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CAMPAGNA JOHN PETER
Form 4
May 05, 2003
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     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)
       Campagna, John Peter
       12233 Menalto Drive
       Los Altos Hills, CA 94022
     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/Day/Year
        05/02/2003
     5. If Amendment, Date of Original (Month/Day/Year)
     6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
        [] Director [] 10% Owner
        [X] Officer (give title below) [ ] Other (specify below)
        Vice President and Treasurer
     7. Individual or Joint/Group Filing (Check Applicable Line)
        [X] 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
     _____
                                            2) Trans- 3. Trans- 4. Securities Acquired (A)
     1) Title of Security
                                           action action or Disposed of (D)
                                                     Code
                                           Date
                                                                         Α
                                            (Month/
                                                                        or
                                           Day/Year) Code V Amount D Price
        _____
                                           _____
                                            05/02/03 M 5,850
05/02/03 S 5,850
                                                                        A $29.3100
     Common Stock
                                                                        D $41.8390
     Common Stock
     Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially
     Owned (Columns 1 through 6)
     _____
                               2)Conversion 3)Trans- 4)Trans- 5)Number of Derivative
or Exercise action action Securities Acquired (A)
Price of Date Code or Disposed of (D)
     1)Title of Derivative
     Security
                               Price of
                                           Date
                                                        Code
                                                                 or Disposed of (D)
                               Derivative
                                                         Code V A
                               Security
                                                                               D
     _____
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(right to buy) Non-Qualified Stock Option \$31.8125 (right to buy) Non-Qualified Stock Option \$34.6700 (right to buy) Non-Qualified Stock Option \$37.0500 (right to buy)

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)Trans- action Date	7)Title and Amount of Underlying Securities	Amount or Number of	8)Price of Deri- vative Security
_		Title	Shares	
Non-Qualified Stock Option (right to buy) Non-Qualified Stock Option (right to buy) Non-Qualified Stock Option (right to buy) Non-Qualified Stock Option	05/02/03	Common Stock Common Stock Common Stock Common Stock	5,850 16,730 6,500 3,250	

SIGNATURE OF REPORTING PERSON /S/ By: Stuart J. Nichols For: John Peter Campagna DATE 05/02/03