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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

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**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 11, 2006**

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**KLA-TENCOR CORPORATION**

(Exact name of registrant as specified in its charter)

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**DELAWARE**  
(State or other jurisdiction of  
incorporation)

**000-09992**  
(Commission File Number)

**04-2564110**  
(IRS Employer  
Identification No.)

**160 Rio Robles  
San Jose, California**  
**95134** (Address of principal executive offices, including zip code)  
**(408) 875-3000** (Registrant's telephone number, including area code)

**N/A**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors; Election of Directors**

On May 11, 2006, Mr. Michael E. Marks resigned from the Board of Directors of KLA-Tencor Corporation. Upon recommendation of the Nominating and Governance Committee, the Board of Directors appointed Mr. David C. Wang to fill the vacancy left by the resignation of Mr. Marks.

**Item 9.01 Financial Statements and Exhibits**

**(c) Exhibits.**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by KLA-Tencor Corporation dated May 11, 2006.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**KLA-TENCOR CORPORATION**

By: /s/ Stuart J. Nichols

**Stuart J. Nichols**

**Vice President and General Counsel**

Date: May 11, 2006

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**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by KLA-Tencor Corporation dated May 11, 2006.

# News Release

**Company Contact:** Kyra Whitten  
Sr. Director, Corporate Communications  
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Senior Account Director, MCA  
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**FOR IMMEDIATE RELEASE**

## **KLA-TENCOR NAMES NEW MEMBER TO BOARD OF DIRECTORS**

SAN JOSE, Calif., May. 11, 2006—KLA-Tencor Corp. (NASDAQ: KLAC) today announced the appointment of David C. Wang to its board of directors. Wang was elected to the board on May 11, 2006 and will fill the vacancy created by the resignation of Michael Marks.

“We are fortunate to add an experienced director to fill the vacancy on KLA-Tencor’s board,” said Kenneth Levy, chairman of KLA-Tencor. “David C. Wang brings a wealth of experience in global markets to KLA-Tencor.”

Wang has served as president, China for Boeing since 2002. Prior to joining Boeing, he spent 22 years at GE where he worked in various capacities, including most recently as chairman and CEO of GE China. In addition, Wang served in executive positions in Singapore, Malaysia and Mexico. Wang is also a director of Linktone, Ltd.

Levy stated that Michael Marks made significant contributions to the success of KLA-Tencor during his tenure as a director. “His insights have benefited KLA-Tencor during his tenure on the board and he will be missed.”

**About KLA-Tencor:** KLA-Tencor is the world leader in yield management and process control solutions for semiconductor manufacturing and related industries. Headquartered in San Jose, Calif., the company has sales and service offices around the world. An S&P 500 company, KLA-Tencor is traded on the Nasdaq National Market under the symbol KLAC. Additional information about the company is available on the Internet at <http://www.kla-tencor.com>

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