

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)
 Kispert, John H
 1160 Fulton 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)
 Chief Financial Officer
 - 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) Amount Price	5) Amount of Securities Beneficially Owned at End of Month	6) D or I
Indirect Beneficial Ownership	(Month/ Day/Year)	Code V			
<S> <C> Common Stock Direct	<C>	<C>	<C> <C>	<C> 5,463	<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 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 (right to buy) Non-Qualified Stock Option 11/08/12	<C> \$10.6300 \$26.2500 \$29.3100 \$32.7500 \$33.7500 \$37.0500	<C> 11/08/02	<C> A	<C> 12,500	<C>

(right to buy)
 Non-Qualified Stock Option \$44.6875
 08/11/10
 (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	8) Price of Deri- vative Security	9) Number of Derivative Securities Beneficially Owned at End of Month	10) D or I
-	-	Title	Amount or Number of Shares	-	-
<S> <C> Non-Qualified Stock Option Direct (right to buy)	<C>	<C> Common Stock	<C> 7,535	<C> 7,535	<C> D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	20,000	20,000	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	60,000	60,000	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	20,000	20,000	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	20,665	20,665	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	5,370	5,370	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	34,630	34,630	D

<FN>
 Explanation of Responses:

</FN>
 </TABLE>
 SIGNATURE OF REPORTING PERSON
 /S/ By: Stuart J. Nichols
 For: John H. Kispert
 DATE 11/11/02