#### AGILENT TECHNOLOGIES INC

Form 4

November 21, 2013

Check this box

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

OMB Number:

3235-0287

if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

**OMB APPROVAL** 

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0.5

Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* KOH BOON HWEE

(Street)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

AGILENT TECHNOLOGIES INC

(Check all applicable)

[A]

(Last) (First) 3. Date of Earliest Transaction

\_X\_\_ Director Officer (give title

10% Owner Other (specify

(Month/Day/Year)

5301 STEVENS CREEK BLVD, MS 11/20/2013

(Middle)

1A-LC

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

below)

SANTA CLARA, CA 95051

| (City)                               | (State)                                 | (Zip) Tabl  | e I - Non-D                             | erivative   | Secur     | rities Acq   | uired, Disposed o  | f, or Beneficial  | ly Owned |
|--------------------------------------|---|---|---|---|-----------|--|--|---|----------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | Transaction(A) or Disposed of (D)  Code (Instr. 3, 4 and 5)  (Instr. 8) |           | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |
|                                      |   |   | Code V                                  | Amount  | or<br>(D) | Price  | (Instr. 3 and 4)   |   |          |
| Common<br>Stock                      | 11/20/2013                              |   | M                                       | 3,464   | A         | \$ 32.4  | 47,894.831<br>(1)  | D   |          |
| Common<br>Stock                      | 11/20/2013                              |   | M                                       | 5,032   | A         | \$<br>21.72  | 52,926.831   | D   |          |
| Common<br>Stock                      | 11/20/2013                              |   | S                                       | 5,651   | D         | \$<br>53.77<br>(2)   | 47,275.831   | D   |          |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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

| Derivative Security (Instr. 3)                                 | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 7. Title and Ar Underlying Se (Instr. 3 and 4) |
|--|---|--------------------------------------|---|--|---|--|--------------------|--|
|  |   |                                      |   | Code V                                 | (A) (D)   | Date Exercisable   | Expiration<br>Date | Title I  |
| Non-Employee Director Stock Option (right to buy) (3)          | \$ 32.4   | 11/20/2013                           |   | M                                      | 3,464   | 03/03/2005(4)  | 03/02/2014         | Common<br>Stock                                |
| Non-Employee<br>Director Stock<br>Option (right to<br>buy) (3) | \$ 21.72  | 11/20/2013                           |   | M                                      | 5,032   | 11/16/2005(4)  | 11/15/2014         | Common<br>Stock                                |

# **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |  |  |
|---|---------------|-----------|---------|-------|--|--|
| · · · · · · · · · · · · · · · · · · ·                                       | Director      | 10% Owner | Officer | Other |  |  |
| KOH BOON HWEE<br>5301 STEVENS CREEK BLVD, MS 1A-LC<br>SANTA CLARA, CA 95051 | X             |           |         |       |  |  |

## **Signatures**

/s/ Stephen D. Williams, Attorney-in-fact for Mr. Koh 11/21/2013

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) 68.160 shares were acquired through the Agilent Technologies, Inc. dividend reinvestment plan.
- (2) Weighted average sale price was \$53.77 with a range of \$53.76-\$53.79

**(3)** 

Reporting Owners 2

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Right to buy Agilent Technologies, Inc. common stock granted under the Agilent Technologies, Inc. 1999 Non-Employee Director Stock Plan.

#### (4) The option is fully vested and exercisable

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