## AGILENT TECHNOLOGIES INC

Form 4

November 21, 2002

SEC Form 4

FORM 4	UNIT	ED STATES SECURITIES AND EXCHANGE COMMISSION					OMB 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	o Section 16(a) of	L OWNERSHII f 1934, Section 176 ent Company Act o	(a) of the	OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5			
1. Name and Address of Reportin Halloran, Jean  (Last) (First)  395 Page Mill Road, MS A3-18		2. Issuer Name at or Trading Syr  Agilent Technol	nd Ticker mbol	4. Statement f (Month/Da  November	For te/Year)  19, 2002	6. Relation Issuer	(Check al	eporting Person(s) to  Il applicable)
(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)		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		
3	rities Acquired, 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 Indi	)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock 10/31/	22002	A (1)   V	1,091.70   \$11.69	A	9,390.	23	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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## Form 4 (continued)

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

<sup>\*</sup> 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)	Transaction  Code and  Voluntary  (V)  Code  (Instr.8)		6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)		8. Price of Derivative Security (Instr.5)	Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr.4)	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)	\$15.89	11/19/2002	Al	(A) 100,000	11/19/2003 (2)   11/18/2012	Common Stock - 100,000		100,000	D	
Employee Stock Option (right to buy)	\$35.59				11/20/1998   11/19/2007	Common Stock - 2,168		2,168	D	
Employee Stock Option (right to buy)	\$43.71				02/12/2000   02/11/2009	Common Stock - 6,940		6,940	D	
Employee Stock Option (right to buy)	\$30.00				11/17/2000   11/17/2009	Common Stock - 6,113		6,113	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 - 6,792		6,792	D	
Employee Stock Option (right to buy)	\$30.00				02/12/2002   11/17/2009	Common Stock - 5,094		5,094	D	
Employee Stock Option (right to buy)	\$58.85				12/14/2001   12/13/2010	Common Stock - 60,000		60,000	D	
Employee Stock Option (right to buy)	\$25.67				11/26/2002   11/25/2011	Common Stock - 150,000		150,000	D	
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#### Explanation of Responses:

\*\* Intentional misstatements or omissions of facts By: Marie Oh Huber / Attorney-in-fact

constitute Federal Criminal Violations.

11-20-2002

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

\*\* 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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Jean Halloran 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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