

Edgar Filing: LEVY KENNETH - Form 4

LEVY KENNETH
 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)
 Levy, Kenneth .
 19800 Glen Una Drive

 Saratoga, CA 95070
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)
 Chairman of the Board
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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Common Stock
 Common Stock
 Common Stock

 Common Stock

 Common Stock

 Common Stock

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	3) Trans- action Date	4) Trans- action Code	5) Number of Derivative Securities Acquired (A) or Disposed of (D)
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	Derivative Security		Code	V	A	D
Non-Qualified Stock Option (right to buy)	\$10.6300					
Non-Qualified Stock Option (right to buy)	\$9.3100					
Non-Qualified Stock Option (right to buy)	\$10.8100					
Non-Qualified Stock Option (right to buy)	\$16.9700					
Non-Qualified Stock Option (right to buy)	\$26.2500					
Non-Qualified Stock Option (right to buy)	\$29.3100					
Non-Qualified Stock Option (right to buy)	\$32.7500					
Non-Qualified Stock Option (right to buy)	\$33.7500					
Non-Qualified Stock Option (right to buy)	\$37.0500	11/08/02	A		7,863	
Non-Qualified Stock Option (right to buy)	\$44.6875					

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
Non-Qualified Stock Option (right to buy)		Common Stock	204,272
Non-Qualified Stock Option (right to buy)		Common Stock	240,000
Non-Qualified Stock Option (right to buy)		Common Stock	125,000
Non-Qualified Stock Option (right to buy)		Common Stock	220,728
Non-Qualified Stock Option (right to buy)		Common Stock	18,951
Non-Qualified Stock Option (right to buy)		Common Stock	28,425
Non-Qualified Stock Option (right to buy)		Common Stock	18,951
Non-Qualified Stock Option (right to buy)		Common Stock	90,000
Non-Qualified Stock Option (right to buy)	11/08/02	Common Stock	7,863
Non-Qualified Stock Option (right to buy)		Common Stock	37,901

SIGNATURE OF REPORTING PERSON
/S/ By: Stuart J. Nichols

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For: Kenneth Levy
DATE 11/11/02