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GOTTO ANTONIO M JR MD D PHIL

Form 4

September 03, 2002

- Name and Address of Reporting Person Gotto, Jr., M.D., Antonio M. Cornell Univ. Medical College 1300 York Avenue New York, NY 10021
- Issuer Name and Ticker or Trading Symbol Medtronic, Inc. (MDT)
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year 09/01/2002
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - (X) Director () 10% Owner
 - () Officer (give title below) () Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) Form filed by One Reporting Person
 - () Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

+	+		+			+				+	
1. Title of Security	12.	Trans-	13.	Tran	s-	4.	Securitie	es Acqu	ired (A)	5.	Amou
		action		acti	on		or Dispos	sed of	(D)		Secu
		Date		Code							Bene
											Owne
		(Month/	1								End
		Day/	+		+	+		+	+	+	Mont
		Year)	Coc	de	l V	Amo	ount	A/D	Price		
+	+		+		+	+		+	+	+	

Common Stock 16305.9

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

+	+	+	+	+		+		+		+-
11.	12.	3.	4.	15.		16.		7.		8
1	1	<u> </u>	1	1		1				
1	1		1	1		1				
1	1		1	1						!
								Title and Amount		
				1				of Underlying		
	Conver-			Numbe	r of			Securities		
	sion or			Deriv	ative	Date Exerc	isable	+	+	+
	Exercise			Secur	ities	and Expira	tion Date		Amount	
	Price of	Transac-	Transac-	Acqui	red(A)	(Month/Day	/Year)	I	or	1
Title of	Deriv-	tion Date	tion Code	Dispo	sed(D)	+	+	+	Number	P
				_		+Date Exer-			of	D
-	_	-				cisable				S
+	+	+	+	+	+	+	+	+	+	+-
Stock Options (Right to buy)	\$41.18	08/31/2002	A	4372		08/31/2002	08/31/2012	Common Stock	4372	\$
Stock Options (Right to buy)	\$41.18	09/01/2002	A	1458		09/01/2002	09/01/2012		1458	\$
Right to	\$0	08/31/2002	A	1115.				Common	1115.919	\$

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Receive Stock