

KLA TENCOR CORP  
 Form 3  
 April 04, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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 Responses)

1. Name and Address of Reporting Person \*

Â Kirloskar Virendra A  
 (Last) (First) (Middle)

C/O KLA-TENCOR CORPORATION,Â 160 RIO ROBLES  
 (Street)

SAN JOSE,Â CAÂ 95134  
 (City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
 03/31/2008

3. Issuer Name and Ticker or Trading Symbol  
 KLA TENCOR CORP [KLAC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer  Other  
 (give title below) (specify below)  
 Chief Accounting Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. 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 Beneficially Owned**

| 1. Title of Security (Instr. 4)       | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------------|---|--|---|
| Common Stock                          | 274   | D  | Â   |
| Common Stock - Restricted Stock Units | 20,100  | D  | Â   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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|   | Date Exercisable          | Expiration Date | (Instr. 4)<br>Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|---|---------------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Non-Qualified Stock Option (right to buy) | 05/21/2004 <sup>(1)</sup> | 05/21/2013      | Common Stock        | 2,500 <sup>(3)</sup>       | \$ 39.35                     | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 10/27/2004 <sup>(1)</sup> | 10/27/2013      | Common Stock        | 3,200                      | \$ 53.86                     | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 10/27/2004 <sup>(1)</sup> | 01/27/2014      | Common Stock        | 1,600                      | \$ 58.1                      | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 10/27/2004 <sup>(1)</sup> | 04/26/2014      | Common Stock        | 1,267 <sup>(4)</sup>       | \$ 45.16                     | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 10/27/2004 <sup>(1)</sup> | 08/02/2014      | Common Stock        | 760 <sup>(5)</sup>         | \$ 40.66                     | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 11/16/2005 <sup>(2)</sup> | 09/16/2014      | Common Stock        | 6,067 <sup>(6)</sup>       | \$ 39.89                     | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 09/16/2006 <sup>(1)</sup> | 09/16/2014      | Common Stock        | 4,117 <sup>(7)</sup>       | \$ 39.89                     | D  | Â          |
| Non-Qualified Stock Option (right to buy) | 09/26/2006 <sup>(1)</sup> | 09/26/2012      | Common Stock        | 10,000                     | \$ 47.95                     | D  | Â          |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| Kirloskar Virendra A<br>C/O KLA-TENCOR CORPORATION<br>160 RIO ROBLES<br>SAN JOSE, CA 95134 | Â             | Â         | Â Chief Accounting Officer | Â     |

## Signatures

/s/ Virendra A.                      04/04/2008  
Kirloskar

\*\*Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Twenty percent (20%) of the shares subject to this option became exercisable on this date, and the remaining shares became (or will become) exercisable in equal monthly installments over the subsequent 48 months.
- (2) One share subject to this option became exercisable on this date, and the remaining shares became (or will become) exercisable in equal monthly installments over the subsequent 46 months.

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- (3) An option to purchase 15,000 shares was originally granted. As of the date hereof, 12,500 shares have been exercised.
- (4) An option to purchase 2,000 shares was originally granted. As of the date hereof, 733 shares have been exercised.
- (5) An option to purchase 1,200 shares was originally granted. As of the date hereof, 440 shares have been exercised.
- (6) An option to purchase 9,967 shares was originally granted. As of the date hereof, 3,900 shares have been exercised.
- (7) An option to purchase 6,500 shares was originally granted. As of the date hereof, 2,383 shares have been exercised.

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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