

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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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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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

KALAMAZOO, MI 49002

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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⁾ | D | |
| Common Stock | 03/15/2018 | | M ⁽¹⁾ | 9,374 A \$ 64.01 | 23,654 | D | |
| Common Stock | 03/15/2018 | | M ⁽¹⁾ | 7,888 A \$ 81.14 | 31,542 | D | |
| Common Stock | 03/15/2018 | | M ⁽¹⁾ | 8,382 A \$ 93.06 | 39,924 | D | |
| Common Stock | 03/15/2018 | | M ⁽¹⁾ | 12,935 A \$ 96.64 | 52,859 | D | |

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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 | Amount or Number of Shares |
| 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 |

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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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