

KLA TENCOR CORP
Form 8-K
May 11, 2006

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**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): May 11, 2006**

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

DELAWARE

000-09992

04-2564110

(State or other jurisdiction of
incorporation)

(Commission File Number)

(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))
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Item 5.02 Departure of Directors; Election of Directors

On May 11, 2006, Mr. Michael E. Marks resigned from the Board of Directors of KLA-Tencor Corporation. Upon recommendation of the Nominating and Governance Committee, the Board of Directors appointed Mr. David C. Wang to fill the vacancy left by the resignation of Mr. Marks.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits.

Exhibit No. Description

99.1 Press Release issued by KLA-Tencor Corporation dated May 11, 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 and General Counsel

Date: May 11, 2006

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EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Press Release issued by KLA-Tencor Corporation dated May 11, 2006. |