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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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

(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] **HIRSCH DIDIER** (Month/Day/Year) 11/15/2007 (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 VP, Corp Controllership, Tax 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) Common Stock D Â 3,429.5208 Common Stock 100 I Held by Spouse 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 information contained in this form are not

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

required to respond unless the form displays a

currently valid OMB control number.

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

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy) (1)	02/12/2000(2)	02/11/2009	Common Stock	7,515	\$ 41.63	D	Â
Employee Stock Option (Right to Buy) (3)	02/04/2001(2)	02/03/2010	Common Stock	31,504	\$ 72.74	D	Â
Employee Stock Option (Right to Buy) (3)	05/17/2001(2)	05/16/2010	Common Stock	105	\$ 76.45	D	Â
Employee Stock Option (Right to Buy) (3)	11/13/2001(2)	11/12/2010	Common Stock	42,005	\$ 37.53	D	Â
Employee Stock Option (Right to Buy) (3)	11/18/2004(2)	11/17/2013	Common Stock	13,126	\$ 27.16	D	Â
Employee Stock Option (Right to Buy) (3)	11/16/2005(4)	11/15/2014	Common Stock	10,500	\$ 21.72	D	Â
Employee Stock Option (Right to Buy) (3)	05/17/2006(4)	05/16/2015	Common Stock	21,002	\$ 20.87	D	Â
Employee Stock Option (Right to Buy) (3)	01/17/2007(4)	01/16/2016	Common Stock	17,327	\$ 31.93	D	Â
Employee Stock Option (Right to Buy) (3)	11/15/2007(4)	11/14/2016	Common Stock	16,500	\$ 33.14	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other	
HIRSCH DIDIER 5301 STEVENS CREEK BLVD. SANTA CLARA, CA 95051	Â	Â	VP, Corp Controllership, Tax	Â	

Signatures

/s/Marie Oh Huber, attorney-in-fact for Mr.
Hirsch

**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.

Reporting Owners 2

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(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.

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