

Edgar Filing: MEDTRONIC INC - Form 4

MEDTRONIC INC

Form 4

November 21, 2002

1. Name and Address of Reporting Person
Ryan, Robert L.
Medtronic, Inc.
710 Medtronic Parkway
Minneapolis, MN 55432-
2. Issuer Name and Ticker or Trading Symbol
Medtronic, Inc. (MDT)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
11/22/2002
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
() Director () 10% Owner
(X) Officer (give title below) () Other (specify below)
Sr VP and Chief Financial Officer
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	2. Trans- action Date (Month/ Day/ Year)	2A. Execu- action Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D) Amount A/D Price	5. Am- Securi- Benefi- Owned Follow- Report- Transa-
Common Stock	11/20/2002		M	60000	A \$5.5782
Common Stock	11/20/2002		S	-42900	D \$47.7500
Common Stock	11/20/2002		S	-17100	D \$47.7700 29201
Common Stock					3235.1

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

1.	2.	3.	3A.	4.	5.	6.	7.
1. Title of Derivative Security	2. Deriv- ative Security	3. (Month/ Day/ Year)	3A. (Month/ Day/ Year)	4. Transac- tion Code	5. Number of Derivative Securities Acquired (A) Disposed (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Amount or Number of Shares
Employee St	\$5.5782	11/20/2		M	60000	02/01/1994 02/01/2003	Common 60000

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Opt (Right
to Buy)

002

Stock

Explanation of Responses:

SIGNATURE OF REPORTING PERSON

/s/ Carol E. Malkinson, Attorney-in-fact

Robert L. Ryan

DATE

11/21/2002