

AGILENT TECHNOLOGIES INC  
Form 4  
November 21, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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 Person \*  
SULLIVAN WILLIAM P

2. Issuer Name and Ticker or Trading Symbol  
AGILENT TECHNOLOGIES INC  
[A]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

5301 STEVENS CREEK BLVD, MS 1A-LC

11/19/2007

President and CEO

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

SANTA CLARA, CA 95051

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	11/19/2007		S	1,900	D	\$ 35.89	240,960 D
Common Stock	11/19/2007		S	1,200	D	\$ 35.88	239,760 D
Common Stock	11/19/2007		S	4,561	D	\$ 35.9	235,199 D
Common Stock	11/19/2007		S	200	D	\$ 35.905	234,999 D
Common Stock	11/19/2007		S	6,434	D	\$ 35.91	228,565 D

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Common Stock	11/19/2007	S	100	D	\$ 35.915	228,465	D	
Common Stock	11/19/2007	S	6,700	D	\$ 35.92	221,765	D	
Common Stock	11/19/2007	S	100	D	\$ 35.925	221,665	D	
Common Stock	11/19/2007	S	5,500	D	\$ 35.93	216,165	D	
Common Stock	11/19/2007	S	200	D	\$ 35.935	215,965	D	
Common Stock	11/19/2007	S	9,800	D	\$ 35.94	206,165	D	
Common Stock	11/19/2007	S	300	D	\$ 35.945	205,865	D	
Common Stock	11/19/2007	S	5,210	D	\$ 35.95	200,655	D	
Common Stock	11/19/2007	S	900	D	\$ 35.955	199,755	D	
Common Stock	11/19/2007	S	8,500	D	\$ 35.96	191,255	D	
Common Stock	11/19/2007	S	2,300	D	\$ 35.97	188,955	D	
Common Stock	11/19/2007	S	100	D	\$ 35.975	188,855	D	
Common Stock	11/19/2007	S	300	D	\$ 35.98	188,555	D	
Common Stock	11/19/2007	S	100	D	\$ 35.99	188,455	D	
Common Stock						9,689.403	I	By 401(k) Plan

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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