AGILENT TECHNOLOGIES INC

Form 3

August 01, 2014

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement AGILENT TECHNOLOGIES INC [A] Grau Dominique (Month/Day/Year) 08/01/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 5301 STEVENS CREEK BLVD (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person SANTA CLARA, Â CAÂ 95051 (give title below) (specify below) Form filed by More than One Senior Vice President Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 17,037.573 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of

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 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.},\ puts,\ calls,\ warrants,\ options,\ convertible\ securities)$

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		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative	Security:	
					Security	Direct (D)	
						or Indirect	

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				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy) (1)	11/29/2008(2)	11/28/2017	Common Stock	8,000	\$ 37.47	D	Â
Employee Stock Option (Right to Buy) (3)	11/18/2009(2)	11/17/2018	Common Stock	22,624	\$ 19	D	Â
Employee Stock Option (Right to Buy) (3)	11/18/2010(4)	11/17/2019	Common Stock	19,002	\$ 29.46	D	Â
Employee Stock Option (Right to Buy) (3)	11/17/2011(4)	11/16/2020	Common Stock	13,009	\$ 35.21	D	Â
Employee Stock Option (Right to Buy) (3)	11/17/2012(4)	11/16/2021	Common Stock	11,269	\$ 37.21	D	Â
Employee Stock Option (Right to Buy) (3)	11/21/2013(4)	11/20/2022	Common Stock	13,200	\$ 35.84	D	Â
Employee Stock Option (Right to Buy) (3)	11/20/2014(4)	11/19/2023	Common Stock	9,477	\$ 53.53	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Grau Dominique 5301 STEVENS CREEK BLVD SANTA CLARA Â CAÂ 95051	Â	Â	Senior Vice President	Â		

Signatures

/s/ Michael Tang, Attorney-in-fact for Mr. Grau 07/29/2014

**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) Right to buy Agilent Technologies, Inc. common stock granted under the Agilent Technologies, Inc. 1999 Stock Plan, in compliance with 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. 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.

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