

Edgar Filing: AGILENT TECHNOLOGIES INC - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code and Voluntary Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
			Code I V		(DE) (ED)					
Employee Stock Option (right to buy)	\$15.89	11/19/2002	A I	(A) 125,000	11/19/2003 (2) 11/18/2012	Common Stock - 125,000		125,000	D	
Employee Stock Option (right to buy)	\$19.44				11/17/2000 11/16/2005	Common Stock - 3,470		3,470	D	
Employee Stock Option (right to buy)	\$30.26				11/21/1997 11/20/2006	Common Stock - 543		543	D	
Employee Stock Option (right to buy)	\$35.59				11/20/1998 11/19/2007	Common Stock - 1,735		1,735	D	
Employee Stock Option (right to buy)	\$34.11				11/19/1999 11/18/2008	Common Stock - 11,451		11,451	D	
Employee Stock Option (right to buy)	\$30.00				11/18/2000 11/17/2009	Common Stock - 50,000		50,000	D	
Employee Stock Option (right to buy)	\$30.00				11/20/2000 11/17/2009	Common Stock - 6,792		6,792	D	
Employee Stock Option (right to buy)	\$80.28				05/17/2003 05/16/2010	Common Stock - 100		100	D	
Employee Stock Option (right to buy)	\$39.41				11/13/2001 11/12/2010	Common Stock - 40,000		40,000	D	
Employee Stock	\$25.67				11/26/2002 11/25/2011	Common Stock -		125,000	D	

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Option (right to buy)						125,000				
Employee Stock Options (right to buy)	\$37.94				05/15/2002 05/14/2011	Common Stock - 25,000		25,000	D	

Explanation of Responses :

** Intentional misstatements or omissions of facts **By: Marie Oh Huber / Attorney-in-fact**
constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

11-20-2002

** Signature of Reporting Person

Date

Note: File three copies of this Form, one of
which must be manually signed. If space is
insufficient,

Power of Attorney

See Instruction 6 for procedure.

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SEC 1474 (3-99)

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.

Van Ingen, Chris - November 2002

Form 4 (continued)

FOOTNOTE Descriptions for Agilent Technologies, Inc. (A)

Form 4 - November 2002

Chris Van Ingen
395 Page Mill Road, MS A3-18
Palo Alto, CA 94306

Explanation of responses:

- (1) Shares acquired in an Employee Stock Purchase Plan under Section 423 of the Internal Revenue Code of 1986, as amended, in a transaction exempt under Rule 16b-3.
- (2) The option is exercisable in four equal annual installments beginning on the first anniversary of the date of the grant. The first vesting date is stated.

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