

MEDTRONIC INC

Form 3/A

November 05, 2004

**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 CARLSON TERRANCE L

(Last) (First) (Middle)

MEDTRONIC, INC.,Â 710  
MEDTRONIC PARKWAY, M.S.  
LC310

(Street)

MINNEAPOLIS,Â MNÂ 55432-5604

(City) (State) (Zip)

2. Date of Event  
Requiring Statement  
(Month/Day/Year)

10/01/2004

3. Issuer Name **and** Ticker or Trading Symbol  
MEDTRONIC INC [MDT]4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10%  
Owner☒ Officer ☐ Other  
(give title below) (specify below)  
Sr VP, Genl Counsel & Corp  
Sec5. If Amendment, Date Original  
Filed(Month/Day/Year)

10/08/2004

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)Deferred Stock Units <sup>(1)</sup>40,734 <sup>(2)</sup>

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  
Derivative5. Ownership  
Form of  
Derivative  
Security:6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

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	Expiration Date		Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (Right to buy)	08/15/2005 <sup>(3)</sup>	08/15/2014	Common Stock	61,100 <sup>(2)</sup> \$ 49.1	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARLSON TERRANCE L MEDTRONIC, INC. 710 MEDTRONIC PARKWAY, M.S. LC310 MINNEAPOLIS, MN 55432-5604	Â	Â	Â Sr VP, Genl Counsel & Corp Sec	Â

## Signatures

Neil Ayotte,  
Attorney-in-fact

11/04/2004

\_\_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 units are payable on or after retirement or other termination of employment.
- (2) These awards were originally incorrectly calculated as of 7/21/04 rather than the correct date of 8/15/04. This was an internal clerical error and not a change in the terms of the awards.
- (3) These options, with a grant date of 08/15/2004, 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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