

AGILENT TECHNOLOGIES INC
Form 3
November 21, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Justice Lonnie G.		(Month/Day/Year)	AGILENT TECHNOLOGIES INC [A]	
(Last)	(First)	(Middle)	11/15/2007	
5301 STEVENS CREEK BLVD.			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
SANTA CLARA,Â CAÂ 95051			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Vice President	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,752.9295	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy) ⁽¹⁾	02/12/2000 ⁽²⁾	02/11/2009	Common Stock	1,822	\$ 41.63	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	11/26/2002 ⁽²⁾	11/25/2011	Common Stock	9,411	\$ 24.45	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	12/22/2004 ⁽²⁾	11/12/2010	Common Stock	3,500	\$ 26.83	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	01/26/2005 ⁽⁴⁾	01/25/2014	Common Stock	21,002	\$ 31.93	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	01/24/2006 ⁽⁴⁾	01/23/2015	Common Stock	23,628	\$ 20.62	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	01/17/2007 ⁽⁴⁾	01/16/2016	Common Stock	18,377	\$ 31.93	D	Â
Employee Stock Option (Right to Buy) ⁽³⁾	11/15/2007 ⁽⁴⁾	11/14/2016	Common Stock	17,000	\$ 33.14	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Justice Lonnie G. 5301 STEVENS CREEK BLVD. SANTA CLARA, CA 95051	Â	Â	Â Vice President	Â

Signatures

Marie Oh Huber, attorney-in-fact for Mr.
Justice

11/21/2007

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Conversion from HP stock options as a result of the June 2, 2000 spin-off of Agilent Technologies, Inc. by Hewlett-Packard Company, in a transaction exempt from Rule 16b-3.
- (2) The option is fully vested and exercisable.
- (3) Right to buy Agilent Technologies, Inc. common stock granted under the Agilent Technologies, Inc. 1999 Stock Plan, in compliance with Rule 16b-3.
- (4) 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.

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.