THERMA WAVE INC

Form 4 May 25, 2007

## FORM 4

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

**OMB APPROVAL** 

OMB Number:

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Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * KLA TENCOR CORP			2. Issuer Name <b>and</b> Ticker or Trading Symbol THERMA WAVE INC [TWAV]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction	(==== an appneasie)			
160 RIO ROBLES			(Month/Day/Year) 05/18/2007	Director Officer (give title below) Other (specify below)			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
SAN JOSE, CA	A 95134		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(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. Transactic Code (Instr. 8)	4. Securities A or Disposed of (Instr. 3, 4 and	(D)	d (A)	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)		
Common Stock	05/18/2007			32,830,254 (1)	` /		32,830,254	I	See Footnote		
Common Stock	05/24/2007		P	7,470,614 (3)	A	\$ 1.65	40,300,868	I	See Footnote		
Common	05/24/2007		P	3,725,943	A	\$ 1.65	0 (4)	I	See Footnote		

1.65

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

(2)

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SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5. onNumber	6. Date Exerc Expiration D		7. Titl		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Under Securi	rlying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KLA TENCOR CORP							
160 RIO ROBLES		X					
SAN JOSE, CA 95134							

## **Signatures**

/s/ Brian M. Martin, Senior Vice President and General Counsel

05/25/2007

\*\*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).
- Represents shares acquired by Fenway Acquisition Corporation, a wholly-owned subsidiary of KLA-Tencor Corporation, on May 18, **(1)** 2007.
- (2) The shares are directly beneficially owned by Fenway Acquisition Corporation.
- (3) Represents shares acquired by Fenway Acquisition Corporation through May 24, 2007.
- (4) Therma-Wave, Inc.'s outstanding shares were canceled in a merger with Fenway Acquisition Corporation, effective May 24, 2007.

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.

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