

1. Title of Security (Instr. 3)	2. Transaction Date (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. Owner- ship Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code V	Amount A/D Price			
Common Stock	08/01/2002	A (1) V	114.00 A \$18.88	3,764.51	D	

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

(e.g., puts, calls, warrants, options, convertible securities)					

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (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 Transaction(s) (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
			Code I V		(DE) (ED)					
Employee Stock Option (right to buy)	\$35.59				11/20/1998 11/19/2007	Common Stock - 6,940		6,940	D	
Employee Stock Option (right to buy)	\$34.11				11/19/1999 11/18/2008	Common Stock - 15,616		15,616	D	
Employee Stock Option (right to buy)	\$30.00				11/17/2000 11/17/2009	Common Stock - 12,226		12,226	D	
Employee Stock Option (right to buy)	\$30.00				11/18/2000 11/17/2009	Common Stock - 150,000		150,000	D	
Employee Stock Option (right to buy)	\$30.00				11/19/2001 11/17/2009	Common Stock - 20,378		20,378	D	
Employee Stock Option (right to buy)	\$58.85				12/14/2001 12/13/2010	Common Stock - 100,000		100,000	D	
Employee Stock Option (right to buy)	\$25.67				11/26/2002 11/25/2011	Common Stock - 175,000		175,000	D	

Explanation of Responses :

** Intentional misstatements or omissions of facts By: Marie Oh Huber / Attorney-in-fact constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

09-09-2002

** Signature of Reporting Person

Date

Note: File three copies of this Form, one of which must be manually signed. If space is

Power of Attorney

insufficient,

See Instruction 6 for procedure.

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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.

White, Thomas - August 2002

Form 4 (continued)

FOOTNOTE Descriptions for Agilent Technologies, Inc. (A)

Form 4 - August 2002

Thomas White

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Palo Alto, CA 94306

Explanation of responses:

**(1) Shares acquired under the Employee Stock Purchase Plan, in a transaction
exempt under Rule 16b-3.**

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