

WARD SCOTT R

Form 3/A

August 19, 2002

1. Name and Address of Reporting Person
Ward, Scott R.
Medtronic, Inc.
710 Medtronic Pkwy
Minneapolis, MN 55432-
2. Date of Event Requiring Statement (Month/Day/Year)
04/27/2002
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Issuer Name and Ticker or Trading Symbol
Medtronic, Inc. (MDT)
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
() Director () 10% Owner
(X) Officer (give title below) () Other (specify below)
Sr. Vice President & President, Neuro & Diabetes
6. If Amendment, Date of Original (Month/Day/Year)
05/06/2002
7. Individual or Joint/Group Filing (Check Applicable Line)
(X) 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	2. Amount of Securities Beneficially Owned	3. Ownership Form: Direct (D) or Indirect (I)	4. Nature of
Common Stock	21679.855	D	
Common Stock	4274.386	I	By ESOP
Common Stock	6310	I	By Wife
Common Stock	1595.42	I	By 401(k)

TABLE II -- Derivative Securities Beneficially Owned

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security
Stock Options (Right to buy)	11/30/1996 11/30/2005	Common Stock	4436 \$13.5313	D