

MEDTRONIC INC

Form 4

April 29, 2003

1. Name and Address of Reporting Person
Gotto, Jr., M.D., D.Phil., Antonio M.
Cornell Univ. Medical College
Office of the Dean - F105
1300 York Avenue
New York, NY 10021
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
04/25/2003
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	2. Transaction Date (Month/Day/Year)	2A. Execution Date (Month/Day/Year)	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D)	5. Amount of Securities Beneficially Owned Followed Report
Common Stock					16339.

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

1.	2.	3.	3A.	4.	5.	6.	7.
							Title and Amount
							of Underlying
							Securities
	Conver-	Trans-	Execu-		Number of		
	sion or	action	tion		Derivative	Date Exercisable	
	Exercise	Date	Date		Securities	and Expiration Date	Amount
	Price of			Transac-	Acquired (A)	(Month/Day/Year)	or
Title of	Deriv-	(Month/	(Month/	tion Code	Disposed (D)		Number
Derivative	ative	Day/	Day/			Date Exer-	of
Security	Security	Year)	Year)	Code	V (A) (D)	cisable	tion Date
							Title
							Shares
Right to	\$0	04/25/2		A	154.1	04/25/2003	04/25/2013
Receive		003			75		
Stock							Common Stock
							154.175

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Explanation of Responses:

SIGNATURE OF REPORTING PERSON

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

Antonio M Gotto, M.D., D. Phil.

DATE

04/29/2003