

Floyd David
Form 4
March 19, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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

STATEMENT OF CHANGES IN 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 *
Floyd David

(Last) (First) (Middle)
2825 AIRVIEW BLVD
(Street)

KALAMAZOO, MI 49002

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STRYKER CORP [SYK]

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2018

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Group President

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 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/15/2018		M ⁽¹⁾		5,520	A	\$ 54.35
							14,280 ⁽²⁾
Common Stock	03/15/2018		M ⁽¹⁾		9,374	A	\$ 64.01
Common Stock	03/15/2018		M ⁽¹⁾		7,888	A	\$ 81.14
Common Stock	03/15/2018		M ⁽¹⁾		8,382	A	\$ 93.06
Common Stock	03/15/2018		M ⁽¹⁾		12,935	A	\$ 96.64

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Common Stock	03/15/2018		<u>M</u> ⁽¹⁾	11,020	A	\$ 122.51	63,879	D	
Common Stock	03/15/2018		<u>S</u> ⁽¹⁾	55,119	D	\$ 166.5822 <u>(3)</u>	8,760	D	
Common Stock							13,096	I	By Family Limited Partnership
Common Stock							247	I	By 401K

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option granted 12/05/2012 (right to buy)	\$ 54.35	03/15/2018		M	5,520	<u>(4)</u>	12/04/2022	Common Stock	5,520
Employee Stock Option granted 02/13/2013 (right to buy)	\$ 64.01	03/15/2018		M	9,374	<u>(4)</u>	02/12/2023	Common Stock	9,374
Employee Stock Option	\$ 81.14	03/15/2018		M	7,888	<u>(5)</u>	02/11/2024	Common Stock	7,888

granted
02/12/2014
(right to
buy)

Employee
Stock

Option granted	\$ 93.06	03/15/2018	M	8,382	<u>(5)</u>	02/10/2025	Common Stock	8,382
02/11/2015 (right to buy)								

Employee
Stock

Option granted	\$ 96.64	03/15/2018	M	12,935	<u>(5)</u>	02/09/2026	Common Stock	12,935
02/10/2016 (right to buy)								

Employee
Stock

Option granted	\$ 122.51	03/15/2018	M	11,020	<u>(5)</u>	02/07/2027	Common Stock	11,020
02/08/2017 (right to buy)								

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Floyd David 2825 AIRVIEW BLVD KALAMAZOO, MI 49002			Group President	

Signatures

Lauren E. Keller, attorney-in-fact for David K. Floyd	03/19/2018
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__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 12, 2018.
- (2) Includes 652 shares of Stryker Common Stock acquired pursuant to Stryker Corporation's Employee Stock Purchase Plan ("ESPP") as of December 31, 2017, the date of the latest available statement of the reporting person's ESPP holdings.

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- (3) Represents the average price for transactions in a range from \$165.865 to \$166.97.
- (4) Employee stock option granted pursuant to the Stryker Corporation 2006 Long-Term Incentive Plan, exercisable as to 20% on each of the first five anniversaries of the date of grant.
- (5) Employee stock option granted pursuant to the Stryker Corporation 2011 Long-Term Incentive Plan, exercisable as to 20% on each of the first five anniversaries of the date 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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