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KLA TENCOR CORP

Form 4	K COKF											
November 19	, 2007											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB APPROVAL					
Washington, D.C. 20549							OMB Number:	3235-0287				
	Check this box if no longer CTLATER (ENTER OF CHANCES IN DESIGNAL OWNERSHIP OF							Expires:	January 31, 2005			
subject to Section 16	subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated average burden hours per				
Form 4 or Form 5	_							response	•			
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940												
(Print or Type Re	esponses)											
1. Name and Ad BARNHOLT	Symbol	2. Issuer Name and Ticker or Trading Symbol KLA TENCOR CORP [KLAC]					5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First) (Mi		3. Date of Earliest Transaction					(Check all applicable)				
· · ·		(Month/D	ay/Year)	iisuotion			_X_ Director 10% Owner					
C/O KLA-TE CORPORAT TECHNOLO	11/15/20	11/15/2007					Officer (give title _X_ Other (specify below) below) CHAIRMAN OF THE BOARD					
	(Street)	4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
		Filed(Mor	th/Day/Year)				Applicable Line) _X_Form filed by One Reporting Person					
MILPITAS,	CA 95035						Form filed by M Person	fore than One Re	eporting			
(City)	(State) (Z	Zip) Tabl	e I - Non-De	erivative S	Securi	ties Acc	quired, Disposed of	, or Beneficial	ly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if any	3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)))	Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial			
Common			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)					
Stock - Restricted Stock Units	11/15/2007		A	3,054	A	\$ 0 (2)	5,457	D				
Common Stock							1,000	D				

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
required to respond unless the formSEC 1474
(9-02)

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displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, any (Month/Day/Ye	Code			;		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
Repo	rting O	wners		Code N	⁷ (A) (I		ate xercisable	Expiration Date	Title	Amount or Number of Shares		
Repo	rting Owner N		Relationships									
		vanie / Autress	Director 10)% Owner	Officer	Other						

BARNHOLT EDWARD W C/O KLA-TENCOR CORPORATION ONE TECHNOLOGY DRIVE MILPITAS, CA 95035

Signatures

Brian M. Martin as Attorney-in-Fact for Edward W. Barnholt

**Signature of Reporting Person

CHAIRMAN OF THE BOARD

11/19/2007

r Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Each restricted stock unit represents a contingent right to receive one share of KLAC common stock.
- (2) The restricted stock units will fully vest one year from date of grant and will be deliverable on such date.

X

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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