Edgar Filing: MEDTRONIC INC - Form 4

MEDTRONIC INC

Form 4	IC INC									
July 31, 2008	8									
FORM						NCEC			PROVAL	
	UNITED		Washington			NGE C	COMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 o Form 5	ger STATEN 6. r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES							January 31, 2005 verage rs per 0.5	
Form 5 obligations may continue. See Instruction 1(b). 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 I	Responses)									
			2. Issuer Name and Ticker or Trading Symbol MEDTRONIC INC [MDT]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (1	Middle) 3. D								
	NIC, INC., 710 NIC PARKWAY,	07/	nth/Day/Year) 30/2008				Director X Officer (give below) SrVP, O		Owner er (specify eer	
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person				
MINNEAP	OLIS, MN 55432	-5604					Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date any	3. e, if Transacti Code fear) (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
Common Stock	07/30/2008		Code V F	Amount 3,175	(D) D	Price \$ 52.65	(Instr. 5 and 4) 18,799.63	D		
Common Stock							337.353	Ι	ESOP	

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

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

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Amount of		unt of rlying rities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Alpert Susan PHD MD MEDTRONIC, INC. 710 MEDTRONIC PARKWAY, M.S. MINNEAPOLIS, MN 55432-5604	LC310		SrVP, Chief Reg Officer					
Signatures								
James N. Spolar, Attorney-in-fact	07/31/2008							
**Signature of Reporting Person	Date							

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.