

STRYKER CORP

Form 4

March 21, 2014

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Scannell Timothy J

(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)

03/21/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)

Group President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock	03/21/2014		M	V Amount (A) or (D) Price 3,000 A \$ 0 (1)	32,454 (2)	D	
Common Stock	03/21/2014		F	1,556 D \$ 81.3	30,898 (2)	D	
Common Stock	03/21/2014		A	15,233 (3) A \$ 0 (3)	46,131 (2)	D	
Common Stock	03/21/2014		F	7,901 D \$ 81.3	38,230 (2)	D	
Common Stock					4,659	I	by 401K

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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 (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)	8. F
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units granted 02/21/2012	(1)	03/21/2014		M	3,000	(4) (4)	Common Stock	3,000 \$

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Scannell Timothy J 2825 AIRVIEW BLVD. KALAMAZOO, MI 49002	Group President

Signatures

Lauren E. Keller, attorney-in-fact for Timothy J. Scannell 03/21/2014

**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) On March 21, 2014, 3,000 Restricted Stock Units vested and were settled for an equal number of shares of Stryker Common Stock.
- (2) Includes 82 shares of Stryker Common Stock acquired pursuant to Stryker Corporation's Employee Stock Purchase Plan ("ESPP") as of December 31, 2013, the date of the latest available statement of the reporting person's ESPP holdings.
- (3) Shares issued upon vesting of performance stock units that were earned based on the achievement of pre-established three-year average adjusted diluted net earnings per share goals and sales performance goals and related dividend equivalents.

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(4) The restricted stock units vest as to 6,000 shares on March 21, 2015.

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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