

MEDTRONIC INC  
Form 8-K  
February 21, 2014

**UNITES 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): February 13, 2014**

**Medtronic, Inc.**

**(Exact name of Registrant as Specified in its Charter)**

**Minnesota**  
**(State or other jurisdiction**  
  
**of incorporation)**

**1-7707**  
**(Commission**  
  
**File Number)**

**41-0793183**  
**(IRS Employer**  
  
**Identification No.)**

**710 Medtronic Parkway Minneapolis, Minnesota**

**55432**

**(Address of principal executive offices)**

**(Zip Code)**

**(Registrant's telephone number, including area code): (763) 514-4000**

**Not Applicable**

**(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))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On February 13, 2014, Victor J. Dzau, M.D. notified Medtronic, Inc. (the Company) that he intends to resign from the Company's Board of Directors effective June 30, 2014, as a result of his pending appointment as President of the Institute of Medicine effective July 1, 2014. Dr. Dzau's decision to resign was not due to a disagreement with the Company.

**SIGNATURES**

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.

MEDTRONIC, INC.

By /s/ Neil P. Ayotte  
Neil P. Ayotte  
Vice President and Interim General Counsel

Date: February 21, 2014