

STRYKER CORP

Form 4

October 11, 2005

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BROWN JOHN W

(Last) (First) (Middle)

**STRYKER CORP, 2725
FAIRFIELD ROAD**

(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)
10/11/2005

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	10/11/2005		M		10,000	A	\$ 5.5	18,218,512	I By trust.
Common Stock	10/11/2005		M		200,000	A	\$ 7.1	18,418,512	I By trust.
Common Stock	10/11/2005		M		600,000	A	\$ 7.78	19,018,512	I By trust.
Common Stock	10/11/2005		M		160,000	A	\$ 9.72	19,178,512	I By trust.
Common Stock								7,477	I By 401K Plan.

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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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Common Stock	\$ 5.5	10/11/2005		M	10,000	<u>(1)</u> 04/23/2006	Common Stock 10,000
Common Stock	\$ 7.1	10/11/2005		M	200,000	<u>(2)</u> 03/03/2007	Common Stock 200,000
Common Stock	\$ 7.78	10/11/2005		M	600,000	<u>(3)</u> 04/29/2007	Common Stock 600,000
Common Stock	\$ 9.72	10/11/2005		M	160,000	<u>(4)</u> 05/17/2008	Common Stock 160,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROWN JOHN W STRYKER CORP 2725 FAIRFIELD ROAD KALAMAZOO, MI 49002		X		

Signatures

John W. Brown 10/11/2005
 **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) Stock option granted April 24, 1996 under the Stryker Corporation 1988 Stock Option Plan, exercisable as to 20% on each of the first five anniversaries of the date of grant.

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- (2) Stock option granted March 4, 1997 under the Stryker Corporation 1988 Stock Option Plan, exercisable as to 20% on each of the first five anniversaries of the date of grant.
- (3) Stock option granted April 30, 1997 under the Stryker Corporation 1988 Stock Option Plan, exercisable as to 20% on each of the first five anniversaries of the date of grant.
- (4) Stock option granted May 18, 1998 under the Stryker Corporation 1998 Stock Option 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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