

Edgar Filing: WILSON BARRY W - Form 5

WILSON BARRY W
 Form 5
 June 07, 2002

1. Name and Address of Reporting Person
 Wilson, Barry W.
 Medtronic, Inc.
 710 Medtronic Pkwy
 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/Year
 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. Vice President, 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)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D)			5. Amou Secu Bene Owne End Year
			Amount	A/D	Price	
Common Stock						54211.7
Common Stock						750
Common Stock						750
Common Stock						1174.16

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

1.	2.	3.	4.	5.	6.	7.	8.
Title of Derivative Security	Deriv- ative Security	tion Date (Month/ Day/Year)	tion Code	Acquired (A) Disposed (D)	Date Exercisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities	Number of Shares

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Stock Options	\$43.81	04/26/2002 A	21681	04/26/2002	04/26/2012	Common	21681	\$
(Right to buy)						Stock		
Right to	\$0	04/26/2002 A	8.329			Common	8.329	\$
Receive Stock								