

LAMB MAUREEN L
Form 4/A
June 30, 2005

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
LAMB MAUREEN L

(Last) (First) (Middle)

160 RIO ROBLES

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
06/28/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)
06/29/2005

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP Finance & Treasury

6. 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

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	06/28/2005		M		1,740	A	\$ 44.6875	5,916	D
Common Stock	06/28/2005		S		1,740	D	\$ 45	4,176	D
Common Stock	06/28/2005		M		13,260	A	\$ 44.6875	17,436	D
Common Stock	06/28/2005		S		13,260	D	\$ 45	4,176	D
Common Stock	06/28/2005		M		712	A	\$ 40.66	4,888	D

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Common Stock 06/28/2005 S 712 D \$ 45 4,176 D

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

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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 Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Non-Qualified Stock Option	\$ 26.25					11/10/2001 11/10/2010	Common Stock	7
Non-Qualified Stock Option	\$ 29.31					10/02/2002 10/02/2011	Common Stock	6,
Non-Qualified Stock Option	\$ 32.75					04/04/2002 04/04/2011	Common Stock	1,
Non-Qualified Stock Option	\$ 34.67					11/08/2003 01/28/2013	Common Stock	3,
Non-Qualified Stock Option	\$ 37.05					11/08/2003 11/08/2012	Common Stock	1,
Non-Qualified Stock Option	\$ 40.66	06/28/2005		M	712	10/27/2004 08/02/2014	Common Stock	7
Non-Qualified Stock Option	\$ 41.79					09/21/2005 09/21/2014	Common Stock	15
Non-Qualified Stock Option	\$ 44.6875	06/28/2005		M	1,740	08/13/2000 08/13/2010	Common Stock	1,
Non-Qualified Stock Option	\$ 44.6875	06/28/2005		M	13,260	08/13/2001 08/13/2010	Common Stock	13
Non-Qualified Stock Option	\$ 45.16					10/27/2004 04/26/2014	Common Stock	3,
Non-Qualified Stock Option	\$ 51.229					11/08/2003 07/30/2013	Common Stock	3,

Non-Qualified Stock Option	\$ 53.86	10/27/2004	10/27/2013	Common Stock	6,
Non-Qualified Stock Option	\$ 58.1	10/27/2004	01/27/2014	Common Stock	3,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAMB MAUREEN L 160 RIO ROBLES SAN JOSE, CA 95134			VP Finance & Treasury	

Signatures

Maureen Lamb 06/30/2005

__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).

(1) In error the Officer's broker reported a sale of 1,187 shares from this stock option.

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