securities	10) D
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Beneficial Ownership	-	Title	Amount or Number of Shares	Security	Beneficially Owned at End of Month	or I D
<S>	<C>	<C>	<C>	<C>	<C>	<C>
<C>						
Non-Qualified Stock Option Direct (right to buy)		Common Stock	10,000		10,000	D

<FN>
Explanation of Responses:

</FN>
</TABLE>
SIGNATURE OF REPORTING PERSON
/S/ By: Stuart J. Nichols
For: Stephen P. Kaufman
DATE 02/07/03