

Edgar Filing: KLA TENCOR CORP - Form 4

KLA TENCOR CORP
 Form 4
 November 12, 2002

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

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)
 Barnholt, Edward W.
 26076 Altadena Dr.

 Los Altos, CA 94022
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)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Director
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

1) Title of Security	2) Trans- action Date (Month/ Day/Year)	3. Trans- action Code Code V	4. Securities Acquired (A) or Disposed of (D) A or D	Price
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Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

1) Title of Derivative Security	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
Non-Qualified Stock Option (right to buy)	\$10.6300			
Non-Qualified Stock Option (right to buy)	\$11.6600			
Non-Qualified Stock Option (right to buy)	\$17.5900			

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Non-Qualified Stock Option (right to buy)	\$23.2800			
Non-Qualified Stock Option (right to buy)	\$26.2500			
Non-Qualified Stock Option (right to buy)	\$34.9400			
Non-Qualified Stock Option (right to buy)	\$37.0500	11/08/02	A	5,000
Non-Qualified Stock Option (right to buy)	\$37.0500	11/08/02	A	5,000
Non-Qualified Stock Option (right to buy)	\$46.2800			
Non-Qualified Stock Option (right to buy)	\$47.2300			

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

1) Title of Derivative Security	3) Transaction Date	7) Title and Amount of Underlying Securities	8) Price of Derivative Security
		Title	Amount or Number of Shares
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Non-Qualified Stock Option (right to buy)		Common Stock	10,000
Non-Qualified Stock Option (right to buy)		Common Stock	5,000
Non-Qualified Stock Option (right to buy)		Common Stock	5,832
Non-Qualified Stock Option (right to buy)		Common Stock	10,000
Non-Qualified Stock Option (right to buy)		Common Stock	10,000
Non-Qualified Stock Option (right to buy)		Common Stock	5,000
Non-Qualified Stock Option (right to buy)	11/08/02	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	11/08/02	Common Stock	5,000
Non-Qualified Stock Option (right to buy)		Common Stock	10,000
Non-Qualified Stock Option (right to buy)		Common Stock	10,000

SIGNATURE OF REPORTING PERSON
 /S/ By: Stuart J. Nichols
 For: Edward W. Barnholt
 DATE 11/11/02