

MEDTRONIC INC

Form 3

June 27, 2008

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Szyman Catherine M

(Last)

(First)

(Middle)

710 MEDTRONIC PKWY MS
LC310

(Street)

MINNEAPOLIS,Â MNÂ 55432

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/29/2008

3. Issuer Name **and** Ticker or Trading Symbol
MEDTRONIC INC [MDT]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

SVP Strategy & Innovation

6. 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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

12,084.649

D

Â

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative
Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Exercisable

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Options (Right to buy)	10/25/2002 ⁽¹⁾	10/25/2011	Common Stock	13,794	\$ 43.5	D	Â
Stock Options (Right to buy)	04/27/2001	04/27/2011	Common Stock	4,028	\$ 44.25	D	Â
Stock Options (Right to buy)	10/23/2004 ⁽¹⁾	10/23/2013	Common Stock	9,561	\$ 46.01	D	Â
Stock Options (Right to buy)	10/30/2007 ⁽¹⁾	10/30/2016	Common Stock	9,241	\$ 48.7	D	Â
Stock Options (Right to buy)	10/21/2004	10/21/2014	Common Stock	15,000	\$ 50	D	Â
Stock Options (Right to buy)	04/30/2005 ⁽¹⁾	04/30/2014	Common Stock	2,973	\$ 50.46	D	Â
Stock Options (Right to buy)	04/30/2000	04/30/2010	Common Stock	771	\$ 51.93	D	Â
Stock Options (Right to buy)	01/29/2002 ⁽¹⁾	01/29/2011	Common Stock	9,158	\$ 54.6	D	Â
Stock Options (Right to buy)	10/19/2006 ⁽¹⁾	10/19/2015	Common Stock	13,219	\$ 56.74	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Szyman Catherine M 710 MEDTRONIC PKWY MS LC310 MINNEAPOLIS, MN 55432	Â	Â	Â SVP Strategy & Innovation	Â

Signatures

James N. Spolar,
Attorney-in-fact

06/27/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) These options become exercisable at the rate of 25% of the shares granted per year beginning on the first anniversary of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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