

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)

Dickerson, Gary E
 11850 Upland Way

Cupertino, CA 95014

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) President and Chief
 Operating Officer

7. 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>	<C>	<C>	<C>	<C>
Common Stock Direct				5,208	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>	<C>	<C>	<C>	<C>
Non-Qualified Stock Option 08/31/08 (right to buy)	\$10.6300				
Non-Qualified Stock Option 10/23/08 (right to buy)	\$16.9700				
Non-Qualified Stock Option 11/10/10 (right to buy)	\$26.2500				
Non-Qualified Stock Option 10/02/11 (right to buy)	\$29.3100				
Non-Qualified Stock Option 04/04/11 (right to buy)	\$32.7500				
Non-Qualified Stock Option 10/27/09	\$33.7500				

(right to buy)
 Non-Qualified Stock Option \$37.0500 11/08/02 A 25,000
 11/08/12
 (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 1) Nature of Security Indirect Beneficial Ownership	3) Trans- action Date	7) Title and Amount of Underlying Securities Title	8) Price of Deri- vative Security Number of Shares	9) Number of Derivative Securities Beneficially Owned at End of Month	10) D I
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<S> <C> Non-Qualified Stock Option Direct (right to buy)	<C>	<C> Common Stock	<C> 15,721	<C> 15,721	<C> D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	46,644	46,644	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	32,500	32,500	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	105,000	105,000	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	32,500	32,500	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	100,000	100,000	D
Non-Qualified Stock Option Direct (right to buy)	11/08/02	Common Stock	25,000	25,000	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	23,415	23,415	D
Non-Qualified Stock Option Direct (right to buy)		Common Stock	41,585	41,585	D

<FN>
 Explanation of Responses:

</FN>
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 SIGNATURE OF REPORTING PERSON
 /S/ By: Stuart J. Nichols
 For: Gary E. Dickerson
 DATE 11/11/02