# Edgar Filing: AGILENT TECHNOLOGIES INC - Form 4

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AGILENT 7 Form 4 June 05, 200		NOLOGII	ES INC									
FORM	14									OMB AF	PROVAL	
			AND EX 1, D.C. 20		NGE C	OMMISSION	OMB Number:	3235-0287				
Check this box if no longer									Expires:	January 31, 2005		
subject to Section 16. Form 4 or Form 5		<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,									verage rs per 0.5	
obligatio may con <i>See</i> Instr 1(b).	tinue.	-	7(a) of the 1	Public U	tility Ho		npany	Act of	1935 or Section	1		
(Print or Type	Respons	ses)										
SULLIVAN WILLIAM P Symbol				Symbol	er Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
				[A]			512.5	ii (C	(Check all applicable)			
					of Earliest Transaction /Day/Year)				X Director 10% Owner X Officer (give title Other (specify below) below)			
5301 STEV 1A-LC	'ENS (	CREEK B	LVD, MS	06/03/2	008				<i>'</i>	dent and CEO		
SANTA CI	,	treet) CA 9505	51		endment, D nth/Day/Yea	Date Origina ar)	l		6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M	one Reporting Pe	rson	
(City)		tate)	(Zip)	Tab	la I Non	Dorivotivo	Soouri	tios A ca	Person uired, Disposed of	or Bonoficial	ly Ownod	
1.Title of Security (Instr. 3)	of 2. Transaction Date 2A. Deemed y (Month/Day/Year) Execution Date, if			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				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		
Common Stock	06/03	3/2008			Code V F	Amount 2,000	(D) D	Price \$ 37.02	244,535	D		
Common Stock	06/03	3/2008			F	400	D	\$ 37.03	244,135	D		
Common Stock	06/03	3/2008			F	2,100	D	\$ 37.04	242,035	D		
Common Stock	06/03	3/2008			F	1,000	D	\$ 37.05	241,035	D		
Common Stock	06/03	3/2008			F	699	D	\$ 37.06	240,336	D		

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Common Stock	06/03/2008	F	16,381	D	\$ 36.85	223,955	D
Common Stock	06/03/2008	F	12,100	D	\$ 36.84	211,855	D

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.

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

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Titl		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative		-		Securities			(Instr.	. 3 and 4)		Owne
	Security				Acquired				( )		Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(mou
					4, and 5)						
					+, and <i>5</i> )						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		
				0000	() (D)				0111100		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships								
I. S.	Director	10% Owner	Officer	Other					
SULLIVAN WILLIAM P 5301 STEVENS CREEK BLVD, MS 1A-LC SANTA CLARA, CA 95051	Х		President and CEO						
Signatures									
/s/ Marie Oh Huber, attorney-in-fact for Mr. Sullivan	r. 06/05/2008								
**Signature of Reporting Person		Date							
Explanation of Responses:									
* If the form is filed by more than an amounting names in a Instruction $A(h)(y)$									

\* 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).

### **Remarks:**

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#### Form 2 of 2 since it exceeded 30 rows allowed on Table 1.

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.