

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2003-03-13** | Period of Report: **2003-03-11**
SEC Accession No. **0001144370-03-000010**

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SUBJECT COMPANY

AGILENT TECHNOLOGIES INC

CIK: **1090872** | IRS No.: **770518772** | State of Incorporation: **DE** | Fiscal Year End: **1031**
Type: **4** | Act: **34** | File No.: **001-15405** | Film No.: **03602131**
SIC: **3825** Instruments for meas & testing of electricity & elec signals

Mailing Address
395 PAGE MILL ROAD
MS A 3-10
PALO ALTO CA 94306

Business Address
395 PAGE MILL ROAD
MS A 3-10
PALO ALTO CA 94306
6507525000

REPORTING OWNER

HEWLETT WALTER B

CIK: **1136512**
Type: **4**

Mailing Address
C/O MCCUTCHEN DOLYE
BROWN & ENERSON LLP
THREE EMBARCADERO
CENTER
SAN FRANCISCO CA 94111

Business Address
C/O MCCUTCHEN DOYLE
BROWN & ENERSEN LLP
THREE EMBARCADERO
CENTER
SAN FRANCISCO CA 94111
4153932220

<p>FORM 4</p> <p>[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p> <p>(Print or Type Responses)</p>	<p>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</p> <p>Washington, D.C. 20549</p> <p>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>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</p>	<p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . . . 0.5</p>
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<p>1. Name and Address of Reporting Person *</p> <p>Hewlett, Walter B.</p> <p>(Last) (First) (Middle)</p> <p>395 Page Mill Road, MS A3-18</p> <p>(Street)</p> <p>Palo Alto, CA 94306</p> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>Agilent Technologies, Inc. (A)</p> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p> <p>4. Statement for Month/Day/Year</p> <p>March 11, 2003</p> <p>5. If Amendment, Date of Original (Month/Day/Year)</p>	<p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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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 and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (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)
				Amount	A/D	Price			
Common Stock	03/11/2003		P	11,000.00	A	\$12.90		D	
Common Stock	03/11/2003		P	5,000.00	A	\$12.75		D	
Common Stock	03/11/2003		P	4,000.00	A	\$12.66		D	
Common Stock	03/12/2003		P	5,000.00	A	\$12.25		D	
Common Stock	03/12/2003		P	5,000.00	A	\$12.34		D	
Common Stock	03/12/2003		P	5,000.00	A	\$12.50	1,027,239.00	D	
Common Stock							17,433.00	I	By Daughter
Common Stock							19,688.00	I	By Spouse
Common Stock							20,000.00	I	By trust for James S. Hewlett

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. (over)

* If the form is filed by more than one reporting person, see Instruction 4(b)(v). SEC 1474 (9-02)

Hewlett, Walter B. - March 11, 2003
Form 4 (continued)

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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code and Voluntary Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transactions (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.4)	11. Nature of Indirect Beneficial Ownership (Instr.4)
						(DE)	(ED)					
Non-Employee Director Stock Option (right to buy)	\$30.00					11/18/2000 11/17/2009		Common Stock - 30,702		30,702	D	
Non-Employee Director Stock Option (right to buy)	\$36.70					03/01/2002 02/28/2011		Common Stock - 3,935		3,935	D	
Non-Employee Director Stock Option (right to buy)	\$32.35					03/01/2003 02/29/2012		Common Stock - 4,561		4,561	D	
Non-Employee Director Stock Option (right to buy)	\$12.83					03/05/2004 03/04/2013		Common Stock - 9,740		9,740	D	

Explanation of Responses :

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). By: Marie Oh Huber / Attorney-in-fact 03-13-2003

** Signature of Reporting Person Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Power of Attorney

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.