

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.
- Name and Address of Reporting Person(s)
 Wallace, Richard P
 1135 Guinda Street
 .
 .
 Palo Alto, CA 94301
 - Issuer Name and Ticker or Trading Symbol
 KLA-Tencor Corporation (KLAC)
 - I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
 - Statement for Month/Year
 11/02
 - If Amendment, Date of Original (Month/Year)
 - Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Executive Vice President
 - Individual or Joint/Group Filing (Check Applicable Line)
 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	3) Trans- action Code	4) Securities Acquired (A) or Disposed of (D) A or D Price	5) Amount of Securities Beneficially Owned at End of Month	6) D or I
Indirect Beneficial Ownership	(Month/ Day/Year)	Code V	Amount		
<S> <C> Common Stock Direct	<C>	<C>	<C>	<C><C> 1,349	<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	5) Number of Derivative Securities Acquired (A) or Disposed of (D) A D	6) Date Expiration
Exercisable Expiration			Code V		
<S> <C> Non-Qualified Stock Option 08/31/08 (right to buy) Non-Qualified Stock Option 05/26/09 (right to buy) Non-Qualified Stock Option 11/10/10 (right to buy) Non-Qualified Stock Option 10/02/11 (right to buy) Non-Qualified Stock Option 04/04/11 (right to buy) Non-Qualified Stock Option 10/27/09	<C> \$10.6300 \$22.5600 \$26.2500 \$29.3100 \$32.7500 \$33.7500	<C>	<C>	<C>	<C>

(right to buy)
 Non-Qualified Stock Option \$37.0500 11/08/02 A 12,500
 11/08/12
 (right to buy)
 Non-Qualified Stock Option \$44.6875
 08/13/10
 (right to buy)

<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 Beneficial Ownership	3) Trans- action Date	7) Title and Amount of Underlying Securities Title	8) Price of Deri- vative Security	9) Number of Derivative Securities Beneficially Owned at End of Month	10) D I
-	-	-	-	-	-
<S> <C>	<C>	<C>	<C>	<C>	<C>
Non-Qualified Stock Option Direct (right to buy)		Common Stock	9,251	9,251	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	5,417	5,417	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	12,250	12,250	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	45,000	45,000	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	13,832	13,832	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	25,000	25,000	D
Non-Qualified Stock Option Direct (right to buy)	11/08/02	Common Stock	12,500	12,500	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	21,878	21,878	D

<FN>
 Explanation of Responses:

</FN>
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 SIGNATURE OF REPORTING PERSON
 /S/ By: Stuart J. Nichols
 For: Richard P. Wallace
 DATE 11/11/02