FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

APP	

OMB Number:	3235-0287
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10% Owner

President, Semi Proc. Control

Form filed by More than One Reporting Person

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person

Other (specify below)

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a

ONE TECHNOLOGY DRIVE

CA

(State)

95035

(Zip)

(Street)

(City)

MILPITAS

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

contract, instruction or written plan for the 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. Name and Address of Reporting Person * Khan Ahmad A.	2. Issuer Name and Ticker or Trading Symbol KLA CORP [KLAC]	Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Or
(Loot) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/03/2024	X Officer (give title Other (steplant) below)

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

4. If Amendment, Date of Original Filed (Month/Day/Year)

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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)	
Common Stock	08/03/2024		F		722.381(1)	D	\$696.17	50,645.704(2)	D		
Common Stock	08/04/2024		F		775.927(3)	D	\$696.17	49,869.777(4)	D		
Common Stock	08/05/2024		F		833.936(5)	D	\$696.17	49,035.841(6)	D		
Common Stock	08/05/2024		F		2,501.807 ⁽⁷⁾	D	\$696.17	46,534.034(8)	D		

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)	Transaction Code (Instr. 8)		Derivative		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned	Ownership Form: Direct (D)	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. On August 3, 2023, the Reporting Person was granted restricted stock units ("RSUs") for 5,828.000 shares of KLA common stock. On August 3, 2024, twenty-five percent (25%) of the RSUs vested. Pursuant to the terms of the grant, shares of KLA common stock were automatically withheld at vesting to cover required tax withholding. The fair market value of KLA common stock used for purposes of calculating the number of shares to be withheld was the closing price of KLA common stock as reported on August 2, 2024.
- 2. The number of shares of KLA common stock includes 41,091.052 shares issuable upon vesting of RSUs.
- 3. On August 4, 2022, the Reporting Person was granted restricted stock units ("RSUs") for 6,260.000 shares of KLA common stock. On August 4, 2024, twenty-five percent (25%) of the RSUs vested. Pursuant to the terms of the grant, shares of KLA common stock were automatically withheld at vesting to cover required tax withholding. The fair market value of KLA common stock used for purposes of calculating the number of shares to be withheld was the closing price of KLA common stock as reported on August 2, 2024.
- $4. \ The \ number \ of \ shares \ of \ KLA \ common \ stock \ includes \ 39{,}526.052 \ shares \ is suable \ upon \ vesting \ of \ RSUs.$
- 5. On August 5, 2021, the Reporting Person was granted restricted stock units ("RSUs") for 6,727.000 shares of KLA common stock. On August 5, 2024, twenty-five percent (25%) of the RSUs vested. Pursuant to the terms of the grant, shares of KLA common stock were automatically withheld at vesting to cover required tax withholding. The fair market value of KLA common stock used for purposes of calculating the number of shares to be withheld was the closing price of KLA common stock as reported on August 2, 2024.
- $6. \ The \ number \ of \ shares \ of \ KLA \ common \ stock \ includes \ 37,884.052 \ shares \ is suable \ upon \ vesting \ of \ RSUs.$
- 7. On August 5, 2024, 50% of the performance-based restricted stock units granted on August 5, 2021 vested. Pursuant to the terms of the grant, shares of KLA common stock were automatically withheld to cover required tax withholding. The fair value of KLA common stock used for purposes of calculating the number of shares to be withheld was the closing price of KLA common stock as reported on August 2, 2024.
- 8. The number of shares of KLA common stock includes 32,798.052 shares issuable upon vesting of RSUs.

/s/ Jeffrey S. Cannon, as attorney-08/06/2024 in-fact for Ahmad A. Khan

** 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

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