MEDTRONIC INC

Form 4

January 03, 2008

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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obligations may continue. See Instruction

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

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading COLLINS ARTHUR D JR Issuer Symbol MEDTRONIC INC [MDT] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner Other (specify Officer (give title MEDTRONIC, INC., 710 12/31/2007 below) MEDTRONIC PARKWAY, M.S. Chairman of the Board LC310 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting **MINNEAPOLIS, MN 55432-5604** (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 1. Title of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Ownership Indirect (Instr. 3) Code (D) Beneficially Form: Direct Beneficial (Month/Day/Year) (Instr. 3, 4 and 5) Owned Following (Instr. 8) (D) or Ownership Reported Indirect (I) (Instr. 4) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Price Code Amount (D) Common 12/31/2007 G V 10,000 \$0 D 1,124,263.203 D Stock Common By 401(k) 25,780 Ι Stock Plan

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

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By ESOP

(9-02)

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#### number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Tit     | le of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.                | 5.         | 6. Date Exerc | cisable and | 7. Title | e and        | 8. Price of | 9. Nu  |
|------------|-------|-------------|---------------------|--------------------|-------------------|------------|---------------|-------------|----------|--------------|-------------|--------|
| Deriv      | ative | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionNumber |            | Expiration D  | ate         | Amou     | nt of        | Derivative  | Deriv  |
| Secur      | ity   | or Exercise |                     | any                | Code              | of         | (Month/Day/   | Year)       | Under    | lying        | Security    | Secui  |
| (Instr. 3) |       | Price of    |                     | (Month/Day/Year)   | (Instr. 8)        | Derivative | e             |             | Securi   | ties         | (Instr. 5)  | Bene   |
|            |       | Derivative  |                     |                    | Securities        |            |               |             | (Instr.  | 3 and 4)     |             | Owne   |
|            |       | Security    |                     |                    |                   | Acquired   | red           |             |          |              | Follo       |        |
|            |       | •           |                     |                    |                   | (A) or     |               |             |          |              |             | Repo   |
|            |       |             |                     |                    |                   | Disposed   |               |             |          |              |             | Trans  |
|            |       |             |                     |                    |                   | of (D)     |               |             |          |              |             | (Instr |
|            |       |             |                     |                    |                   | (Instr. 3, |               |             |          |              |             |        |
|            |       |             | 4, and 5)           |                    |                   |            |               |             |          |              |             |        |
|            |       |             |                     |                    |                   |            |               |             |          | Amount       |             |        |
|            |       |             |                     |                    |                   |            |               |             |          | Amount       |             |        |
|            |       |             |                     |                    |                   |            | Date          | Expiration  |          | Or           |             |        |
|            |       |             |                     |                    |                   |            | Exercisable   | Date        |          | Number<br>of |             |        |
|            |       |             |                     |                    | C-J- V            | (A) (D)    |               |             |          |              |             |        |
|            |       |             |                     |                    | Code V            | (A) (D)    |               |             |          | Shares       |             |        |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |
|--------------------------------|---------------|
|                                |               |

Director 10% Owner Officer Other

COLLINS ARTHUR D JR MEDTRONIC, INC. 710 MEDTRONIC PARKWAY, M.S. LC310 MINNEAPOLIS, MN 55432-5604

X

Chairman of the Board

## **Signatures**

James N. Spolar, Attorney-in-fact 01/03/2008

\*\*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.

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