AGILENT TECHNOLOGIES INC

Form 4

November 21, 2002

SEC Form 4

FORM 4	UNITED STATES SECURITIES AND EXCHANGE COMMISSION							MB APPROVAL	
[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	Filed pursuant t	EMENT OF CH	Washington, D.C. 20549 IENT OF CHANGES IN BENEFICIAL OWNERSHIP Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) Public Utility By Act of 1935 or Section 30(f) of the Investment Company Act of				OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5		
1. Name and Address of Reporting Trautman, Jack P. (Last) (First) 395 Page Mill Road, MS A3-18	Issuer Name and Ticker or Trading Symbol Agilent Technologies, Inc. (A) I.R.S. Identification		4. Statement for (Month/Date/Year) November 19, 2002		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer				
(Street) Palo Alto, CA 94306 (City) (State)	(Zip)	Number of Re Person, if an e (voluntary)	1 0	5. If Amendn Date of Or (Month/Ye	iginal ar)	Other Officer/Other Description Senior Vice President 7. Individual or Joint/Group Filing (Check Applicable Line) X. Individual Filing			
Table I - Non-Derivative Secu	rities Acquired	Disposed of or I	Reneficially Owr	ned .		Joint/	Group Filir	1 <u>g</u>	
Title of Security 2. Training	nsaction Date onth/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Ac Disposed (D) O (Instr. 3, 4, ar	quired (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	or Ind)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock 10/31/	2002	A (1) V	12.37	A	9,034.	51	D		
			\$11.	บร	·				

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)		3. Transaction Date (Month/ Day/ Year)	Transaction		Exercisable(DE) and Expiration	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)	Owner- ship Form of Deriv- ative Security:	11. Nature of Indirect Beneficial Ownership (Instr.4)
Employee Stock Option (right to buy)	\$15.89	11/19/2002	A	(A) 125,000	11/19/2003 (2) 11/18/2012	Common Stock - 125,000		125,000	D	
Employee Stock Option (right to buy)	\$25.67				11/26/2002 11/25/2011	Common Stock - 35,000		35,000	D	
Employee Stock Option (right to buy)	\$29.13				05/21/2003 05/20/2012	Common Stock - 80,000		80,000	D	
Employee Stock Options (right to	\$39.23				04/27/2002 04/26/2011	Common Stock - 60,000		60,000	D	
buy)										

Explanation of Responses :

** Intentional misstatements or omissions of fact constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).	By: Marie Oh Huber / Attorney-in-fact 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.	Page 2 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	

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Form 4 (continued)

FOOTNOTE Descriptions for Agilent Technologies, Inc. (A)

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Jack P. Trautman 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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