

AGILENT TECHNOLOGIES INC

Form 4

November 04, 2002

SEC Form 4

<b>FORM 4</b>  <input type="checkbox"/> Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549  <b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b>  Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940	<b>OMB APPROVAL</b>  <hr/> OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response: . . . . 0.5	
1. Name and Address of Reporting Person* <b>Saponas, Thomas A.</b>  <div style="display: flex; justify-content: space-between;"> <span>(Last)</span> <span>(First)</span> <span>(Middle)</span> </div> <b>395 Page Mill Road, MS A3-18</b>  <div style="text-align: center;">(Street)</div> <b>Palo Alto, CA 94306</b>  <div style="display: flex; justify-content: space-between;"> <span>(City)</span> <span>(State)</span> <span>(Zip)</span> </div>	2. Issuer Name and Ticker or Trading Symbol  <b>Agilent Technologies, Inc. (A)</b>  3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	4. Statement for (Month/Day/Year)  <b>October 31, 2002</b>  5. If Amendment, Date of Original (Month/Year)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <div style="display: flex; justify-content: space-between;"> <span>_____ Director _____</span> </div> <div style="display: flex; justify-content: space-between;"> <span>10% Owner _____</span> </div> <div style="display: flex; justify-content: space-between;"> <span><input checked="" type="checkbox"/> _____ Officer _____</span> </div> Other _____  Officer/Other Description <b>Senior Vice President and Chief Technology Officer</b>  7. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Individual Filing <input type="checkbox"/> Joint/Group Filing

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned Following Reported Transactions (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code   V	Amount   A/D   Price			
Common Stock	10/31/2002	A (1)	10.00   A   \$13.75	13,981.78	D	
Common Stock	10/31/2002	J (2)   V	275.42   A	275.42	I	By 401(k) plan

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

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

(over)  
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**Saponas, Thomas A. - October 2002**

**Form 4 (continued)**

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)										
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)	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 Transactions (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Employee Stock Option (right to buy)	\$14.54				11/17/1995   11/16/2004	Common Stock - 13,603		13,603	D	
Employee Stock Option (right to buy)	\$25.92				11/17/1996   11/16/2005	Common Stock - 10,688		10,688	D	
Employee Stock Option (right to buy)	\$30.26				11/21/1997   11/20/2006	Common Stock - 8,502		8,502	D	
Employee Stock Option (right to buy)	\$35.59				11/20/1998   11/19/2007	Common Stock - 10,410		10,410	D	
Employee Stock Option (right to buy)	\$34.11				11/19/1999   11/18/2008	Common Stock - 20,821		20,821	D	
Employee Stock Option (right to buy)	\$30.00				11/17/2000   11/17/2009	Common Stock - 17,932		17,932	D	
Employee Stock Option (right to buy)	\$30.00				11/18/2000   11/17/2009	Common Stock - 75,000		75,000	D	
Employee Stock Option (right to buy)	\$30.00				11/20/2000   11/17/2009	Common Stock - 16,981		16,981	D	
Employee Stock Option (right to buy)	\$30.00				11/19/2001   11/17/2009	Common Stock - 20,378		20,378	D	

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Employee Stock Option (right to buy)	\$58.85				12/14/2001   12/13/2010	Common Stock - 50,000		50,000	D	
Employee Stock Option (right to buy)	\$25.67				11/26/2002   11/25/2011	Common Stock - 100,000		100,000	D	

Explanation of Responses :

\*\* Intentional misstatements or omissions of facts By: **D. Craig Nordlund/ Attorney-in-fact**  
constitute Federal Criminal Violations.

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

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  
insufficient,

**Power of Attorney**

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 A. Saponas**  
**395 Page Mill Road, MS A3-18**

**Palo Alto, CA 94306**

**Explanation of responses:**

- (1) Shares acquired under the Service Award Program.
- (2) Shares acquired under the 401(k) plan from the employee contributions, exempt under Rule 16b-3(c). The information in this report is based on a plan statement dated October 31, 2002.

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