

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	4. Securities Acquired (A) or Disposed of (D)			5. Amou Secu Bene Owe End Mont		
			Code	V	Amount	A/D	Price	
Common Stock								6000
Common Stock								4932

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

1.	2.	3.	4.	5.	6.	7.	8.
Title of Derivative Security	Conver- sion or Exercise Price of Deriv- ative Security	Transac- tion Date (Month/ Day/Year)	Transac- tion Code	Number of Derivative Securities Acquired (A) Disposed (D)	Date Exercisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities or Number of Shares	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)				Stock
Right to	\$0	08/31/2002 A	1481.	Common 1481.319 \$
Receive Stock			319	