FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average burde	n
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box to indicate that a
transaction was made pursuant to a
contract, instruction or written plan for th
purchase or sale of equity securities of the
issuer that is intended to satisfy the
affirmative defense conditions of Rule
10b5-1(c). See Instruction 10.

1. Hame and Address of Reporting Forces			2. Issuer Name and Ticker or Trading Symbol  KLA CORP [ KLAC ]		ionship of Reporting Person(s) all applicable) Director	on(s) to Issuer	
(Last) (First) (Middle) ONE TECHNOLOGY DRIVE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2024	X	Officer (give title below)  President and Cl	Other (specify below)	
(Street) MILPITAS CA 95035		95035	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individ	dual or Joint/Group Filing (Che Form filed by One Reporting Form filed by More than One	Person	
(City)	(State)	(Zip)					

# Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acq (D) (Instr. 3, 4 and		or Disposed Of	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	Code V Amount (A) or (D) Price		Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	06/28/2024		J	V	44.612(1)	A	\$476.332(2)	93,186.123(3)	D	
Common Stock	08/01/2024		A		10,658.011(4)	A	\$0	103,844.134(5)	D	
Common Stock	08/01/2024		A		38,920.5(6)	A	\$0	142,764.634 <sup>(7)</sup>	D	
Common Stock	08/01/2024		A		8,241.21(8)	A	\$0	151,005.844(9)	D	
Common Stock								5,435(10)	I	By Trust

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (In 8)		5. Num Derivat Securit Acquire or Disp (D) (Ins and 5)	ive ies ed (A) osed of	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and A Securities Un Derivative Se (Instr. 3 and	nderlying ecurity	Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

## Explanation of Responses:

- $1.\ Purchased\ under\ the\ registrant's\ employee\ stock\ purchase\ plan.$
- 2. Represents 85% of the closing price of the registrant's common stock on January 2, 2024, the first day of the offering period under the employee stock purchase plan.
- $3.\ The\ number\ of\ shares\ of\ KLA\ common\ stock\ includes\ 61,632.000\ shares\ is suable\ upon\ vesting\ of\ restricted\ stock\ units\ ("RSUs").$
- $4.\ On\ August\ 1,2024, the\ Reporting\ Person\ received\ a\ grant\ of\ RSUs.\ The\ RSUs\ vest\ 25\%\ annually\ from\ the\ date\ of\ grant.$
- 5. The number of shares of KLA common stock includes 72,290.011 shares issuable upon vesting of RSUs.
- 6. On August 5, 2021, in addition to the RSUs granted that were subject to only service-based vesting conditions, the reporting person was also granted RSUs with both performance-based and service-based vesting conditions ("PRSUs") for a target number of shares equal to 25,947.000 shares of KLA common stock. The maximum number of shares issuable under these PRSUs is 150% of the target shares if KLA's free cash flow relative to its peers was at the 75th percentile or greater for the three years in the period ended June 30, 2024. On August 1, 2024, KLA's Board of Directors and Compensation and Talent Committee determined that the performance conditions applicable to these PRSUs were satisfied at the maximum level. Fifty percent (50%) of the PRSUs will vest on August 5, 2024, and the remaining 50% of the PRSUs will vest on August 5, 2025, subject to continued service of the reporting nerson
- 7. The number of shares of KLA common stock includes 111,210.511 shares issuable upon vesting of RSUs.
- 8. On August 4, 2022, in addition to the RSUs granted that were subject to only service-based vesting conditions, the reporting person was also granted RSUs with both performance-based and service-based vesting conditions ("PRSUs") divided into three tranches. The first tranche was for a target number of shares equal to 6,291.000 shares of KLA common stock. The maximum number of shares issuable under the first tranche of these PRSUs is 250% of the target shares if the sum of KLA's non-GAAP earnings per diluted share for fiscal year 2023 and fiscal year 2024 equaled or exceeded \$56.62. On August 1, 2024, KLA's Board of Directors and Compensation and Talent Committee determined that the performance conditions applicable to the first tranche of these PRSUs were satisfied at 131% of target shares. The first tranche of these PRSUs will vest on June 30, 2025, subject to continued service of the reporting person.
- 9. The number of shares of KLA common stock includes 119,451.721 shares issuable upon vesting of RSUs.
- 10. Shares held under the Wallace Living Trust u/a/d 03/27/01, as amended, a trust of which the Reporting Person is a trustee and beneficiary.

/s/ Jeffrey S. Cannon, as attorneyin-fact for Richard P. Wallace 08/05/2024

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* 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).

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

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