

Edgar Filing: MEDTRONIC INC - Form 4

MEDTRONIC INC
 Form 4
 November 21, 2002

1. Name and Address of Reporting Person
 Wilson, Barry W.
 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
 Officer (give title below) Other (specify below)
 Sr VP President International
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)	2A.Execu- tion 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	55564 A \$13.2813	
Common Stock	11/20/2002		M	17552 A \$17.0938	
Common Stock	11/20/2002		S	-39460 D \$47.5000	
Common Stock	11/20/2002		S	-5000 D \$47.4500	
Common Stock	11/20/2002		S	-2000 D \$47.4000	
Common Stock	11/20/2002		S	-2400 D \$47.3000	
Common Stock	11/20/2002		S	-1300 D \$47.2900	
Common Stock	11/20/2002		S	-5000 D \$47.2500	
Common Stock	11/20/2002		S	-14300 D \$47.2000	57886.
Common Stock					750
Common Stock					750
Common Stock					1180.0

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

1.	2.	3.	3A.	4.	5.	6.	7.
							Title and Amount of Underlying

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Title of Derivative Security	Conversion or Exercise Price of	Transaction Date	Execution Date	Transaction Code	Number of Derivative Securities				Date Exercisable and Expiration Date (Month/Day/Year)	Securities Title	Amount or Number of Shares
					Acquired (A)	Disposed (D)	(A)	(D)			
Employee St Opt (Right to Buy)	\$13.2813	11/20/2002		M	55564			05/01/1996 05/01/2006	Common Stock	55564	
Employee St	\$17.0938	11/20/2002		M	17552						