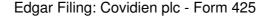
Covidien plc Form 425 June 16, 2014

Our Journey Continues
June 2014
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Filed by Covidien plc
pursuant to Rule 425 under the Securities Act of 1933
and deemed filed pursuant to Rule 14a-12
under the Securities Exchange Act of 1934
Subject Company: Covidien plc
Filer s SEC File No.: 001-33259

Date: June 16, 2014



A Note From Legal

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IMPORTANT ADDITIONAL INFORMATION WILL BE FILED WITH THE SEC PARTICIPANTS IN THE SOLICITATION

Medtronic, New Medtronic and Covidien and certain of their respective directors and executive officers and employees may be respective shareholders of Medtronic and Covidien in respect of the transactions contemplated by the Joint Proxy Statement/Prules of the SEC, be deemed participants in the solicitation of the respective shareholders of Medtronic and Covidien in connections.

their direct or indirect interests, by security holdings or otherwise, will be set forth in the Joint Proxy Statement/Prospectus wh directors and executive officers is contained in Medtronic s Annual Report on Form 10-K for the fiscal year ended April 26, 2 which are filed with the SEC. Information regarding Covidien s directors and executive officers is contained in Covidien s 2013 and its Proxy Statement on Schedule 14A, dated January 24, 2014, which are filed with the SEC

The directors of Covidien accept responsibility for the information contained in this announcement. To the best of the knowled have taken all reasonable care to ensure such is the case), the information contained in this announcement is in accordance with affect the import of such information.

NO OFFER OR SOLICITATION

This communication is not intended to and does not constitute an offer to sell or the solicitation of an offer to subscribe for or large securities or the solicitation of any vote or approval in any jurisdiction pursuant to the acquisition, the merger or otherwise securities in any jurisdiction in contravention of applicable law. No offer of securities shall be made except by means of a prost the Securities Act of 1933, as amended.

by Medtronic and New Medtronic with the SEC by contacting Medtronic Investor Relations at investor.relations@medtronic.com

or by calling 763-50

763-505-2692,

and

will

be

able

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obtain free copies of the Joint Proxy Statement/Prospectus (including the Scheme) and other documents filed by Covidien by c Investor

Relations

at

cole.lannum@covidien.com

or

by

calling

508-452-4343.

New Medtronic will file with the Securities and Exchange Commission (the SEC) a registration statement on Form S-4 that that also constitutes a Prospectus of New Medtronic. Medtronic and Covidien plan to mail to their respective shareholders the connection with the transactions. INVESTORS AND SHAREHOLDERS ARE URGED TO READ THE JOINT PROXY STARELEVANT DOCUMENTS FILED OR TO BE FILED WITH THE SEC CAREFULLY WHEN THEY BECOME AVAILA MEDTRONIC, COVIDIEN, NEW MEDTRONIC, THE TRANSACTIONS AND RELATED MATTERS. Investors and secu Statement/Prospectus (including the Scheme) and other documents filed with the SEC by New Medtronic, Medtronic and Covid www.sec.gov. In addition, investors and shareholders will be able to obtain free copies of the Joint Proxy Statement/Prospectus

l Who We Are

Integrity, Honesty, Safety and Quality
We will conduct business with integrity
and honesty in compliance with all laws
and Company policy.

We are committed to produce products

that are safe and of the highest quality for our customers.

A Video Message From Our CEO

Who We Are

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http://pulse/News/headlines/Pages/VideoMessageJune2014.aspx

Covidien Corporate Overview

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About Medtronic, Inc.

Who We Are

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Who We Are

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\$17 Billion

~140 countries, 49,000 employees

\$10 Billion

Over 150 countries, more than 38,000 employees

- #1 in Pacing
- #1 in ICDs
- #1 in Cardiology
- #1 in Spine
- #1 in Neuro
- #1 in Diabetes
- #2 in Structural Heart
- #1 in Surgical Tech
- #1 in Advanced Surgery
- #2 in General Surgery
- #1 in Peripheral Vascular
- #1 in Neurovascular
- #1 in Vascular Products
- #1 in GI
- #1 in Respiratory & Monitoring
- #1 in US Supplies

Pacemaker, ICDs, Transcatheter Heart

Valves, Cardiac Resynchronication,

Insulin Pumps

Spinal Cord Stimulation Continuous

Glucose Monitoring, Deep Brain

Stimulation, Artificial Spinal Discs

Pulse Oximetry, RF Energy Apps,

Stroke, Cerebral Aneurism, Surgical

Staples, Sutures, Vessel Sealing,

MIS/Laparscopy

Size and Reach

Product

Leadership

Strong Legacy

of Innovation

Serving Patients
Over 87,000 employees in more than 150 countries
NURSING CARE
AIRWAY & VENT
PATIENT MONITORING
NEUROVASCULAR
NEURO

GENERAL SURGICAL
ADVANCED SURGICAL
DIABETES
ORTHO/SPINE
PERIPHERAL &
ENDOVASCULAR
STRUCTURAL HEART
CORONARY
CRDM
PATIENT CARE

What To Expect Going Forward
Covidien Corporate Overview
Planning process and
activities
Integration
process

Ongoing communications
Day 1 of combined
organization (closing of
acquisition)*

* Subject to satisfaction of closing conditions

What We Need From You
Covidien Corporate Overview

Covidien Corporate Overview

Stay focused on doing your jobs
Continue to deliver on commitments to our customers, patients and shareholders
Operate with the highest level of ethics and integrity

Ask questions and make suggestions

Our Commitment to You | Covidien Corporate Overview | 11

Address questions and suggestions

Provide regular and ongoing communications

Maintain the performance of our company

Questions
Covidien Corporate Overview

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