UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

AGILENT TECHNOLOGIES INC

Form 4

Common

Common

Stock

Stock

11/17/2014

November 19, 2014

FORM 4

Washington, D.C. 20549								3235-0287	
if no lo subject Section Form 4 Form 5 obligati may co See Ins	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction See Instruction STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 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								
1(b). (Print or Type	e Responses)								
1. Name and Address of Reporting Person * HIRSCH DIDIER			Symbol		d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 5301 STE	(First) (1	(Month/I			ransaction	Director 10% Owner Officer (give title Other (specify below) Sr. VP and CFO			
(Street) 4					ate Original r)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
SANTA C (City)	(State)	(Zip)	Tob	la I. Nan l	Derivative Securities Acq	Person			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ned	3.	4. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially	6. Ownership Form: Direct	7. Nature of Indirect	

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

(Month/Day/Year)

(Instr. 8)

F

Code V Amount (D)

(1)

1,261

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.

SEC 1474

(9-02)

Owned

Following

Reported

(2) (3)

100

Transaction(s) (Instr. 3 and 4)

80,357.1348

(A)

D

Price

41.24

(D) or

Indirect (I)

(Instr. 4)

D

I

Ownership

(Instr. 4)

Held by

Spouse

OMB APPROVAL

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

1. Title of	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	. 3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	T:41-	or Namel		
						Exercisable	Date		Number		
				C-1- V	(A) (D)				of		
				Code v	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

HIRSCH DIDIER

5301 STEVENS CREEK BLVD. Sr. VP and CFO

SANTA CLARA, CA 95051

Signatures

/s/ Michael Tang, attorney-in-fact for Mr. 11/18/2014 Hirsch

> **Signature of Reporting Person Date

Explanation of Responses:

- 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).
- The reporting person surrendered 1,261 shares to Agilent to satisfy tax liability on the release of his restricted shares in accordance with **(1)** Rule 16b-3.
- 232.294 Shares acquired in an Employee Stock Purchase Plan under Section 423 of the Internal Revenue Code of 1986, as amended, in a **(2)** transaction exempt under Rule 16b-3.
- Includes shares of common stock underlying RSUs resulting from the adjustment of RSUs held prior to November 1, 2014, pursuant to the terms of an employee matters agreement between Agilent and Keysight Technologies, Inc., dated as of August 1, 2014.

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.

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