

MEDTRONIC INC  
Form 8-K  
February 22, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**Current Report**

Pursuant to Section 13 OR 15(d) of The  
Securities Exchange Act of 1934

**Date of Report (Date of earliest event reported): February 16, 2012**

**Medtronic, Inc.**

(Exact name of registrant as specified in its charter)

**Minnesota**  
(State or other jurisdiction  
of incorporation)

**1-07707**  
(Commission  
File Number)

**41-0793183**  
(IRS Employer  
Identification No.)

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**710 Medtronic Parkway,**  
**Minneapolis MN**  
**(Address of principal executive offices)**

**(763) 514-4000**

**55432**  
**(Zip Code)**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report.)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On February 16, 2012, David L. Calhoun notified Medtronic, Inc. (the Company) that he would not stand for reelection to the Board of Directors of the Company at the 2012 annual meeting of shareholders, due to his other board and executive commitments. Mr. Calhoun's decision not to pursue reelection was not due to a disagreement with the Company. Mr. Calhoun will continue to serve as a director of the Company until the expiration of his term at the 2012 annual meeting of shareholders.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MEDTRONIC, INC.

By /s/ D. Cameron Findlay

Date: February 22, 2012

D. Cameron Findlay  
Senior Vice President and General Counsel