

BRODY WILLIAM R MD PHD
 Form 4
 September 03, 2002

1. Name and Address of Reporting Person
 Brody, M.D., Ph.D., William R.
 The Johns Hopkins University
 3400 N Charles, 242 Garland Hl
 Baltimore, MD 21218
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)
 Director 10% Owner
 Officer (give title below) Other (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 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) | 3. Trans- action Code V | 4. Securities Acquired (A) or Disposed of (D) | | | 5. Amou Secu Bene Owe End Mont |
|----------------------|---------------------------------------------------------|-----------------------------------|--------------------------------------------------|-----|-------|-----------------------------------------------|
| | | Code | Amount | A/D | Price | |
| Common Stock | | | | | | 6000 |
| Common Stock | | | | | | 4932 |

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

| 1. Title of Derivative Security | 2. Deriv- ative Security | 3. Transac- tion Date (Month/ Day/Year) | 4. Transac- tion Code | 5. Acquired (A) Disposed (D) | 6. Number of Derivative Securities | 7. Date Exercisable and Expiration Date (Month/Day/Year) | 8. Title of Underlying Securities | 9. Amount or Number of Shares | 10. Price |
|---------------------------------|--------------------------------|--------------------------------------------------|--------------------------|---------------------------------|------------------------------------------|----------------------------------------------------------------|-----------------------------------------|-------------------------------------------|-----------|
| Stock Options (Right to buy) | \$41.18 | 08/31/2002 | A | | 5829 | 08/31/2002 08/31/2012 | Common Stock | 5829 | \$ |
| Stock Options | \$41.18 | 09/01/2002 | A | | 1458 | 09/01/2002 09/01/2012 | Common | 1458 | \$ |

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(Right to buy)
Right to
Receive Stock

\$0

08/31/2002 A

1481.

319

Stock

Common 1481.319 \$