Grau Dominique Form 4 March 05, 2019

## FORM 4

#### **OMB APPROVAL**

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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 Responses)

| 1. Name and Address of Reporting Person * Grau Dominique |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol AGILENT TECHNOLOGIES INC [A] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)   |  |  |
|--|---------|----------|---|--|--|--|
| (Last) 5301 STEVE  | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 03/01/2019                     | Director 10% Owner Notficer (give title Other (specify below) Senior Vice President  |  |  |
| (Street) SANTA CLARA, CA 95051                           |         | 5051     | 4. If Amendment, Date Original Filed(Month/Day/Year)                            | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |
| (City)   | (State) | (Zip)    | Table I - Non-Derivative Securities Acc   | quired, Disposed of, or Beneficially Owned   |  |  |

| (City)                               | (Butte)                              | Tab.  | Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                                       |                              |             |   |  |   |  |
|--------------------------------------|--------------------------------------|---|--|---------------------------------------|------------------------------|-------------|---|--|---|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8)  | 4. Securi<br>or(A) or D<br>(Instr. 3, | ispose<br>4 and<br>(A)<br>or | d of (D)    | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| Common<br>Stock                      | 03/01/2019                           |   | M  | 7,711                                 | A                            | \$<br>27.19 | 102,195.5632  | D  |   |  |
| Common<br>Stock                      | 03/01/2019                           |   | S <u>(1)</u>   | 7,711                                 | D                            | \$ 80       | 94,484.5632   | D  |   |  |

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                    | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                                       |
|--|---|--------------------------------------|---|---|--|--|--------------------|---|---------------------------------------|
|  |   |                                      |   | Code V                                  | (A) (D)  | Date Exercisable   | Expiration<br>Date | Title   | Amoun<br>or<br>Number<br>of<br>Shares |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) (2) | \$ 27.19  | 03/01/2019                           |   | M                                       | 7,711  | 11/17/2012 <sup>(3)</sup>                                | 11/16/2021         | Common<br>Stock   | 7,711                                 |

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Grau Dominique

5301 STEVENS CREEK BLVD Senior Vice President

SANTA CLARA, CA 95051

## **Signatures**

/s/ P. Diana Chiu, attorney-in-fact for Mr.
Grau

03/04/2019

\*\*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).
- (1) This transaction was effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person on March 13, 2018.
- (2) Right to buy Agilent Technologies, Inc. common stock granted under the Agilent Technologies, Inc. Stock Plan, in compliance with Rule 16b-3.
- (3) The option is fully vested and exercisable

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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