

**ALTERNATIVE COMPLIANCE STATEMENT
(Pursuant to 29 CFR 2520.104-23)**

**Agilent Technologies, Inc.
395 Page Mill Road
Palo Alto, CA 94306**

2520040764681

EIN: 77-0518772

PLAN NUMBER: 888

Agilent Technologies, Inc. (the "Company") has established the Agilent Technologies, Inc. Deferred Compensation Plan (the "Deferred Compensation Plan"). The Company also maintains the Agilent Technologies, Inc. International Relocation Benefit Plan (the "Relocation Plan") with respect to which an Alternative Compliance Statement was filed on February 4, 2002.

The Deferred Compensation Plan is an unfunded pension plan maintained primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees. Benefits under the Deferred Compensation Plan are paid as needed solely from the general assets of the Company.

The Deferred Compensation Plan is the only unfunded pension plan subject to this Compliance Statement.

There are currently 136 employees under the Deferred Compensation Plan.

This Compliance Statement is being filed in order to satisfy the alternative method of compliance with the reporting and disclosure requirements of Part 1 of Title I of ERISA as described in 29 CFR 2520.104-23.

Agilent Technologies, Inc.
395 Page Mill Road
PO Box 10395
Palo Alto, California 94303-0870



Agilent Technologies

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CERTIFIED MAIL

7002-0860-0002-8217-6760

August 8, 2003

U.S. Department of Labor
Employee Benefits Security Administration
Top Hat Plan Exemption
Suite #N-1513
200 Constitution Avenue, N.W.
Washington, D.C. 20210

Re: The Agilent Technologies, Inc. Deferred Compensation Plan

Dear Sir or Madam:

Enclosed for filing on behalf of the above-captioned "top hat" Plan, please find the Alternative Compliance Statement, which is being submitted in accordance with 29 CFR 2520.104-23.

If you have any questions or comments regarding this matter, please do not hesitate to contact me at (650) 752-5415.

Very truly yours,

Agilent Technologies, Inc.

Joyce T. Whitaker
Corporate Counsel

Enclosure

cc: Susan Wuthrich/Agilent

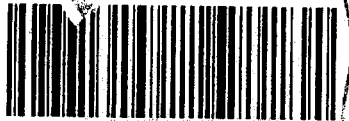
bcc: Jennifer Riggs

JOYCE T. WHITAKER
650-7521-5419

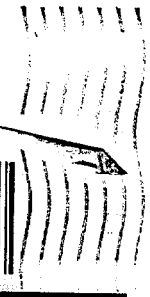
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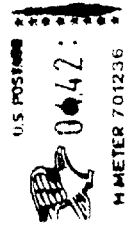
Agilent Technologies



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