FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Typ	e Responses)													
1. Name and LEVY KI		2. Issuer Name a KLA TENCOI				ool		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director10% Owner							
C/O TIT I PENTOOD CODDOD I PIONT I CODIO				3. Date of Earliest 02/08/2007	Transactio	on (Mo	onth/Day/Y	(ear)		X_Officer (give title below) Other (specify below) Chairman of the Board					
		4. If Amendment,	Date Origi	nal Fil	led(Month/D	ay/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) X Form filed by One Reporting Person							
SAN JOSE, CA 95130											ore than One Report				
(City) (State) (Zip)					Table l	l - Nor	ı-Derivati	ve Seci	urities Acq	uired, Disposed of, or Beneficially Owned					
1.Title of Se (Instr. 3)	Title of Security nstr. 3) 2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		4. Securi or Dispo- (Instr. 3,	sed of (5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)			ship Indir Bene (D) Own	ficial ership		
Common	Stock		02/08/2007		Code M	V	Amount 6,159	(D)	Price \$ 37.05	7,711		(Instr.	4)		
Common			02/08/2007		S			D	\$	1,552		D			
									50.9616						
Common			02/08/2007		M S		12,317		\$	13,869 1,552		D D			
Common	Stock		02/08/2007		M	-	4,375	A	50.9616 \$ 45.16	5.927		D			
Common			02/08/2007		S			D	\$ 50.9616	1,552		D			
Common	Stock		02/08/2007		M		2,625	A	\$ 40.66	4,177		D			
Common	Stock		02/08/2007		S		2,625	D	\$ 50.9616	1,552		D			
Common	Stock		02/08/2007		M		20,000	A	\$ 41.79	21,552		D			
Common	Stock		02/08/2007		S		20,000	D	\$ 50.9616	1,552		D			
Common	Stock		02/08/2007		M		3,000	A	\$ 47.95	4,552		D			
Common	Stock		02/08/2007		S		3,000	D	\$ 50.9616	1,552		D			
Common	Stock									298,000		I	KGI LP	MW,	
Common	Stock									40,000		I	l	y Fam. ndation	
Common Stock									1,614,375		I	'	Levy 1. Trust		
Common Units (2)	Stock-Res	stricted Stock								1,000		D			
Reminder: F	enort on a se	enarate line for eac	h class of securities b	peneficially owned	directly or	indirec	etly						\ 		
	toport on a s	opulate into for each		one in the second secon	and only on	Pe in	rsons wi	are n	ot require	ne collection of i d to respond ur rol number.			SEC 14	74 (9-02)	
			Table I	I - Derivative Secu (e.g., puts, calls,		uired,	Disposed	of, or l	Beneficially						
	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year		4. 5. No Transaction of Do Code Secu (Instr. 8) Acqu or Do of (I	umber erivative rities (isposed b) r. 3, 4,	. Date Expirat	Exercisab	ole and	7. Tit of Ur Secur	, ,	(Instr. 5) Be Ov Fo Re Tr	erivative curities eneficially wned illowing eported ansaction(s)	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	Benefici Ownersl (Instr. 4)	

	ı									1.				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$ 34.67	02/08/2007	M			12,317	11/08/2003	01/28/2013	Common Stock	12,317	\$ 50.9616	0	D	
Non- Qualified Stock Option (right to buy)	\$ 37.05	02/08/2007	M			6,159	11/08/2003	11/08/2012	Common Stock	6,159	\$ 50.9616	0	D	
Non- Qualified Stock Option (right to buy)	\$ 40.66	02/08/2007	М			2,625	10/27/2004	08/02/2014	Common Stock	2,625	\$ 50.9616	0	D	
Non- Qualified Stock Option (right to buy)	\$ 41.79	02/08/2007	М			20,000	09/21/2005	09/21/2014	Common Stock	20,000	\$ 50.9616	0	D	
Non- Qualified Stock Option (right to buy)	\$ 45.16	02/08/2007	М			4,375	10/27/2004	04/26/2014	Common Stock	4,375	\$ 50.9616	0	D	
Non- Qualified Stock Option (right to buy)	\$ 47.95	02/08/2007	M			3,000	09/26/2006	09/26/2012	Common Stock	3,000	\$ 50.9616	0	D	
Non- Qualified Stock Option (right to buy)	\$ 10.63						08/31/1999	08/31/2008	Common Stock	54,272		54,272	D	
Non- Qualified Stock Option (right to buy)	\$ 16.97						10/23/1999	10/23/2008	Common Stock	220,728		220,728	D	
Non- Qualified Stock Option (right to buy)	\$ 26.25						11/10/2001	11/10/2010	Common Stock	18,951		18,951	D	
Non- Qualified Stock Option (right to buy)	\$ 29.31						10/02/2002	10/02/2011	Common Stock	28,425		28,425	D	
Non- Qualified Stock Option (right to buy)	\$ 32.75						04/04/2002	04/04/2011	Common Stock	18,951		18,951	D	

Non- Qualified Stock Option (right to buy)	\$ 33.75			10/27/2000	10/27/2009	Common Stock	90,000	90,000	D	
Non- Qualified Stock Option (right to buy)	\$ 44.6875			08/13/2000	08/13/2010	Common Stock	37,901	37,901	D	
Non- Qualified Stock Option (right to buy)	\$ 51.229			11/08/2003	07/30/2013	Common Stock	6,159	6,159	D	
Non- Qualified Stock Option (right to buy)	\$ 53.86			10/27/2004	10/27/2013	Common Stock	7,000	7,000	D	
Non- Qualified Stock Option (right to buy)	\$ 58.10			10/27/2004	01/27/2014	Common Stock	3,500	3,500	D	

Reporting Owners

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
LEVY KENNETH C/O KLA-TENCOR CORPORATION 160 RIO ROBLES SAN JOSE, CA 95130	X		Chairman of the Board						

Signatures

Kenneth Levy	02/11/2007
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Due to an administrative error, the number of securities beneficially owned by the reporting person was reported incorrectly on the original Form 4.
- (2) Each restricted stock unit represents a contingent right to receive one share of KLAC common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.