

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)

Tompkins, Jon D  
 24581 Summerhill Court

Los Altos, CA 94024

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  
 [ ] 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 (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	<C>	<C>	<C> <C><C>	<C> 31,416	<C> 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 Code V	5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D	6) Date Expiration
<S> <C> Non-Qualified Stock Option 11/08/12 (right to buy) Non-Qualified Stock Option 11/08/12 (right to buy)	<C> \$37.0500 \$37.0500	<C> 11/08/02 11/08/02	<C> A A	<C> 5,000 5,000	<C>

<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
<S>	<C>	<C>	<C>	<C>	<C>
<C>					
Non-Qualified Stock Option Direct (right to buy)	11/08/02 Common Stock	5,000			D
Non-Qualified Stock Option Direct (right to buy)	11/08/02 Common Stock	5,000		10,000	D

<FN>  
Explanation of Responses:

</FN>  
</TABLE>  
SIGNATURE OF REPORTING PERSON  
/S/ By: Stuart J. Nichols  
For: Jon D. Tompkins  
DATE 11/11/02