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MEDTRONIC INC

Form 4

October 28, 2002

- 1. Name and Address of Reporting Person Hawkins, William A. 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 10/24/2002
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - () 10% Owner () Director
 - (X) Officer (give title below) () Other (specify below)
 - Sr. Vice President and President, Vascular
- 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. Trans	- 3. Trans	s- 4. Securi	ities Acc	quired (A)	5. <i>I</i>
	actio	n actio	on or Dis	or Disposed of (D) 		
	Date	Code				
	(Month	/				E
	Day/	++	+	+	+	+ N
	Year)		V Amount	A/D	Price	I
		+	+	+	+	+
Common Stock						2273
ommon Stock						400

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

1.	2.	3.	4 .	5.	6.	7.	8
1	1	 			1		and Amount
<u> </u> 	 Conver-			 Number of	[[of Unde Securit	
	sion or Exercise			•	Date Exercisable	•	-+ Amount
 Title of					(Month/Day/Year)	 +	or Number P
Derivative Security	lative	(Month/	+	+	+Date Exer- Expira- cisable tion Date		of D
+	+	+	++	+	+	+	-+

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Stock Options \$44.87 10/24/2002 A 49031 10/24/2003 10/24/2012 Common 49031 (Right to buy)