

COMPENSATION COMMITTEE CHARTER

(AMENDED AND RESTATED AS OF NOVEMBER 19, 2025)

I. MEMBERSHIP

- A. The Compensation Committee (the “Committee”) of the Board of Directors (the “Board”) of Agilent Technologies, Inc. (the “Company”) shall be comprised of three or more members of the Board, each of whom is determined by the Board to be “independent” under the rules of the New York Stock Exchange. Additionally, no director may serve unless he or she (i) is a “Non-employee Director” for purposes of Rule 16b-3 under the Securities Exchange Act of 1934, as amended, and (ii) satisfies the requirements of an “outside director” for purposes of Section 162 (m) of the Internal Revenue Code.
- B. The members of the Committee shall be appointed by the Board and shall serve until such member’s successor is duly elected and qualified or until such member’s earlier resignation or removal. The members of the Committee may be removed, with or without cause, at any time, by a majority vote of the Board, and any vacancies on the Committee shall be filled by the Board (to the extent the Board determines to fill such vacancy).
- C. No member of the Committee shall receive compensation other than director’s fees for service as a director of the Company, including reasonable compensation for serving on the Committee and regular benefits that other directors receive.

II. PURPOSE

- A. The purpose of the Committee is to:
 - 1. Review and approve compensation matters with respect to the Company’s executive officers,
 - 2. Oversee the Company’s equity compensation plans,
 - 3. Review such other compensation plans or programs as delegated by the Board, and
 - 4. Produce an annual report on executive compensation.

III. MEETING AND PROCEDURES

- A. The Committee shall convene as often as it deems necessary in order to perform its responsibilities and may also act by unanimous written consent.
- B. The Committee shall have the authority to delegate any or all of its responsibilities to a subcommittee of the Committee, as permitted by the laws and regulations that govern its actions.

- C. The Committee shall have the authority to retain and terminate executive compensation consultants, including the authority to determine fees and other terms of their engagements, to advise on the evaluation and compensation of members of the Board, the chief executive officer and other executive officers of the Company; and shall, as appropriate, assess and consider the independence of any such consultants (including the factors specified in Section 303A.05(c) of the NYSE Listed Company Manual).
- D. The Committee shall have the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it shall deem appropriate, including the authority to request any officer, employee, or advisor of the Company to meet with the Committee or any advisors engaged by the Committee.

IV. RESPONSIBILITIES

A. The Committee shall:

1. Discharge the Board's responsibilities to the stockholders, potential stockholders and investment community relating to the compensation of the Company's executive officers.
2. Review and approve corporate goals and objectives relevant to the compensation of the chief executive officer and other executive officers.
3. Review and evaluate the performance of the chief executive officer and other executive officers and other key employees of the Company in light of the goals and objectives of the Company, and either as a committee or together with the other independent directors (as directed by the Board) determine and approve their annual compensation packages, including base salaries and stock-based incentives, variable pay amounts and variable pay metrics, based on these evaluations.
4. Periodically review and approve as appropriate deferred compensation, severance, change-in-control and other benefits for the executive officers.
5. Approve non-fiduciary changes to benefit plan offerings where appropriate.
6. Review and discuss with management the disclosure in the Company's "Compensation Discussion and Analysis" section and any other disclosures regarding executive and director compensation that will be included in the Company's public filings or stockholder reports. Based upon its review and discussion with management, recommend to the Board whether the Compensation Discussion and Analysis should be included in the Company's proxy statement, Form 10-K, or information statement, as applicable, and prepare (or supervise the preparation of) the related Compensation Committee report required by the rules of the Securities and Exchange Commission.

7. Review and approve, or recommend to the full Board, non-chief executive officer compensation, executive incentive compensation plans and equity-based plans in which executive officers and members of the Board are eligible to participate.
8. Supervise and oversee the administration of the Company's incentive compensation, variable pay and stock programs.
9. Review and act upon management proposals to (i) approve new incentive compensation programs; and (ii) designate key employees to such programs.
10. Review and assess, on an annual basis, the impact of the Company's compensation programs and arrangements on Company risk, and consider appropriate risk management policies and practices as applied to the Company's compensation programs and arrangements.
11. Review the results of any stockholder advisory votes on executive compensation, consider whether to recommend adjustments to the Company's executive compensation policies and practices as a result of such advisory votes, and make recommendations to the Board relating to the recommended frequency of such votes.
12. Review stockholder proposals within the scope of the Committee's responsibilities and management's proposed response to such proposals.
13. Recommend to the Board the annual retainer fee as well as other compensation for non-employee directors.
14. Report regularly to the Board (i) following meetings of the Committee, (ii) with respect to those matters that are relevant to the Committee's discharge of its responsibilities, and (iii) with respect to those recommendations that the Committee may deem appropriate. The report to the Board may take the form of an oral report by the chair of the Committee or any other member of the Committee designated by the Committee to make such report.
15. Perform a review and evaluation, at least annually, of the performance of the Committee. In addition, the Committee shall review and reassess, at least annually, the adequacy of this Charter and recommend to the Board any improvements to this Charter that the Committee considers necessary or valuable. The Committee shall conduct such evaluations and reviews in such manner as it deems appropriate.
16. Oversee the implementation, administration and interpretation of any clawback or recoupment policy allowing the Company to recoup compensation paid to the executive officers and any other covered employees in accordance with applicable law and stock exchange requirements.