

MEDTRONIC INC

Form 4

September 03, 2002

1. Name and Address of Reporting Person
Healy, M.D., Bernadine P.
Cleveland Clinic Foundation
9500 Euclid Ave
Cleveland, OH 44195
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/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

[illegible]

Common Stock

19402

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

1.	2.	3.	4.	5.	6.	7.	8
						Title and Amount of Underlying Securities	
	Conver- sion or Exercise Price of Deriv-	Transac- tion Date (Month/ Day/Year)	Transac- tion Code Code V	Acquired(A) Disposed(D) (A) (D)	Date Exercisable and Expiration Date (Month/Day/Year)	Amount or Number of	
Title of Derivative Security	Security				Date Exer- cisable Expiration Date	Title Shares	S
Stock Options (Right to buy)	\$41.18	08/31/2002	A	5829	08/31/2002 08/31/2012	Common Stock	5829 \$
Stock Options (Right to buy)	\$41.18	09/01/2002	A	1458	09/01/2002 09/01/2012	Common Stock	1458 \$
Right to	\$0	08/31/2002	A	1482.		Common	1482.846 \$

Receive Stock

846