



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

November 20, 2014

Via E-mail

Bradley E. Lerman, Esq.
General Counsel
Medtronic, Inc.
710 Medtronic Parkway
Minneapolis, MN 55432

Re: Medtronic, Inc.
Form 10-K for period ended April 25, 2014
Filed June 20, 2014
File No. 001-07707

Dear Mr. Lerman:

We have completed our review of your filing. We remind you that our comments or changes to disclosure in response to our comments do not foreclose the Commission from taking any action with respect to the company or the filing and the company may not assert staff comments as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States. We urge all persons who are responsible for the accuracy and adequacy of the disclosure in the filing to be certain that the filing includes the information the Securities Exchange Act of 1934 and all applicable rules require.

Sincerely,

/s/ Amanda Ravitz

Amanda Ravitz
Assistant Director

cc (via e-mail): Matthew P. Salerno, Esq.