

URBANEK LIDA  
Form 4  
May 11, 2005

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
URBANEK LIDA

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
05/11/2005

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

C/O KLA-TENCOR CORPORATION, 160 RIO ROBLES

(Street)

4. 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

SAN JOSE, CA 95130

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/11/2005		M		1,946	A	\$ 17.78
Common Stock					29,555	I	
Common Stock					1,271,414	I	

Family Foundation  
by Trust

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

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, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying Security (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	
Non-Qualified Stock Option (right to buy)	\$ 17.78	05/11/2005		M		1,946	06/15/1995	05/15/2005	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 40.24	05/11/2005		A	2,500		05/11/2005	05/11/2015	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 12.5						06/13/1996	05/13/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.44						07/22/1999	07/22/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.59						11/17/1998	11/17/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 26.25						11/10/2000	11/10/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 29						07/22/1998	07/22/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 37.05						11/08/2002	11/08/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 40.68						10/18/2004	10/18/2014	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 44.76						01/25/2005	01/25/2015	Common Stock

Non-Qualified Stock Option (right to buy)	\$ 46.28	11/16/1999	11/16/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 47.23	11/09/2001	11/09/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 59.44	11/05/2003	11/05/2013	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
URBANEK LIDA C/O KLA-TENCOR CORPORATION 160 RIO ROBLES SAN JOSE, CA 95130	X			

## Signatures

By: Stuart J. Nichols For: Lida  
Urbanek

05/11/2005

\_\_Signature of 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).

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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