

DILLON ADRIAN T  
Form 3  
December 11, 2001

<b>FORM 3</b>	<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b>  Washington, D.C. 20549	OMB APPROVAL
	<b>INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES</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	OMB Number: 3235-0104 Expires: December 31, 2001 Estimated average burden hours per response. . . . . 0.5

1. Name and Address of Reporting Person* <b>Dillon, Adrian T.</b>  _____ (Last) (First) (Middle)  <b>395 Page Mill Road, MS A3-18</b>  _____ (Street)  <b>Palo Alto, CA 94306</b>  _____ (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year)  <b>December 03, 2001</b>	4. Issuer Name and Ticker or Trading Symbol <b>Agilent Technologies, Inc. (A)</b>  5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  _____ Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer _____ Other _____  Officer/Other Description <b>Executive Vice President and Chief Financial Officer</b>	6. If Amendment, Date of Original (Month/Day/Year)  _____  7. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Individual Filing <input type="checkbox"/> Joint/Group Filing
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form : (D) Direct (I) Indirect (Instr. 5)	4. Nature of Beneficial Ownership (Instr. 5)
<b>No Securities Owned</b>	<b>0.00</b>	<b>D</b>	

(over)  
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**Form 3 (continued)**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable(DE) and Expiration Date(ED)	3. Title and Amount of of Underlying Security (Instr. 4)	4. Conversion or Exercise Price	5. Ownership Form (D) Direct or (I) Indirect (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	_____ (DE)   (ED)				

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Explanation of Responses :

\*\* Intentional misstatements or omissions of facts \_\_\_\_\_ -  
constitute Federal Criminal Violations. 12-10-2001

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,

**Marie Oh Huber / Attorney-in-fact**  
**Adrian T. Dillon**

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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