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Form 4	STEPHEN P								
November 0 FORN	I 4 UNITED	STATES	FES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						PPROVAL 3235-0287 January 31,
if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	Expires: Estimated burden hou response	urs per							
	ddress of Reporting	Person <u>*</u>	Symbol	er Name an ENCOR		-	5. Relationship Issuer (Ch	of Reporting Per eck all applicabl	
(Last) (First) (Middle) C/O KLA-TENCOR CORPORATION, ONE TECHNOLOGY DRIVE			3. Date of Earliest Transaction(Month/Day/Year)10/30/2007				_X_ Director	109	% Owner her (specify
MILPITAS,		4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City)	(State)	(Zip)	Tab	ole I - Non-J	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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)
Reminder: Rep	ort on a separate line				Perso inforr requi displa numb	ons who re nation con red to resp ays a curre er.	spond to the collect tained in this form ond unless the fo ently valid OMB co	n are not rm ontrol	SEC 1474 (9-02)
	Tab					posed of, or convertible	r Beneficially Owner securities)	a	

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Ame
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof Derivative	Expiration Date	Underlying Secu

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securi Acquin (A) or Dispos (D) (Instr. and 5)	red sed of 3, 4,	(Month/Day/Year)	(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Ai or Ni of Sł
Non-Qualified Stock Option (Rights to Buy)	\$ 52.84	10/30/2007		A	1,250	0	10/30/2007 <u>(1)</u>	10/30/2014	Common Stock	1
Reporting Owners										

Reporting Owner Name / Address		Relationsh	ips	
	Director	10% Owner	Officer	Other
KAUFMAN STEPHEN P C/O KLA-TENCOR CORPORATION ONE TECHNOLOGY DRIVE MILPITAS, CA 95035	Х			
Signatures				
/s/ Brian Martin as Attorney-in-Fact for Kaufman	Stephen I	2.	11/	01/2007
<u>**</u> 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) The Option is immediately exercisable for all the underlying shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. eport 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 displays a currently valid OMB control number.E**C 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(I
	Derivative				(A) or			
	Security				Disposed of			
					(D)			

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				(Instr and 5	: 3, 4,)					
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
$\begin{array}{ccc} \text{Option} & \$ \ 19.992 \\ \underline{(1)} & \underline{(2)} \end{array} \tag{6}$	01/26/2012		М		4,120 (2)	10/22/2007	10/22/2012	Common Stock	4,120	\$
Reporting Owners										
Reporting Owner Name / A	ddress		Relationsh	ips						
	Director	10% Owner	Officer			Other				
JONES LARRY W 100 EAST VINE STREE	Executiv	ve Vic	e Presi	dent						

Signatures

Larry W. Jones By: Marilyn T. Justice, Attorney-in-Fact

LEXINGTON, KY 40507-1406

**Signature of Reporting Person

01/30/2012 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) Right to buy pursuant to Management Retention Incentive Stock Option Agreement (CTBI 1998 Stock Option Plan).
- (2) Option previously reported as covering 20,000 shares @\$26.61 per share, adjusted to reflect 10% stock dividends effective 12/15/02, 12/15/03, and 12/15/04.

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