



AGILENT TECHNOLOGIES

JEFFERIES 2011 GLOBAL HEALTHCARE
CONFERENCE

MIKE McMULLEN

PRESIDENT

CHEMICAL ANALYSIS GROUP

JUNE 8, 2011

NEW YORK, NY



Agilent Technologies

This presentation contains forward-looking statements (including, without limitation, information and future guidance on our goals, priorities, revenues, demand, growth opportunities, customer service and innovation plans, new product introductions, financial condition, earnings, the continued strengths and expected growth of the markets we sell into, operations, operating earnings, and tax rates) that involve risks and uncertainties that could cause results of Agilent to differ materially from management's current expectations.

In addition, other risks that the company faces in running its operations include the ability to execute successfully through business cycles; the ability to successfully adapt its cost structures to continuing changes in business conditions; ongoing competitive, pricing and gross margin pressures; the risk that our cost-cutting initiatives will impair our ability to develop products and remain competitive and to operate effectively; the impact of geopolitical uncertainties on our markets and our ability to conduct business; the ability to improve asset performance to adapt to changes in demand; the ability to successfully introduce new products at the right time, price and mix, and other risks detailed in the company's filings with the Securities and Exchange Commission, including our quarterly report on Form 10-Q for the quarter ended April 30, 2011.

The company assumes no obligation to update the information in these presentations. These presentations and the Q&A that follows include non-GAAP numbers. A presentation of the most directly comparable GAAP numbers and the reconciliations between the non-GAAP and GAAP numbers can be found at <http://www.investor.agilent.com> under "Financial Results" and accompany this slide set.

THE WORLD'S PREMIER MEASUREMENT COMPANY

Electronic Measurement Group



FY10 Revenue: \$2.8B
FY10 Operating Margin* 16%

Ron Nersesian
President

Chemical Analysis Group



FY10 Revenue: \$1.2B
FY10 Operating Margin* 23%

Mike McMullen
President

Life Sciences Group



FY10 Revenue: \$1.5B
FY10 Operating Margin* 15%

Nick Roelofs
President

FY10 Revenue \$5.5B, +19% organic growth Y/Y, 17% Operating Margin*
FY10 Non-GAAP EPS \$2.00*. Up from \$0.80* in FY09

*Presented on a non-GAAP basis; reconciliations to closest GAAP equivalent provided

FY 2011 FINANCIAL HIGHLIGHTS

	Q1 FY11 Actual	Q2 FY11 Actual	FY11 Guidance** (Mid-Point)
Revenue*	\$1.52B	\$1.68B	\$6.58B
Organic Revenue Growth*	19%	21%	16%
Operating Margin*	17.7%	19.3%	
EPS*	\$0.60	\$0.74	\$2.86
ROIC*	21%	25%	
Operating Cash Flow	\$120M	\$378M	\$1,050M

*Presented on a non-GAAP basis; reconciliations to closest GAAP equivalent provided

**FY11 guidance as of May 13, 2011

AGILENT OPERATING MODEL*

NEW MODEL***

	FY11 Guidance** (Mid-Point)	-1 σ	MOST PROBABLE***	+1 σ
Organic Revenue Growth %	16%	4%	8%	12%
OM %		18%	20%	21%
YoY OM Incremental %		20%	36%	43%
ROIC %		23%	25%	27%

*Presented on a non-GAAP basis

**FY11 guidance as of May 13, 2011

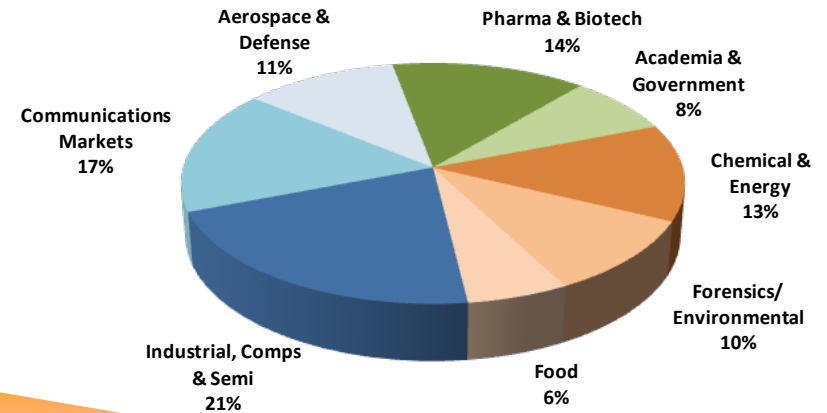
***Not company guidance

LARGE AND DIVERSIFIED ADDRESSABLE MARKET

Market segmentation*

Markets	Size (\$B)*	Growth*
Life Sciences	\$19	5% - 7%
Chemical Analysis	10	5% - 6%
Electronic Measurement	12	4% - 5%
Total Market	\$41	5% - 7%

Agilent revenue diversification (LTM**)



Growth Drivers

- Operational Surveillance
- High Speed Data Transport
- Communications 3G/4G
- Modular Instruments
- Nanotechnology
- Food Safety
- Environment
- New Energies
- Therapeutic Markets

Emerging Markets

- Brazil
- Russia
- India
- China
- and others









\$41B market opportunity across a diversified customer base

*Company estimates

**Represents last four quarters of revenue: Q3 FY10 – Q2 FY11

PRODUCT PLATFORM LEADERSHIP LEVERAGED ACROSS MARKETS

Key Agilent Measurement Platforms* (50% of Agilent Revenues / 30% of Demand Market)

Network analyzers 		Sources & Spectrum analyzers 		Oscilloscopes 	
Mass Spectrometers 		Gas Chromatographs 		Liquid Chromatographs 	

Key Agilent Platforms in Markets

Measurement Markets	Measurement Platforms	Applications
Environmental		Water, soil, air analysis and safety
Chemical, Energy		Petroleum, fine chemicals, solar/fuel cell test
Aerospace & Defense		Radar test, surveillance, mobile intelligence
Industrial		Automotive, power management, surface materials
Academia		Basic, applied, and translational research
Food Safety		Pesticides, mycotoxins (crop fungi), food authenticity
Pharma, Biotech		Drug discovery, drug development, clinical trials, QA/QC
Forensics		Toxicology, drugs of abuse, performance enhancing drugs
Communications		Mobile device design/mfg., 4G LTE test; Wireline & optical design/test
Semiconductors, Computers		Wafer & PC design/mfg. Netbooks, tablets, USB, PCI design

*Total revenue including consumables, services & support

LIFE SCIENCES MARKET OVERVIEW

Pharma/Biotech

(For Profit)



14% of Agilent revenue

Academic and Government

(Not-For-Profit)



8% of Agilent revenue

Market Size: \$19B Growth: 5-7%

Growth Drivers

- Academic and government investment
- Life Science applications – “omics”
- Growth in generics, developing economies
- Therapeutic target conversion to New Biological Entities
- UHPLC acceleration of Pharma LC replacement cycle

(1) Market size and growth data per Company estimates

(2) Percentages of Agilent revenue based on last four quarters of revenue: Q3 FY10 – Q2 FY11

TECHNOLOGY-LEADING LIFE SCIENCE PORTFOLIO

Powerful Separation



1200 Infinity LC Series



Lab 901 Electrophoresis



Capillary Electrophoresis & BioAnalyzer



HPLC-Chips



Bio-Inert LC



HPLC Columns

Sophisticated Sample Prep Solutions



DNA, RNA and Protein Bioreagents



708-DS Dissolution Apparatus



Multiple Affinity Removal Kits



Automation



SureSelect XT Target Enrichment System



SampliQ Solid Phase Extraction

Breakthrough products and solutions

Accurate & Reliable Detection



6000 Series LC/MS



NMR and MRI



XRD



SurePrint CGH + SNP Microarrays

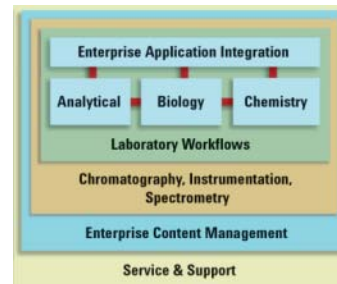


RapidFire Drug Screening Technology

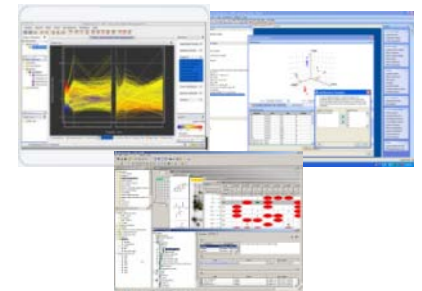


qPCR

Converting Data into Information



OpenLab Informatics Portfolio



GeneSpring Multi-omics Analysis Software

NMR: TRANSFORMING OUR PORTFOLIO

Agilent NMR portfolio delivers complete analytical solutions from research through production

Channel – Immediate Impact

- Rapidly staffing global service, support
- Solid orders growth, long cycle products mean future revenue

Technology – Results Primarily in 2012

- New console ships from Penang Q2 2011
- US R&D teams relocated to Agilent sites Q2 2011
- Project underway to build world's largest NMR Magnet

Significant Customer Wins

- Harvard Medical School
- University of Toronto Chemistry Department



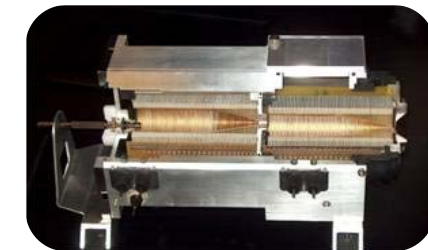
Grow Market Share

- Deliver leading-edge application solutions customers demand
- Drive emerging application trends
- Leverage strong global presence to expand in developing geographies



Strengthen Technology Base

- Develop breakthrough products and technologies
- Lead new technology restatement and market creation
- Excel in customer service and support



Leverage Agilent's Breadth and Scale

- Incorporate leading-edge electronics across instrumentation
- Drive Cost of Sales improvement via Agilent's geographic procurement strength
- Enable scalable and sustainable growth by leveraging Agilent's global manufacturing footprint



CHEMICAL ANALYSIS MARKET OVERVIEW

Chemical &
Energy



13% of Agilent
revenue

Environmental



8% of Agilent
revenue

Food



6% of Agilent
revenue

Forensics &
Drug



2% of Agilent
revenue

Market Size: \$10B
Growth: 5-6%

Growth Drivers

- China, Emerging Markets
- Food Safety & Environmental Regulations
- Research Funding
- Replacement Market

(1) Market size and growth data per Company estimates

(2) Percentages of Agilent revenue based on last four quarters of revenue: Q3 FY10 – Q2 FY11

CAG ADVANTAGE: PORTFOLIO TRANSFORMATION

Expand Chemistries and Supplies offering



MS Analyzed Vials



GC Columns



HPLC Columns



Consumables



Solid Phase Extraction



Polymeric Columns

Expand leadership in Atomic and Molecular Spectroscopy



Exoscan



ICP-MS with MassHunter Workstation



AA and OES



UV-Vis

Driven by
Technology
Leadership

Leverage unique position of instrument and vacuum leadership



FRG-720
Full Range Gauge



MS40+ Large Capacity
Rotary Vane



Turbo 850

Broaden GC-MS portfolio and sample prep solutions



Micro GC



Transportable
GC/MSD



Sample Prep
Workbench



GC-MS
Triple Quad



Headspace
Sampler



Ion Trap

CAG VARIAN COST SYNERGY CAPTURE

Leverage Agilent Asia supply chain.

Shift manufacturing and material sourcing to lower-cost countries; leverage existing capability.

Reduce vertical integration. Outsource internal sub-assemblies.

Streamline distribution and commercial centers. Eliminate redundancy, gain efficiency and new scale.

Re-engineer products. New product designs and components, coupled with engineering heritage.



Agilent Penang campus

Expected Cost of Sales improvement of 10ppt over 4 years

CHEMICAL ANALYSIS: OUR WINNING FORMULA

Focus on Growth Geographies. Strong foundation, Agilent core competency.

Leading Technology. Innovative products, emerging applications, investment model.

Superior Customer Experience. Proven Sales and Services model.

M&A Synergy-Capture Capabilities. Varian revenue and margin.

Operational Excellence. Manufacturing and Logistics model.



Continue to focus on four point strategy

- **Market reach and customer trust**
 - Sales, service, and support reach into over 100 countries
 - #1 customer loyalty ranking in every major product category*
 - 42% of employees based in Asia
- **Technology leadership**
 - 10% Revenue invested in R&D and 2600 employees
 - Highest performing Oscilloscopes, Sources & Signal Analyzers, Network Analyzers, Liquid and Gas Chromatographs, and Mass Spectrometers
- **Scale**
 - Among the lowest instrument cost of sales in the industry
 - Purchasing power and infrastructure leverage
- **Team**
 - Top quartile employee satisfaction
 - Well below average industry turnover

All built on Agilent's operating model

*Source: Lieberman Research Worldwide



APPENDIX

AGILENT OPERATING MODEL*

NEW MODEL***

		FY11 Guidance (Mid-Point)**	- 1 σ	Most Probable	+1 σ
EMG	Organic Rev. Growth %	19%	2%	6%	11%
	Operating Margin %		19%	21%	23%
	YoY OM Incremental %		-11%	40%	48%
CAG	Organic Rev. Growth %	11%	5%	8%	11%
	Operating Margin %		22%	23%	24%
	YoY OM Incremental %		30%	40%	44%
LSG	Organic Rev. Growth %	13%	8%	10%	13%
	Operating Margin %		15%	15%	16%
	YoY OM Incremental %		28%	30%	36%

*Presented on a non-GAAP basis

**FY11 guidance as of May 13, 2011

***Not company guidance

AGILENT REVENUE BY END MARKET

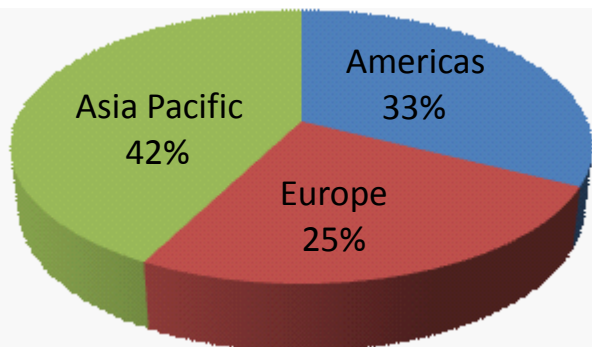
End Markets	Average Market Growth*	Market Size	Market Drivers	% of LTM** Agilent Revenue
Life Sciences Academia and Government	8%	\$10B	Govt. & private/foundation investment in major institutions around the world.	8%
Pharma & Biotech	5%	\$9B	Shift to biological entities. Pharma transfer to Asia. Emerging country domestic demand.	14%
Environmental & Forensics	5%	\$6B	Population growth and urbanization. Emerging countries. Drug testing.	10%
Industrial, Comps & Semi	4%	\$5B	GDP. Emerging Asia. Consumer devices.	21%
Communications	5%	\$4B	4G/LTE development and production. China 3G expansion.	17%
Aerospace & Defense	4%	\$3B	Homeland security. Mobile intelligence. Asia demand.	11%
Chemical & Energy	5%	\$2B	Hydrocarbon discovery. Alternative energy. Emerging country expansion.	13%
Food	8%	\$2B	World food distribution and public health issues. Emerging Asia demand.	6%
Total	6%	\$41B		100%

*Company estimate. Average market growth through the cycle.

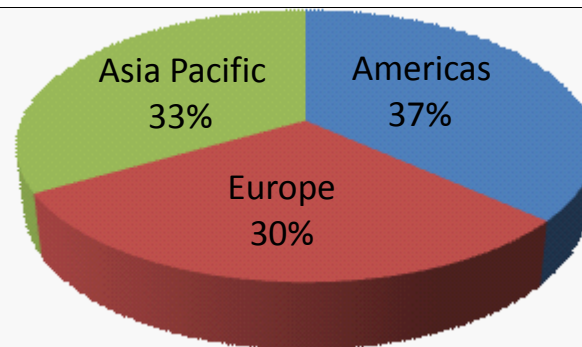
**Represents last four quarters of revenue: Q3 FY10 – Q2 FY11

Q2'11 SEGMENT REVENUE DISTRIBUTION BY GEOGRAPHY

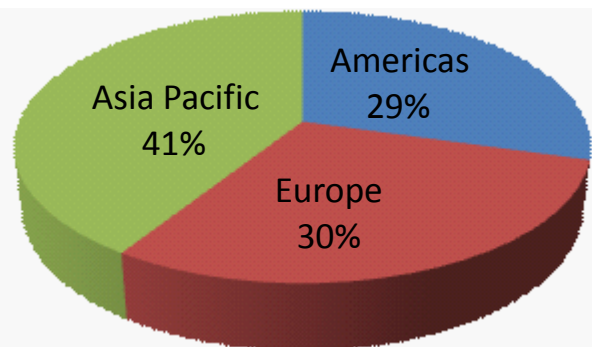
Agilent



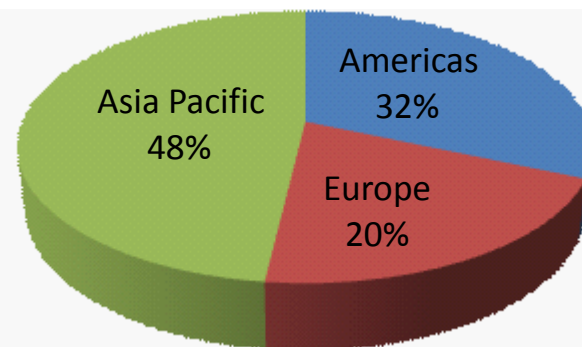
LSG



CAG



EMG



- Q2'11 YoY organic revenue growth: Americas 12%, Europe 22%, Asia Pacific 27%
- Q2'11 percentage of Agilent revenues: U.S. 26%, China 17%, Japan 12%
- ~75% sales through direct channels, ~25% through indirect channels
- Best in class manufacturing capability with continued focus on manufacturing cost reductions

- Drive the center of the operating model to 20% operating margin* and 25% ROIC
- Priority uses of cash:
 - Maintain share count at 346M
 - Organic, inorganic investments meeting strategic & return criteria
 - Return cash to shareholders

*Presented on a non-GAAP basis



RECONCILIATIONS

AGILENT TECHNOLOGIES, INC.
ELECTRONIC MEASUREMENT SEGMENT
(Unaudited)
PRELIMINARY

(In millions, except margin and ROIC data)

	FY 2011				
	Q1	Q2	Q3	Q4	Total
Orders	\$ 797	\$ 844			\$ 1,641
Net revenue	\$ 771	\$ 834			\$ 1,605
Gross margin %	58.1%	59.5%			58.9%
Income from operations	\$ 156	\$ 191			\$ 347
Operating margin %	20.3%	22.9%			21.7%
Segment Assets	\$ 2,092	\$ 2,171			
Return On Invested Capital ^(a) , %	34%	42%			

	FY 2010				
	Q1	Q2	Q3	Q4	Total
Orders	\$ 642	\$ 784	\$ 750	\$ 818	\$ 2,994
Net revenue	\$ 629	\$ 699	\$ 692	\$ 764	\$ 2,784
Gross margin %	57.3%	58.8%	58.8%	58.7%	58.4%
Income from operations	\$ 58	\$ 100	\$ 127	\$ 153	\$ 438
Operating margin %	9.3%	14.2%	18.3%	20.0%	15.7%
Segment Assets	\$ 2,243	\$ 2,284	\$ 2,191	\$ 2,245	
Return On Invested Capital ^(a) , %	13%	20%	25%	32%	

Income from operations reflect the results of our reportable segments under Agilent's management reporting system which are not necessarily in conformity with GAAP financial measures. Income from operations of our reporting segments exclude, among other things, charges related to the amortization of intangibles, the impact of restructuring charges, the acquisition of Varian, Inc., and the sale of our businesses.

In general, recorded orders represent firm purchase commitments from our customers with established terms and conditions for products and services that will be delivered within six months.

(a) Return On Invested Capital (ROIC) is a non-GAAP measure and is defined as income from operations less other (income) expense and taxes, annualized, divided by the average of the two most recent quarter-end balances of assets less net current liabilities. The reconciliation of ROIC can be found on page 12 of these tables, along with additional information regarding the use of this non-GAAP measure.

Readers are reminded that non-GAAP numbers are merely a supplement to, and not a replacement for, GAAP financial measures. They should be read in conjunction with the GAAP financial measures. It should be noted as well that our non-GAAP information may be different from the non-GAAP information provided by other companies.

The preliminary segment information is estimated based on our current information.

AGILENT TECHNOLOGIES, INC.
CHEMICAL ANALYSIS SEGMENT
(Unaudited)
PRELIMINARY

(In millions, except margin and ROIC data)

	FY 2011				
	Q1	Q2	Q3	Q4	Total
Orders	\$ 388	\$ 380			\$ 768
Net revenue	\$ 349	\$ 381			\$ 730
Gross margin %	51.1%	50.3%			50.7%
Income from operations	\$ 65	\$ 72			\$ 137
Operating margin %	18.7%	18.9%			18.8%
Segment Assets	\$ 1,716	\$ 1,756			
Return On Invested Capital ^(a) , %	15%	16%			

	FY 2010				
	Q1	Q2	Q3	Q4	Total
Orders	\$ 242	\$ 231	\$ 350	\$ 401	\$ 1,224
Net revenue	\$ 244	\$ 238	\$ 329	\$ 389	\$ 1,200
Gross margin %	55.1%	54.5%	52.7%	52.5%	53.5%
Income from operations	\$ 67	\$ 57	\$ 69	\$ 86	\$ 279
Operating margin %	27.5%	23.9%	21.0%	22.1%	23.3%
Segment Assets	\$ 529	\$ 527	\$ 1,592	\$ 1,635	
Return On Invested Capital ^(a) , %	60%	48%	17%	20%	

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AGILENT TECHNOLOGIES, INC.
LIFE SCIENCES SEGMENT
(Unaudited)
PRELIMINARY

<u>(In millions, except margin and ROIC data)</u>	<u>FY 2011</u>				
	<u>Q1</u>	<u>Q2</u>	<u>Q3</u>	<u>Q4</u>	<u>Total</u>
Orders	\$ 442	\$ 479			\$ 921
Net revenue	\$ 404	\$ 464			\$ 868
Gross margin %	53.3%	52.2%			52.7%
Income from operations	\$ 48	\$ 61			\$ 109
Operating margin %	11.8%	13.2%			12.6%
Segment Assets	\$ 1,707	\$ 1,852			
Return On Invested Capital ^(a) , %	12%	15%			
	<u>FY 2010</u>				
	<u>Q1</u>	<u>Q2</u>	<u>Q3</u>	<u>Q4</u>	<u>Total</u>
Orders	\$ 336	\$ 331	\$ 391	\$ 468	\$ 1,526
Net revenue	\$ 340	\$ 334	\$ 374	\$ 431	\$ 1,479
Gross margin %	54.4%	55.0%	53.8%	51.2%	53.5%
Income from operations	\$ 55	\$ 48	\$ 56	\$ 62	\$ 221
Operating margin %	16.3%	14.2%	14.9%	14.5%	15.0%
Segment Assets	\$ 1,162	\$ 1,107	\$ 1,493	\$ 1,564	
Return On Invested Capital ^(a) , %	21%	18%	15%	17%	

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The preliminary segment information is estimated based on our current information.

AGILENT TECHNOLOGIES, INC
RECONCILIATION FROM GAAP TO NON-GAAP

TWELVE MONTHS ENDED October 31, 2010
(Unaudited)

		Non-GAAP Adjustments															
		GAAP	Restructuring and Other Related Costs - FY 2009 Plan	Asset Impairments	Intangible Amortization	Transformational Restructuring	Litigation Settlement	Business Divestitures	Varian Acquisition & Integration Costs	Varian Acquisition Related Fair Value Adjustments	Acceleration of Share-Based Compensation Expense Related to Worforce Reduction	Tax Sharing Settlement	Other	Adjustment for Taxes	Non-GAAP		
Orders	Year	28%	\$ 5,744	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,744	28% Year	
Net revenue	Year	21%	\$ 5,444	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 19	\$ -	\$ -	\$ -	\$ -	\$ 5,463	22% Year	
Costs and expenses:																	
Cost of products and services	Gross Margin	53.8%	2,514	(8)	(5)	(49)	(15)	-	-	(1)	(32)	-	-	(1)	2,403	56.0% Gross Margin	
Research and development	As a % of Revenue	11.2%	612	(3)	-	-	(7)	-	-	-	-	-	-	(1)	601	11.0% As a % of Revenue	
Selling, general and administrative	As a % of Revenue	32.2%	1,752	(53)	(14)	(28)	(17)	-	(13)	(101)	-	(1)	-	(2)	1,523	27.9% As a % of Revenue	
Total costs and expenses			4,878	(64)	(19)	(77)	(39)	-	(13)	(102)	(32)	(1)	-	(4)	4,527		
Income from operations	Operating Margin	10.4%	566	64	19	77	39	-	13	102	51	1	-	4	936	17.1% Operating Margin	
Other income (expense), net			126	-	-	-	-	(8)	(129)	-	-	-	(54)	1	(64)		
Income before taxes			692	64	19	77	39	(8)	(116)	102	51	1	(54)	5	872		
Provision for taxes	Tax rate (incl. Valuation Allowance)	1%	8	-	-	-	-	-	-	-	-	-	-	-	158	166	Tax rate (incl. 19% Valuation Allowance)
Net income	Net Margin	12.6%	\$ 684	\$ 64	\$ 19	\$ 77	\$ 39	\$ (8)	\$ (116)	\$ 102	\$ 51	\$ 1	\$ (54)	\$ 5	\$ (158)	\$ 706	12.9% Net Margin

Net income per share - Basic and Diluted:

Basic	\$ 1.97	\$ 0.18	\$ 0.05	\$ 0.22	\$ 0.11	\$ (0.02)	\$ (0.33)	\$ 0.29	\$ 0.15	\$ -	\$ (0.16)	\$ 0.01	\$ (0.44)	\$ 2.03
Diluted	\$ 1.94	\$ 0.18	\$ 0.05	\$ 0.22	\$ 0.11	\$ (0.02)	\$ (0.33)	\$ 0.29	\$ 0.14	\$ -	\$ (0.15)	\$ 0.01	\$ (0.44)	\$ 2.00

Weighted average shares used in computing net income per share:

Basic	347	347	347	347	347	347	347	347	347	347	347	347	347	347
Diluted	353	353	353	353	353	353	353	353	353	353	353	353	353	353

The preliminary reconciliation from GAAP to Non-GAAP net income is estimated based on our current information.

AGILENT TECHNOLOGIES, INC
RECONCILIATION FROM GAAP TO NON-GAAP

THREE MONTHS ENDED January 31, 2011
(Unaudited)

		Non-GAAP Adjustments										
			Restructuring and Other Related Costs	Intangible Amortization	Transformation Initiatives	Varian Acquisition & Integration Costs	Varian Acquisition Related Fair Value Adjustments	Other	Adjustment for Taxes	Non-GAAP		
(In millions, except per share amounts)												
Orders	Change Year Over Year	33%	\$ 1,627	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,627	33% Change Year Over Year
Net revenue	Change Year Over Year	25%	\$ 1,519	\$ -	\$ -	\$ -	\$ -	\$ 5	\$ -	\$ -	\$ 1,524	26% Change Year Over Year
Costs and expenses:												
Cost of products and services	Gross Margin	53.7%	703	-	(17)	(4)	(1)	1	1	-	683	55.2% Gross Margin
Research and development	As a % of Revenue	10.5%	159	-	-	(1)	-	-	-	-	158	10.4% As a % of Revenue
Selling, general and administrative	As a % of Revenue	29.4%	446	(2)	(11)	(6)	(14)	-	-	-	413	27.1% As a % of Revenue
Total costs and expenses			1,308	(2)	(28)	(11)	(15)	1	1	-	1,254	
Income from operations	Operating Margin	13.9%	211	2	28	11	15	4	(1)	-	270	17.7% Operating Margin
Other income (expense), net			(13)	-	-	-	-	-	1	-	(12)	
Income before taxes			198	2	28	11	15	4	-	-	258	
Provision (benefit) for taxes	Tax rate (incl. Valuation Allowance)	3%	5	-	-	-	-	-	-	41	46	Tax rate (incl. Valuation Allowance)
Net income	Net Margin	12.7%	\$ 193	\$ 2	\$ 28	\$ 11	\$ 15	\$ 4	\$ -	\$ (41)	\$ 212	13.9% Net Margin

Net income per share - Basic and Diluted:

Basic	\$ 0.56	\$ 0.01	\$ 0.08	\$ 0.03	\$ 0.04	\$ 0.01	\$ -	\$ (0.12)	\$ 0.61
Diluted	\$ 0.54	\$ 0.01	\$ 0.08	\$ 0.03	\$ 0.04	\$ 0.01	\$ -	\$ (0.11)	\$ 0.60

Weighted average shares used in computing net income (loss) per share:

Basic	347	347	347	347	347	347	347	347	347
Diluted	355	355	355	355	355	355	355	355	355

The preliminary reconciliation from GAAP to Non-GAAP net income is estimated based on our current information.

AGILENT TECHNOLOGIES, INC
RECONCILIATION FROM GAAP TO NON-GAAP

THREE MONTHS ENDED April 30, 2011

(Unaudited)

PRELIMINARY

		Non-GAAP Adjustments										
		GAAP	Restructuring and Other Related Costs	Asset Impairments	Intangible Amortization	Transformation Initiatives	Acquisition & Integration Costs	Varian Acquisition Related Fair Value Adjustments	Other	Adjustment for Taxes	Non-GAAP	
(In millions, except per share amounts)												
Orders	Change Year Over Year	27%	\$ 1,703	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,703	27% Change Year Over Year
Net revenue	Change Year Over Year	32%	\$ 1,677	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2	\$ -	\$ 1,679	32% Change Year Over Year
Costs and expenses:												
Cost of products and services	Gross Margin	53.7%	777	-	(3)	(18)	(4)	(2)	(1)	-	749	55.4% Gross Margin
Research and development	As a % of Revenue	9.8%	165	-	-	-	-	(1)	-	-	164	9.8% As a % of Revenue
Selling, general and administrative	As a % of Revenue	28.0%	469	2	(2)	(10)	(7)	(10)	-	-	442	26.3% As a % of Revenue
Total costs and expenses			1,411	2	(5)	(28)	(11)	(13)	(1)	-	1,355	
Income from operations	Operating Margin	15.9%	266	(2)	5	28	11	13	3	-	324	19.3% Operating Margin
Other income (expense), net			(6)	-	-	-	-	1	-	(7)	(12)	
Income before taxes			260	(2)	5	28	11	14	3	(7)	312	
Provision for taxes	Tax rate (incl. Valuation Allowance)	23%	60	-	-	-	-	-	-	(9)	51	Tax rate (incl. Valuation Allowance)
Net income	Net Margin	11.9%	\$ 200	\$ (2)	\$ 5	\$ 28	\$ 11	\$ 14	\$ 3	\$ (7)	\$ 261	15.5% Net Margin

Net income per share - Basic and Diluted:

Basic	\$ 0.58	\$ (0.01)	\$ 0.01	\$ 0.08	\$ 0.03	\$ 0.04	\$ 0.01	\$ (0.02)	\$ 0.03	\$ 0.75
Diluted	\$ 0.56	\$ (0.01)	\$ 0.01	\$ 0.08	\$ 0.03	\$ 0.04	\$ 0.01	\$ (0.02)	\$ 0.04	\$ 0.74

Weighted average shares used in computing net income (loss) per share:

Basic	347	347	347	347	347	347	347	347	347	347
Diluted	355	355	355	355	355	355	355	355	355	355

The preliminary reconciliation from GAAP to Non-GAAP net income is estimated based on our current information.

AGILENT TECHNOLOGIES, INC.
RECONCILIATION OF ROIC
(In millions)
(Unaudited)
PRELIMINARY

	LSG Q2'11	CAG Q2'11	EMG Q2'11	Agilent Q2'11	LSG Q2'10	CAG Q2'10	EMG Q2'10	Agilent Q2'10	LSG Q1'11	CAG Q1'11	EMG Q1'11	Agilent Q1'11
Numerator:												
Non-GAAP income from operations	\$ 61	\$ 72	\$ 191	\$ 324	\$ 48	\$ 57	\$ 100	\$ 201	\$ 48	\$ 65	\$ 156	\$ 270
Less:												
Taxes and Other (income)/expense	8	11	30	49	8	12	13	34	7	10	24	43
Segment return	53	61	161	275 ^(a)	40	45	87	167 ^(a)	41	55	132	227
Segment return annualized	\$ 212	\$ 244	\$ 644	\$ 1,100	\$ 160	\$ 180	\$ 348	\$ 669	\$ 164	\$ 220	\$ 528	\$ 908
Denominator:												
Segment assets ^(b)	\$ 1,852	\$ 1,756	\$ 2,171	\$ 5,780	\$ 1,107	\$ 527	\$ 2,284	\$ 3,917	\$ 1,707	\$ 1,716	\$ 2,092	\$ 5,516
Less:												
Net current liabilities ^(c)	375	271	631	1,277	245	165	609	1,019	312	228	556	1,094
Invested capital	\$ 1,477	\$ 1,485	\$ 1,540	\$ 4,503	\$ 862	\$ 362	\$ 1,675	\$ 2,898	\$ 1,395	\$ 1,488	\$ 1,536	\$ 4,422
Average invested capital	\$ 1,436	\$ 1,486	\$ 1,538	\$ 4,463	\$ 902	\$ 372	\$ 1,702	\$ 2,973	\$ 1,316	\$ 1,430	\$ 1,560	\$ 4,307
ROIC	15%	16%	42%	25%	18%	48%	20%	23%	12%	15%	34%	21%

ROIC calculation:(annualized current quarter segment return)/(average of the two most recent quarter-end balances of Segment Invested Capital)

^(a) Agilent return is equal to non-GAAP net income of \$261 million plus net interest expense after tax of \$14 million for Q2'11, and \$152 million plus net interest expense after tax of \$15 million for Q2'10. Please see "Non-GAAP Net Income and Diluted EPS Reconciliations" for a reconciliation of non-GAAP net income to GAAP net income.

^(b) Segment assets consist of inventory, accounts receivable, property plant and equipment, gross goodwill and other intangibles, deferred taxes and allocated corporate assets.

^(c) Includes accounts payable, employee compensation and benefits, deferred revenue, other accrued liabilities and allocated corporate liabilities.

Return on Invested Capital (ROIC) is a non-GAAP measure that management believes provides useful supplemental information for management and the investor. ROIC is a tool by which we track how much value we are creating for our shareholders. Management uses ROIC as a performance measure for our businesses, and our senior managers' compensation is linked to ROIC improvements as well as other performance criteria. We believe that ROIC provides our management with a means to analyze and improve their business, measuring segment profitability in relation to net asset investments. We acknowledge that ROIC may not be calculated the same way by every company. We compensate for this limitation by monitoring and providing to the reader a full GAAP income statement and balance sheet.

Readers are reminded that non-GAAP numbers are merely a supplement to, and not a replacement for, GAAP financial measures. They should be read in conjunction with the GAAP financial measures. It should be noted as well that our non-GAAP information may be different from the non-GAAP information provided by other companies.

The preliminary reconciliation of ROIC is estimated based on our current information.

AGILENT TECHNOLOGIES, INC.
REVENUE RECONCILIATION
(In millions)
(Unaudited)
PRELIMINARY

	<u>FY'10</u>	<u>FY'09</u>	<u>Percent Inc/(Dec)</u>
GAAP Revenue	\$ 5,444	\$ 4,481	
Varian acquisition fair value adjustments	19	-	
Non-GAAP Revenue	<u>\$ 5,463</u>	<u>\$ 4,481</u>	
Less revenue from acquisition and divestitures included in segment results	(423)	(240)	
Non-GAAP Revenue, adjusted	<u>\$ 5,040</u>	<u>\$ 4,241</u>	19%

Revenues, excluding the impact of the Varian acquisition and recent divestitures, are a non-GAAP measure and are defined to exclude the fair value adjustment to acquisition related deferred revenue balances for the Varian acquisition and exclude the impacts of the Varian acquisition and the divestitures of our Network Systems and Hycor businesses.

Management believes that this measure provides useful information to investors by reflecting an additional way of viewing aspects of Agilent's operations that, when reconciled to the corresponding GAAP measures, help our investors to better identify underlying growth trends in our business and facilitate easier comparisons of our revenue performance with prior and future periods and to our peers. We excluded the effect of the Varian acquisition and recent divestitures because the nature, size and number of these can vary dramatically from period to period and between us and our peers, which we believe may obscure underlying business trends and make comparisons of long-term performance difficult.

AGILENT TECHNOLOGIES, INC.
REVENUE RECONCILIATION
(In millions)
(Unaudited)
PRELIMINARY

	Q1'11	Q1'10	Percent Inc/(Dec)
GAAP Revenue	\$ 1,519	\$ 1,213	25%
Varian acquisition fair value adjustments	5	-	
Non-GAAP Revenue	\$ 1,524	\$ 1,213	26%
Less revenue from acquisition and divestitures included in segment results	(134)	(47)	
Non-GAAP Revenue, adjusted	\$ 1,390	\$ 1,166	19%

Revenues, excluding the impact of the Varian acquisition and recent divestitures, are a non-GAAP measure and are defined to exclude the fair value adjustment to acquisition related deferred revenue balances for the Varian acquisition and exclude the impacts of the Varian acquisition and the divestitures of our Network Systems and Hycor businesses.

Management believes that this measure provides useful information to investors by reflecting an additional way of viewing aspects of Agilent's operations that, when reconciled to the corresponding GAAP measures, help our investors to better identify underlying growth trends in our business and facilitate easier comparisons of our revenue performance with prior and future periods and to our peers. We excluded the effect of the Varian acquisition and recent divestitures because the nature, size and number of these can vary dramatically from period to period and between us and our peers, which we believe may obscure underlying business trends and make comparisons of long-term performance difficult.

AGILENT TECHNOLOGIES, INC.
RECONCILIATION OF ORGANIC REVENUE
(IN MILLIONS)
PRELIMINARY

	Q2'11	Q2'10	Percent Inc/(Dec)
GAAP Revenue	\$ 1,677	\$ 1,271	
Varian acquisition fair value adjustments	2	-	
Non-GAAP Revenue	\$ 1,679	\$ 1,271	
included in segment results	(191)	(41)	
Organic Non-GAAP Revenue	<u>\$ 1,488</u>	<u>\$ 1,230</u>	21%

Organic Non-GAAP Revenue by Region	Q2'11	Q2'10	Percent Inc/(Dec)
Americas	\$ 474	\$ 421	12%
Europe	358	294	22%
Asia Pacific	656	515	27%
Organic Non-GAAP Revenue	<u>\$ 1,488</u>	<u>\$ 1,230</u>	21%

Non-GAAP revenue is defined as revenue excluding the fair value adjustment of the deferred revenue balances related to the Varian acquisition. Organic Non-GAAP revenue is defined as Non-GAAP revenue excluding the impact of acquisitions and divestitures that have closed within the past year.

Management believes that these measures provide useful information to investors by reflecting an additional way of viewing aspects of Agilent's operations that, when reconciled to the corresponding GAAP measures, help our investors to better identify underlying growth trends in our business and facilitate easier comparisons of our revenue performance with prior and future periods and to our peers. We excluded the effect of the Varian and other recent acquisitions and divestitures because the nature, size and number of these can vary dramatically from period to period and between us and our peers, which we believe may obscure underlying business trends and make comparisons of long-term performance difficult.

The preliminary reconciliation of GAAP to Organic Non-GAAP revenue is based on our current information.