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

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): January 5, 2006

KLA-TENCOR CORPORATION

(Exact name of registrant as specified in its charter)

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 or Principal Officers; Election of Directors; Appointment of Principal Officers

Effective on January 5, 2006, the Board of Directors of KLA-Tencor Corporation (the “Company”) appointed Jeffrey Hall, 38, as the Company’s Senior Vice President and Chief Financial Officer.

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 January 9, 2006.

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: January 9, 2006

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by KLA-Tencor Corporation dated January 9, 2006.

News Release

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FOR IMMEDIATE RELEASE

KLA-TENCOR APPOINTS JEFFREY HALL CHIEF FINANCIAL OFFICER

SAN JOSE, Calif., January 9, 2006—KLA-Tencor Corporation (NASDAQ: KLAC) today announced that Jeffrey Hall, vice president of finance, tax and treasury, has been appointed chief financial officer (CFO) effective January 5, 2006. He succeeds John Kispert, who was recently promoted to the role of president and chief operating officer (COO).

With nearly two decades of experience in both corporate finance and operations, this six-year KLA-Tencor veteran brings a solid track record of successful execution to his new post. In his former role as vice president of finance, tax and treasury, Hall worked closely with senior management to achieve record gross, operating and net profit margins. At the same time, he successfully spearheaded major cost-saving efforts and a significant restructuring of financial and operational procedures. Hall has also made substantial contributions to the company as vice president of division finance and corporate planning, as well as vice president of mergers and acquisitions.

“Jeffrey has the proven operational management skills and depth of experience to be an outstanding CFO,” said Rick Wallace, KLA-Tencor’s chief executive officer. “He has served in important leadership positions at KLA-Tencor, and successfully executed on critical company efforts. As John concentrates on his new role as president and COO, Jeffrey will continue to work closely with him and the rest of our executive team, focusing on the overriding goal of further improving our already strong financial and operational performance as a company.”

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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