



GMI EXECUTIVE PAY SCORECARDSM

Data & analysis provided by GMI-The Independent Leader in Corporate Governance and ESG&A

13 Feb 2012

Agilent Technologies, Inc.



A NYSE

Electrical Components / Equipment

Market Capitalization USD:

\$10,862.63 mm

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group.
- 7 The company's dilution from equity incentives is 10 percent or less. 
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket.

CEO: William P. Sullivan

Age: 62

CEO Since: 2005

	2009	2010	2011
Base Salary	\$907,500	\$990,000	\$990,000
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$949,618	\$2,535,586	\$1,922,258
Benefits and Perquisites	\$28,312	\$29,924	\$30,200
TOTAL ANNUAL COMPENSATION	\$1,885,430	\$3,555,510	\$2,942,458
Increase in Post-Retirement Benefits	\$356,518	\$0	\$0
Stock Option Awards	\$2,611,553	\$3,491,810	\$3,788,302
Stock Awards	\$2,717,014	\$3,395,127	\$3,521,505
TOTAL COMPENSATION	\$7,570,516	\$10,442,447	\$10,252,265
Median of Other Named Executive Officers Total Compensation	\$2,492,617	\$3,051,696	\$3,468,515
Value Realized on Exercise of Stock Option	\$0	\$5,070,521	\$13,346,688
Value Realized on Vesting of Stock	\$4,509,573	\$6,292,008	\$8,555,363
TOTAL REALIZED EQUITY COMPENSATION	\$4,509,573	\$11,362,529	\$21,902,051

Proxy Date: 8 Feb 2012

Annual Meeting Date: 21 Mar 2012

Equity Reserves: 20.34%

Stock Option Run Rate: 0.39%

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Agilent Technologies, Inc.

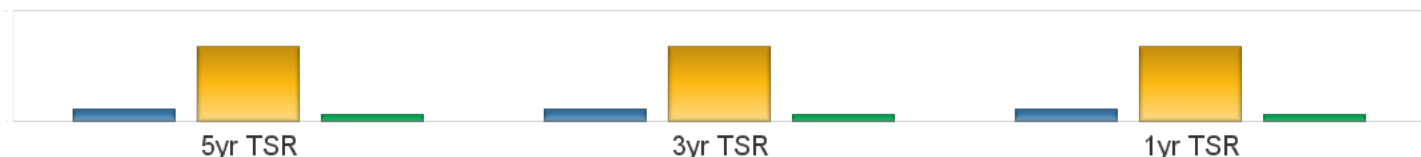
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ A



Peer Comparisons (TRBC) = Industrials

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
A	Agilent Technologies, Inc.	\$7,570,516	\$10,442,447	\$10,252,265	\$10,862,631,312
NSC	Norfolk Southern Corporation	\$12,756,176	\$10,962,546		\$22,864,226,340
NOC	Northrop Grumman Corporation	\$17,937,340	\$22,849,412		\$14,506,217,204
PCAR	PACCAR Inc.	\$4,198,201	\$7,732,673		\$12,361,758,289
IRM	Iron Mountain Incorporated	\$1,676,456	\$1,420,217		\$6,350,440,960
MTD	Mettler-Toledo International Inc.	\$3,494,906	\$4,979,000		\$4,512,747,775
PSA	Public Storage	\$2,205,800	\$2,009,800		\$19,003,387,962

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps.

Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Activision Blizzard, Inc., Commscope, Inc., Intuit Inc., NVIDIA Corporation, Seagate Technology PLC, Advanced Micro Devices, Inc., Covidien PLC, Jabil Circuit, Inc., Pitney Bowes Inc., St Jude Medical Inc., Applied Materials, Inc., Ebay Inc., Juniper Networks, Inc., Qualcomm, Inc., Symantec Corporation, Arrow Electronics, Inc., Electronic Arts Inc., Level 3 Communications, Quest Diagnostics Inc., SYNnex Corporation, LLC, Automatic Data, EMC Corporation, Lexmark International, Inc., Qwest Communications, Texas Instruments Inc., Processing, Inc., International Inc., Fiserv, Inc., Life Technologies, Thermo Fischer, Corporation, Scientific, Inc., Baxter International Inc., Forest Laboratories, Inc., Micron Technology, Inc., Rockwell Collins Inc., Thomson Reuters, Corporation, Biogen Idec Inc., Genzyme Corporation, Molex, Inc., SanDisk Corporation, Western Digital, Corporation, Boston Scientific Corporation, Gilead Sciences Inc., Mylan Inc., Sanmina-SCI, Yahoo! Inc., Corporation, Broadcom

Performance Peer Group

S&P 500 Information Technology, Health Care and Industrials Sectors Indexes.

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
David M. Lawrence	Chairman	71	Male	13	Outside
Addison Barrv Rand	Member	67	Male	12	Outside
Koh Boon Hwee	Member	61	Male	9	Outside
Tadataka Yamada	Member	66	Male	1	Outside

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