

KLA TENCOR CORP  
Form 8-K  
January 24, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of The  
Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported) January 24, 2006**

**KLA-TENCOR CORPORATION**  
(Exact name of registrant as specified in its charter)

**DELAWARE**  
(State or other jurisdiction of  
incorporation)

**000-09992**  
(Commission File Number)

**04-2564110**  
(IRS Employer  
Identification No.)

**160 Rio Robles  
San Jose, California**  
**95134** (Address of principal executive offices, including zip code)  
**(408) 875-3000** (Registrant's telephone number, including area code)  
**N/A**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events**

The Board of Directors of KLA-Tencor Corporation (the Company ) has declared a quarterly cash dividend of 12 cents per share, payable on March 1, 2006 to stockholders of record on February 15, 2006.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits.

**Exhibit No.      Description**

**99.1**              Press Release dated January 24, 2006

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**KLA-TENCOR CORPORATION**

By: /s/ Stuart J. Nichols

**Stuart J. Nichols**

**Vice President & General Counsel**

Date: **January 24, 2006**

**EXHIBIT INDEX**

**Exhibit No.**    **Description**

**99.1**            Press Release dated January 24, 2006

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