

| OMB APPROVAL                                 |           |
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|  |   |   |
|--|---|---|
| 1. Name and Address of Reporting Person*<br><u>Martha Geoffrey</u><br><br>(Last) (First) (Middle)<br><u>710 MEDTRONIC PKWY MS LC300</u><br><br>(Street)<br><u>MINNEAPOLIS MN 55432</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Medtronic plc [ MDT ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><br><u>CEO</u> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>04/05/2021</u>       |   |
|  | 4. If Amendment, Date of Original Filed (Month/Day/Year)                    | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person                              |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) |            |          | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price    |   |  |   |
| Ordinary Shares                 | 04/05/2021                           |  | M <sup>(1)</sup>               |   | 2,404   | A          | \$41.6   | 84,342 <sup>(2)</sup>   | D  |   |
| Ordinary Shares                 | 04/05/2021                           |  | S <sup>(1)</sup>               |   | 2,404   | D          | \$118.83 | 81,938  | D  |   |
| Ordinary Shares                 | 04/05/2021                           |  | M <sup>(1)</sup>               |   | 9,308   | A          | \$55.32  | 91,246  | D  |   |
| Ordinary Shares                 | 04/05/2021                           |  | S <sup>(1)</sup>               |   | 9,308   | D          | \$118.83 | 81,938  | D  |   |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |       | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-------|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D)   | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Stock Option (Right to Buy)                | \$41.6   | 04/05/2021                           |  | M <sup>(1)</sup>               |   |  | 2,404 | (3)  | 10/29/2022      | Ordinary Shares   | 2,404                                      | \$0  | 0   | D  |       |
| Stock Option (Right to Buy)                | \$55.32  | 04/05/2021                           |  | M <sup>(1)</sup>               |   |  | 9,308 | (4)(5)   | 07/29/2023      | Ordinary Shares   | 9,308                                      | \$0  | 11,173  | D  |       |

**Explanation of Responses:**

- The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- This balance increased by 844 shares due to exempt transactions such as dividend reinvestment.
- This option to purchase 2,404 Medtronic ordinary shares for \$41.60 per share, which was partially vested at the effective time of the Covidien acquisition, represents the conversion of an option to purchase 2,404 Medtronic Inc. common stock shares for \$41.60 per share. This Medtronic plc stock option has the same terms and conditions as the original Medtronic Inc. stock option.
- This option to purchase 1,808 Medtronic ordinary shares for \$55.32 per share, which was partially vested at the effective time of the Covidien acquisition, represents the conversion of an option to purchase 1,808 Medtronic Inc. common stock shares for \$55.32 per share. This Medtronic plc stock option has the same terms and conditions as the original Medtronic Inc. stock option.
- This option to purchase 20,481 Medtronic ordinary shares for \$55.32 per share, which was partially vested at the effective time of the Covidien acquisition, represents the conversion of an option to purchase 20,481 Medtronic Inc. common stock shares for \$55.32 per share. This Medtronic plc stock option has the same terms and conditions as the original Medtronic Inc. stock option.

/s/ Thomas L. Osteraas, 04/07/2021  
attorney-in-fact  
 \*\* Signature of Reporting Person Date

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

\* 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.

**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 Number.**