

AGILENT TECHNOLOGIES INC  
Form 8-K  
September 10, 2012  
UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 7, 2012

AGILENT TECHNOLOGIES, INC.  
(Exact name of registrant as specified in its charter)

|   |  |  |
|---|--|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation) | 001-15405<br>(Commission<br>File Number) | 77-0518772<br>(IRS Employer<br>Identification No.) |
|---|--|--|

|   |                     |
|---|---------------------|
| 5301 Stevens Creek Boulevard, Santa Clara, CA<br>(Address of principal executive offices) | 95051<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code (408) 345-8886

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events

We are filing this Current Report on Form 8-K for the purpose of incorporating the contents of this report in any future registration statements we may file from time to time.

Formation of New Operating Segment

In the third fiscal quarter of 2012, we formed a new operating segment from our existing business. The new diagnostics and genomics segment was formed from a portion of our pre-existing life sciences business plus the acquisition of Dako. Following this reorganization, Agilent has four business segments comprised of the electronic measurement business, the chemical analysis business, the life sciences business and the diagnostics and genomics business. The historical segment numbers for both the life sciences and diagnostics and genomics segments have been recast to conform to this new reporting structure in our financial statements.

In Exhibit 99.1 to this Current Report on Form 8-K, we have revised the following items that were contained in our Annual Report on Form 10-K for the year ended October 31, 2011 (“Annual Report on Form 10-K”), to reflect the changes referenced above: Item 1, “Business,” Item 1A, “Risk Factors,” Item 2, “Properties,” Item 7, “Management’s Discussion and Analysis of Financial Condition and Results of Operations,” and Item 8, “Financial Statements and Supplementary Data”. In addition, since it is the subject of the Report of Independent Registered Public Accounting Firm, we have included “Management’s Report on Internal Control over Financial Reporting” in Item 9A. The “Management’s Report on Internal Control over Financial Reporting” has not been changed from the disclosure in the Annual Report on Form 10-K.

This filing does not reflect any subsequent information or events other than adjustments to reflect the updated segment information in conjunction with the change in business structure. The revisions included in the exhibits to this Current Report on Form 8-K reflect changes to the Annual Report on Form 10-K as a result of the change in business structure. Without limitation of the foregoing, this filing does not purport to update Management’s Discussion and Analysis of Financial Condition and Results of Operations contained in the Annual Report on Form 10-K for any information, uncertainties, transactions, risks, events or trends occurring, or known to management. More current information is contained in the Company’s Quarterly Report on Form 10-Q for the quarterly period ended July 31, 2012 and other filings with the Securities and Exchange Commission. This Current Report on Form 8-K should be read in conjunction with the Annual Report on Form 10-K and such Quarterly Report on Form 10-Q and other filings. The Form 10-Q and other filings contain important information regarding events, developments and updates to certain expectations of the Company that have occurred since the filing of the Annual Report on Form 10-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

The following is filed as an exhibit to this report:

| Exhibit No. | Description   |
|-------------|---|
| 23.1        | Consent of Independent Registered Public Accounting Firm.                                   |
| 99.1        | Revised Items for Agilent’s Annual Report on Form 10-K for the year ended October 31, 2011. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AGILENT TECHNOLOGIES, INC.

By: /s/ Stephen D. Williams  
Name: Stephen D. Williams  
Title: Vice President, Assistant General Counsel and  
Assistant Secretary

Date: September 7, 2012

EXHIBIT INDEX

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