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GOTTO ANTONIO M JR MD D PHIL

Form 5

June 07, 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 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	+	3. Trans- action Code	+			 	5. Amou Secu Bene Owne
 	(Month/ Day/ Year) +	 . .	 +	+	+ Price		End Year

Common Stock 16284.8

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

+	+	+	+	+	+	+		+		+-
-	11.	12.	13.	4.	15.	16.		17.		8
	i .	1						1		
	i .	1				1		I		
	i .	1				1		I		
	i .	1				1		Title ar	nd Amount	
	i .	1				1		of Under	clying	
	i .	Conver-			Number of	1		Securiti	ies	
	i .	sion or			Derivative	Date Exerc	isable -	+	+	+
	i .	Exercise			Securities	and Expirat	cion Date	1	Amount	
	i .	Price of	Transac-	Transac-	Acquired(A)	(Month/Day,	/Year)	1	or	
	Title of	Deriv-	tion Date	tion Code	Disposed(D)	+	+	+	Number	P
	Derivative	lative	(Month/		+	+Date Exer-	Expira-	1 /	of	D
	Security	Security	Day/Year)		(A) (D)	cisable	tion Date	Title	Shares	S
+	++	+	+	+	+	+	+	+	+	+-
R	Right to	\$0	04/26/2002	A	36.50	04/26/2002	04/26/2012	Common	36.507	\$
R	Receive Stock				7					