

Edgar Filing: OESTERLE STEPHEN N - Form 4

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Form 4

October 28, 2002

1. Name and Address of Reporting Person
Oesterle, M.D., Stephen N.
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)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. Vice President, Medicine and Technology
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 V	4. Securities Acquired (A) or Disposed of (D) Amount A/D Price	5. Amou Secu Bene Owe End Mont
Common Stock				21089
Common Stock				200
Common Stock				162.092

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

1. Title of Derivative Security	2. Deriv- ative Security	3. Transac- tion Date (Month/ Day/Year)	4. Transac- tion Code V	5. Acquired (A) or Disposed (D) A D	6. Number of Derivative Securities Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities Amount or Number of Shares	8. P D S
Stock Options	\$44.87	10/24/2002	A	44574	10/24/2003 10/24/2012	Common 44574	\$

(Right to buy)