AGILENT TECHNOLOGIES INC

Form 4

November 04, 2002

SEC Form 4

FORM 4	UNIT	ED STATES SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL	
[] Check this box if no lon subject to Section 16. Forn or Form 5 obligations may continue See Instruction 1(b).	STATE Filed pursuant t	Washington, D.C. 20549 EMENT OF CHANGES IN BENEFICIAL OWNERSHIP o Section 16(a) of the Securities Exchange Act of 1934, Section 17(a Public Utility pany Act of 1935 or Section 30(f) of the Investment Company Act of				(a) of the	OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5		
1. Name and Address of Rep White, Thomas (Last) (First)	Issuer Name and Ticker or Trading Symbol Agilent Technologies, Inc. (A)		4. Statement for (Month/Day/Year) October 31, 2002			6. Relationship of Reporting Person(s) to			
(Last) (First) (Middle) 395 Page Mill Road, MS A3-18 (Street) Palo Alto, CA 94306 (City) (State) (Zip)		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		5. If Amendment, Date of Original (Month/Year)		Director 10% Owner X Officer Other Officer/Other Description Senior Vice President 7. Individual or Joint/Group Filing (Check Applicable Line)			
					X Individual Filing Joint/Group Filing				
Table I - Non-Derivative 1. Title of Security (Instr. 3)	Securities Acquired, 2. Transaction Date (Month/Day/Year)	Jisposed of, or F 3. Transaction Code and Voluntary Code (Instr. 8) Code V	4. Securities Acc Disposed (D) Or (Instr. 3, 4, an	quired (A) or d 5)	5. Amount of Securities Beneficially Owned Following Reported Transactions (Instr. 3 and 4)	or Indi (Ins)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	10/31/2002	A (1)	100.00 \$13.	A 75	3,864.	.51	D		

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

(over) SEC 1474 (3-99)

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

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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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 (V) Code (Instr.8)	Expiration	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	Beneficially Owned Following Reported	10. Owner-ship Form of Deriv- ative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Employee Stock Option (right to buy)	\$35.59			11/20/1998 11/19/2007	Common Stock - 6,940		6,940	D	
Employee Stock Option (right to buy)	\$34.11			11/19/1999 11/18/2008	Common Stock - 15,616		15,616	D	
Employee Stock Option (right to buy)	\$30.00			11/17/2000 11/17/2009	Common Stock - 12,226		12,226	D	
Employee Stock Option (right to buy)	\$30.00			11/18/2000 11/17/2009	Common Stock - 150,000		150,000	D	
Employee Stock Option (right to buy)	\$30.00			11/19/2001 11/17/2009	Common Stock - 20,378		20,378	D	
Employee Stock Option (right to buy)	\$58.85			12/14/2001 12/13/2010	Common Stock - 100,000		100,000	D	
Employee Stock Option (right to buy)	\$25.67			11/26/2002 11/25/2011	Common Stock - 175,000		175,000	D	
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Explanation of Responses :

** Intentional misstatements or omissions of facts

constitute Federal Criminal Violations.

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

By: D. Craig Nordlund / Attorney-in-fact

11-04-2002

** Signature of Reporting Person

Date

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

Power of Attorney

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insufficient,

See Instruction 6 for procedure.

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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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Form 4 (continued)

FOOTNOTE Descriptions for Agilent Technologies, Inc. (A)

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Thomas White 395 Page Mill Road, MS A3-18

Palo Alto, CA 94306

Explanation of responses:

(1) Shares acquired under the Legacy Employee Stock Purchase Plan.

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