

MEDTRONIC INC
 Form 4
 November 22, 2002

1. Name and Address of Reporting Person
 Mahle, Stephen H.
 Medtronic, Inc.
 710 Medtronic Parkway
 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/Day/Year
 11/26/2002
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 VP & Pres, Cardiac Rthm Mgmt
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)	2A.Execu- action Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D)	5. Amount or Price	5. Amount or Price	5. Amount or Price	5. Amount or Price	5. Amount or Price
Common Stock	11/22/2002		G V	-1050	D	\$0.0000			
Common Stock	11/22/2002		G V	-625	D	\$0.0000			
Common Stock	11/22/2002		G V	-225	D	\$0.0000			
Common Stock	11/22/2002		G V	-700	D	\$0.0000			
Common Stock	11/22/2002		G V	-425	D	\$0.0000			
Common Stock	11/22/2002		G V	-220	D	\$0.0000			
Common Stock	11/22/2002		G V	-550	D	\$0.0000			
Common Stock	11/22/2002		G V	-110	D	\$0.0000			
Common Stock	11/22/2002		G V	-550	D	\$0.0000			256077
Common Stock									8899.3

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

1.	2.	3.	3A.	4.	5.	6.	7.
							Title and Amount of Underlying Securities
	Conversion or Exercise Price of	Trans- action Date	Execu- tion Date	Transac-	Number of Derivative Securities Acquired (A)	Date Exercisable and Expiration Date (Month/Day/Year)	Amount or

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Title of Derivative Security	Disposition Code	Month/Day/Year	Month/Day/Year	Code	V	(A)	(D)	Disposible	Date Exercisable	Expiration Date	Title	Number of Shares
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Explanation of Responses:

SIGNATURE OF REPORTING PERSON
 /s/ Carol E. Malkinson, Attorney-in-fact

 Stephen H. Mahle

DATE
 11/22/2002