



Nassau County Shared Services,
Office of Purchasing

Staff Summary A-59-2026

Subject: CARDIOVASCULAR INSTRUMENTS (S/B) 46514-04076-056 (RQPD26000031)	Date: June 18, 2026
Department: Department of Shared Services Office of Purchasing	Vendor Name: Stryker Sales LLC.
Department Head Name: Melissa Gallucci	Contract Number: A-59-2026
Department Head Signature <i>Melissa Gallucci</i>	Contract Manager Name: Mark Clemens, Buyer

Internal Approvals			
Date & Init.	Approval	Date & Init.	Approval
6/30/2026 <i>SG</i>	Chief Procurement Officer	7/6/26 <i>AK</i>	Budget
6/30/2026 <i>AK</i>	County Attorney	7/6/26 <i>AK</i>	County Executive
Insurance: 7/1/26 <i>AK</i>			
Significant Adverse Information Identified? Yes ☒ / No ☐ (If yes, attach memo.)			

Narrative

Purpose: To authorize and award a purchase order for Cardiovascular Instruments for the Nassau County Police Department. This is a one-time purchase.

Discussion: This solicitation was advertised in the NY Post, the New York State Contract Reporter and posted to the Nassau County Bid Solicitation Board.

Vendors Viewed the solicitation 25

- 6 Woman owned business
- 8 Minority (African/American)
- 18 Small Business
- 1 Service Disabled (Veteran) owned
- 2 Veteran Owned Business
- 7 None of the Above

Vendors bid on this solicitation 2

- 0 Woman owned business
- 0 Minority (African/American)
- 0 Small Business
- 0 Service Disabled (Veteran) Owned
- 0 Veteran Owned Business
- 2 None of the Above

The identified lowest responsible bidder, Stryker Sales LLC. is listed in none of the above categories.

Impact on Funding/Term: The maximum amount authorized under this purchase order shall be Two Million Seven Hundred Fourteen Thousand Four Hundred Fifty-One Dollars Ninety Cents. (\$2,714,451.90) from capital fund PWCAPCAP 00005.

Recommendation: Department of Shared Services, Office of Purchasing recommends an award be given to Stryker Sales LLC. are the lowest responsible bidder meeting specifications.

COUNTY OF NASSAU
INTER – DEPARTMENTAL MEMO

TO: CLERK OF THE COUNTY LEGISLATURE

A-59-2026

FROM: MELISSA GALLUCCI - COMMISSIONER OF SHARED SERVICES

DATE: June 18, 2026

SUBJECT: RESOLUTION– NASSAU COUNTY POLICE DEPARTMENT.

THIS RESOLUTION IS RECOMMENDED BY THE COMMISSIONER OF SHARED SERVICES TO AUTHORIZE AN AWARD AND TO EXECUTE A PURCHASE ORDER IN THE AMOUNT OF TWO MILLION SEVEN HUNDRED FOURTEEN THOUSAND FOUR HUNDRED FIFTY-ONE DOLLARS NINETY CENTS (\$2,714,451.90) ON BEHALF OF THE NASSAU COUNTY POLICE DEPARTMENT TO STRYKER SALES LLC. FOR CARDIOVASCULAR INSTRUMENTS.

THE ABOVE-DESCRIBED DOCUMENT ATTACHED HERETO IS FORWARDED FOR YOUR REVIEW AND APPROVAL AND SUBSEQUENT TRANSMITTAL TO THE RULES COMMITTEE FOR INCLUSION IN ITS AGENDA.


MELISSA GALLUCCI
COMMISSIONER OF SHARED SERVICES

KS:

- ENCL:
- (1) STAFF SUMMARY
 - (2) MEMO
 - (3) RESOLUTION
 - (4) DISCLOSURE STATEMENT
 - (5) BID PROPOSAL
 - (6) RECOMMENDATION OF AWARD
 - (7) BID TABULATION
 - (8) CERTIFICATE OF LIABILITY INSURANCE



RULES RESOLUTION

2026

A RESOLUTION AUTHORIZING THE COMMISSIONER OF SHARED SERVICES TO AWARD AND EXECUTE A PURCHASE ORDER BETWEEN THE COUNTY OF NASSAU, ACTING ON BEHALF OF THE NASSAU COUNTY POLICE DEPARTMENT AND STRYKER SALES LLC.

WHEREAS, the NASSAU COUNTY DEPARTMENT OF SHARED SERVICES OFFICE OF PURCHASING has received competitive bids under sealed bid solicitation #46514-04076-056 for Cardiovascular Instruments for The Nassau County Police Department, as more particularly described in the bid document; and

WHEREAS, the Commissioner of Shared Services is representing to the Rules Committee that Stryker Sales LLC. submitted the lowest responsible bid and meets all specifications for the product and/or services described in the said bid document as determined by the Commissioner of Shared Services.

RESOLVED, that the Rules Committee of the Nassau County Legislature authorizes the Commissioner of Shared Services to award and execute the said Purchase order with Stryker Sales LLC.

Nassau County

Memo

To: Robert Cleary
From: Mark Clemens
cc:
Date: June 18, 2026
Re: Stryker Sales LLC. Adverse information

In reviewing the Business History Form it was brought to our attention that there were potential claims.

April 1, 2025 – United States Securities and Exchange Commission ("SEC"), United States Department of Justice ("DOJ"), and certain other regulatory authorities – Stryker was informed by the DOJ that it had closed its inquiry into potential FCPA violations without further action.

Having reviewed this matter, we find there is no justification to find the vendor non-responsible for this award.



COUNTY OF NASSAU

POLITICAL CAMPAIGN CONTRIBUTION DISCLOSURE FORM

1. Has the vendor or any corporate officers of the vendor provided campaign contributions pursuant to the New York State Election Law in (a) the period beginning April 1, 2016 and ending on the date of this disclosure, or (b), beginning April 1, 2018, the period beginning two years prior to the date of this disclosure and ending on the date of this disclosure, to the campaign committees of any of the following Nassau County elected officials or to the campaign committees of any candidates for any of the following Nassau County elected offices: the County Executive, the County Clerk, the Comptroller, the District Attorney, or any County Legislator?

YES ☐ NO ☒ If yes, to what campaign committee?

Electronically signed and certified at the date and time indicated by:
Kathryn Janecke [KATHRYN.E.JANECKE@STRYKER.COM]

Dated: 04/20/2026 04:37:53 pm

Vendor: Stryker Sales LLC

Title: Sr. Director, Commercial Operations

Business History Form

The contract shall be awarded to the responsible proposer who, at the discretion of the County, taking into consideration the reliability of the proposer and the capacity of the proposer to perform the services required by the County, offers the best value to the County and who will best promote the public interest.

In addition to the submission of proposals, each proposer shall complete and submit this questionnaire. The questionnaire shall be filled out by the owner of a sole proprietorship or by an authorized representative of the firm, corporation or partnership submitting the Proposal.

NOTE: All questions require a response, even if response is "none" or "not-applicable." No blanks.

(USE ADDITIONAL SHEETS IF NECESSARY TO FULLY ANSWER THE FOLLOWING QUESTIONS).

Date: 04/20/2026

1) Proposer's Legal Name: Stryker Sales LLC

2) Address of Place of Business: 11811 Willows Rd NE

City: Redmond State/Province/Territory: WA Zip/Postal Code: 98052

Country: US

3) Mailing Address (if different): _____

City: _____ State/Province/Territory: _____ Zip/Postal Code: _____

Country: _____

Phone: _____

Does the business own or rent its facilities? Own If other, please provide details:

4) Dun and Bradstreet number: 07-847-0558

5) Federal I.D. Number: 22-2183590

6) The proposer is a: Corporation (Describe) _____

7) Does this business share office space, staff, or equipment expenses with any other business?
YES ☐ NO ☒ If yes, please provide details:

8) Does this business control one or more other businesses?
YES ☐ NO ☒ If yes, please provide details:

- 9) Does this business have one or more affiliates, and/or is it a subsidiary of, or controlled by, any other business?

YES ☒ NO ☐ If yes, please provide details:

Parent Corporation is Stryker Corporation publicly traded on NYSE as SYK

- 10) Has the proposer ever had a bond or surety cancelled or forfeited, or a contract with Nassau County or any other government entity terminated?

YES ☐ NO ☒ If yes, state the name of bonding agency, (if a bond), date, amount of bond and reason for such cancellation or forfeiture: or details regarding the termination (if a contract).

- 11) Has the proposer, during the past seven years, been declared bankrupt?

YES ☐ NO ☒ If yes, state date, court jurisdiction, amount of liabilities and amount of assets

- 12) In the past five years, has this business and/or any of its owners and/or officers and/or any affiliated business, been the subject of a criminal investigation and/or a civil anti-trust investigation by any federal, state or local prosecuting or investigative agency? And/or, in the past 5 years, have any owner and/or officer of any affiliated business been the subject of a criminal investigation and/or a civil anti-trust investigation by any federal, state or local prosecuting or investigative agency, where such investigation was related to activities performed at, for, or on behalf of an affiliated business.

YES ☒ NO ☐ If yes, provide details for each such investigation, an explanation of the circumstances and corrective action taken.

Stryker, founded in 1964, is a global leader in medical technologies which operates numerous business units, including surgical equipment and navigation systems (Instruments), endoscopic and communications systems (Endoscopy), patient handling, emergency medical equipment and intensive care disposable products (Medical), minimally invasive products for treatment of acute ischemic and hemorrhagic stroke and venous thromboembolism (Vascular), a comprehensive line of products for traditional brain and open skull based surgical procedures; orthobiologic and biosurgery products, including synthetic bone grafts and vertebral augmentation products (Neuro Cranial), and orthopaedics products consisting primarily of implants used in hip and knee joint replacements and trauma and extremity surgery (Orthopaedics).

Accordingly, as a global corporation operating through numerous different business units, Stryker Corporation (and/or certain subsidiaries) has been the "subject of" "criminal investigation or civil anti-trust investigation by any Federal, State, or Local prosecutorial or investigative agency" and/or "investigation by any government agency, including regulatory agencies." As a publicly traded corporation, Stryker discloses all such information to the public via different regulatory filings. The following is a list of "investigations" of which Stryker was a subject:

- April 1, 2025 – United States Securities and Exchange Commission ("SEC"), United States Department of Justice ("DOJ"), and certain other regulatory authorities – Stryker was informed by the DOJ that it had closed its inquiry into potential FCPA violations without further action.

- September 28, 2018 – SEC- Stryker was charged with violating FCPA by having insufficient accounting controls in connection with subsidiaries in India, China, and Kuwait. Stryker agreed to settle the charges by paying approximately \$7.8M.

- December 8, 2014 – DOJ – OtisMed (and former CEO) admitted to certain violations of the FDCA. OtisMed was fined approximately \$40M. Stryker acquired OtisMed in 2009, which connected Stryker to this investigation; however, OtisMed's alleged violations occurred prior to Stryker's acquisition.

- October 24, 2013 – SEC – Stryker was charged with violating the FCPA in connection with subsidiaries in Argentina, Greece, Mexico, Poland, and Romania. Stryker settled the charges and agreed to pay approximately \$13M to settle charges.

The above list is not intended to include every instance in which Stryker was "[s]ubject of an investigation by any government agency, including regulatory agencies"; however, it is intended to highlight the more significant investigations related to Stryker.

- 13) In the past 5 years, has this business and/or any of its owners and/or officers and/or any affiliated business been the subject of an investigation by any government agency, including but not limited to federal, state and local regulatory agencies? And/or, in the past 5 years, has any owner and/or officer of an affiliated business been the subject of an investigation by any government agency, including but not limited to federal, state and local regulatory agencies, for matters pertaining to that individual's position at or relationship to an affiliated business.
YES ☒ NO ☐ If yes, provide details for each such investigation, an explanation of the circumstances and corrective action taken.

Stryker, founded in 1964, is a global leader in medical technologies which operates numerous business units, including surgical equipment and navigation systems (Instruments), endoscopic and communications systems (Endoscopy), patient handling, emergency medical equipment and intensive care disposable products (Medical), minimally invasive products for treatment of acute ischemic and hemorrhagic stroke and venous thromboembolism (Vascular), a comprehensive line of products for traditional brain and open skull based surgical procedures; orthobiologic and biosurgery products, including synthetic bone grafts and vertebral augmentation products (Neuro Cranial), and orthopaedics products consisting primarily of implants used in hip and knee joint replacements and trauma and extremity surgery (Orthopaedics).

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- September 28, 2018 – SEC- Stryker was charged with violating FCPA by having insufficient accounting controls in connection with subsidiaries in India, China, and Kuwait. Stryker agreed to settle the charges by paying approximately \$7.8M.

- December 8, 2014 – DOJ – OtisMed (and former CEO) admitted to certain violations of the FDCA. OtisMed was fined approximately \$40M. Stryker acquired OtisMed in 2009, which connected Stryker to this investigation; however, OtisMed's alleged violations occurred prior to Stryker's acquisition.

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The above list is not intended to include every instance in which Stryker was "[s]ubject of an investigation by any government agency, including regulatory agencies"; however, it is intended to highlight the more significant investigations related to Stryker.

- 14) Has any current or former director, owner or officer or managerial employee of this business had, either before or during such person's employment, or since such employment if the charges pertained to events that allegedly occurred during the time of employment by the submitting business, and allegedly related to the conduct of that business:

a) Any felony charge pending?

YES ☐ NO ☒ If yes, provide details for each such investigation, an explanation of the circumstances and corrective action taken.

b) Any misdemeanor charge pending?

YES ☐ NO ☒ If yes, provide details for each such investigation, an explanation of the circumstances and corrective action taken.

c) In the past 10 years, you been convicted, after trial or by plea, of any felony and/or any other crime, an element of

which relates to truthfulness or the underlying facts of which related to the conduct of business?

YES ☐ NO ☒ If yes, provide details for each such investigation, an explanation of the circumstances and corrective action taken.

d) In the past 5 years, been convicted, after trial or by plea, of a misdemeanor?

YES ☐ NO ☒ If yes, provide details for each such investigation, an explanation of the circumstances and corrective action taken.

e) In the past 5 years, been found in violation of any administrative, statutory, or regulatory provisions?

YES ☐ NO ☒ If yes, provide details for each such investigation, an explanation of the circumstances and corrective action taken.

- 15) In the past (5) years, has this business or any of its owners or officers, or any other affiliated business had any sanction imposed as a result of judicial or administrative proceedings with respect to any professional license held?
YES ☐ NO ☒ If yes, provide details for each such investigation, an explanation of the circumstances and corrective action taken.

- 16) For the past (5) tax years, has this business failed to file any required tax returns or failed to pay any applicable federal, state or local taxes or other assessed charges, including but not limited to water and sewer charges?
YES ☐ NO ☒ If yes, provide details for each such year. Provide a detailed response to all questions checked 'YES'. If you need more space, photocopy the appropriate page and attach it to the questionnaire.

17 Conflict of Interest:

- a) Please disclose any conflicts of interest as outlined below. NOTE: If no conflicts exist, please expressly state "No conflict exists."

(i) Any material financial relationships that your firm or any firm employee has that may create a conflict of interest or the appearance of a conflict of interest in acting on behalf of Nassau County.

No conflict exists.

(ii) Any family relationship that any employee of your firm has with any County public servant that may create a conflict of interest or the appearance of a conflict of interest in acting on behalf of Nassau County.

No conflict exists.

(iii) Any other matter that your firm believes may create a conflict of interest or the appearance of a conflict of interest in acting on behalf of Nassau County.

No conflict exists.

- b) Please describe any procedures your firm has, or would adopt, to assure the County that a conflict of interest would not exist for your firm in the future.

Should a conflict arise, we would notify the county and adhere to their guidelines.

- A. Include a resume or detailed description of the Proposer's professional qualifications, demonstrating extensive experience in your profession. Any prior similar experiences, and the results of these experiences, must be identified.

Have you previously uploaded the below information under in the Document Vault?

YES ☐ NO ☒

Is the proposer an individual?

YES [] NO [X] Should the proposer be other than an individual, the Proposal MUST include:

- i) Date of formation;
11/02/1988
- ii) Name, addresses, and position of all persons having a financial interest in the company, including shareholders, members, general or limited partner. If none, explain.
Names and positions available at this link: <https://www.stryker.com/us/en/about/our-management.html>
- iii) Name, address and position of all officers and directors of the company. If none, explain.
Names and positions available at this link: <https://www.stryker.com/us/en/about/our-management.html>
- iv) State of incorporation (if applicable);
MI
- v) The number of employees in the firm;
51000
- vi) Annual revenue of firm;
17200000000
- vii) Summary of relevant accomplishments
Attached comprehensive report.

1 File(s) uploaded: Stryker-2024-Comprehensive-Report.pdf
- viii) Copies of all state and local licenses and permits.

B. Indicate number of years in business.
85

C. Provide any other information which would be appropriate and helpful in determining the Proposer's capacity and reliability to perform these services.
Stryker is a global leader in medical technologies and, together with our customers, we are driven to make healthcare better. We offer innovative products and services in MedSurg, Neurotechnology, Orthopaedics and Spine that help improve patient and healthcare outcomes. Globally, Stryker impacts more than 130 million patients annually. We are driven to make healthcare better for our customers by providing innovative products and services that meet regulatory requirements through our effective quality system. Stryker has over 51,000 employees worldwide, including a local team in New York to assist with all of the county's needs.

D. Provide names and addresses for no fewer than three references for whom the Proposer has provided similar services or who are qualified to evaluate the Proposer's capability to perform this work.

Company	Empire Hose Company 3
Contact Person	Scott Birdie
Address	2300 Merrick Ave

City	Merrick	State/Province/Territory	NY
Country	US		
Telephone	(516) 351-3691		
Fax #			
E-Mail Address	scottbirdie@ehc3.org		

Company	North Bellmore Fire District		
Contact Person	Matthew Corless		
Address	1500 Newbridge		
City	North Bellmore	State/Province/Territory	NY
Country	US		
Telephone	(516) 351-5645		
Fax #			
E-Mail Address	corless76@hotmail.com		

Company	Oceanside Fire Distrcit		
Contact Person	Jose Piniero		
Address	65 Foxhurst Road		
City	Oceanside	State/Province/Territory	NY
Country	US		
Telephone	(516) 766-3010		
Fax #			
E-Mail Address	jpiniero@oceanside-fd.com		

I, Kathryn Janecke, hereby acknowledge that a materially false statement willfully or fraudulently made in connection with this form may result in rendering the submitting business entity and/or any affiliated entities non-responsible, and, in addition, may subject me to criminal charges.

I, Kathryn Janecke, hereby certify that I have read and understand all the items contained in this form; that I supplied full and complete answers to each item therein to the best of my knowledge, information and belief; that I will notify the County in writing of any change in circumstances occurring after the submission of this form; and that all information supplied by me is true to the best of my knowledge, information and belief. I understand that the County will rely on the information supplied in this form as additional inducement to enter into a contract with the submitting business entity.

CERTIFICATION

A MATERIALLY FALSE STATEMENT WILLFULLY OR FRAUDULENTLY MADE IN CONNECTION WITH THIS QUESTIONNAIRE MAY RESULT IN RENDERING THE SUBMITTING BUSINESS ENTITY NOT RESPONSIBLE WITH RESPECT TO THE PRESENT BID OR FUTURE BIDS, AND, IN ADDITION, MAY SUBJECT THE PERSON MAKING THE FALSE STATEMENT TO CRIMINAL CHARGES.

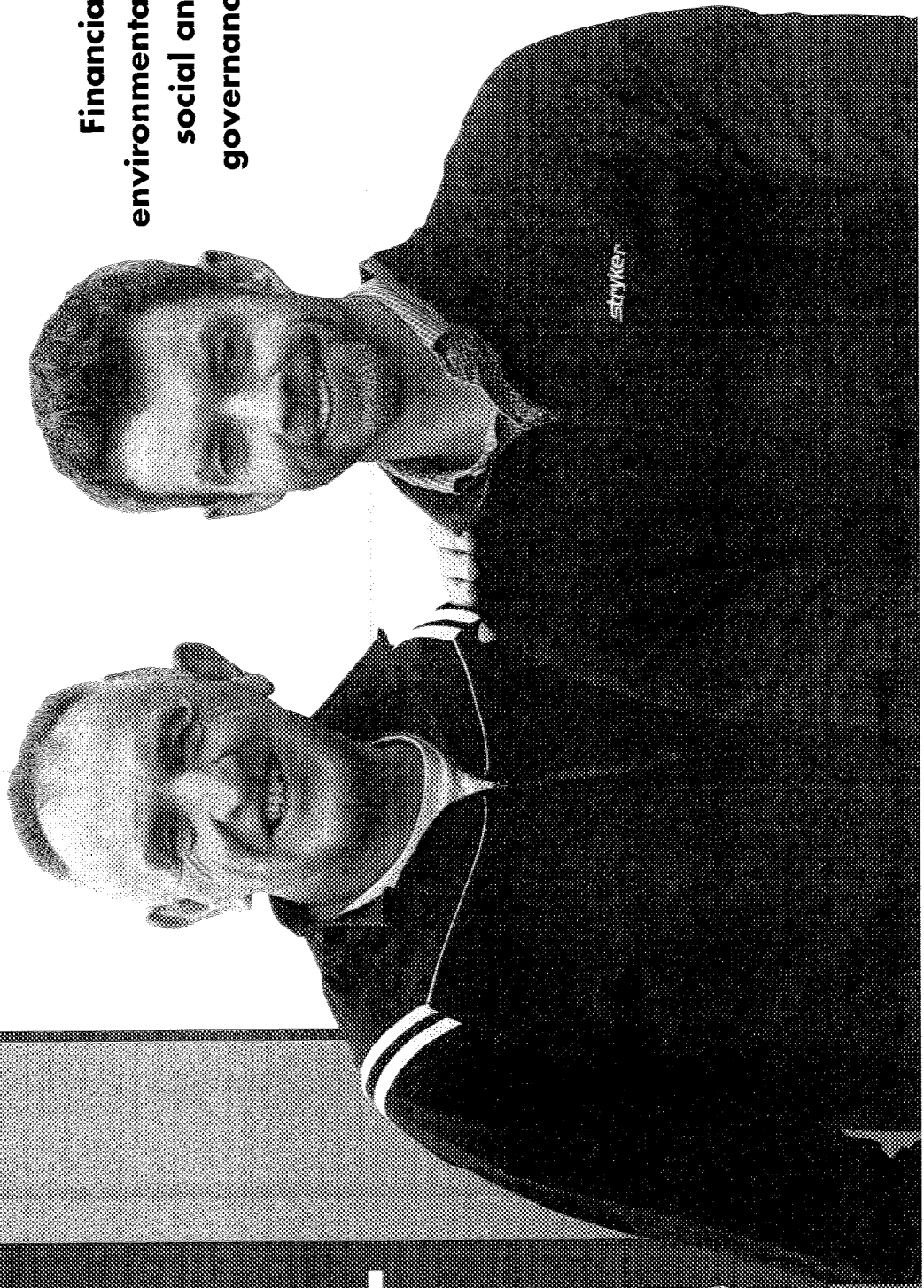
Name of submitting business: Stryker Sales LLC

Electronically signed and certified at the date and time indicated by:
Kathryn Janecke KATHRYN.E.JANECKE@STRYKER.COM

Sr. Director, Commercial Operations
Title

04/20/2026
Date

2024 Comprehensive Report



Financial,
environmental,
social and
governance

stryker

We work with our customers every day to make healthcare better

Stryker is a global leader in medical technologies. We offer innovative products and services in MedSurg, Neurotechnology and Orthopaedics that help improve patient and healthcare outcomes.

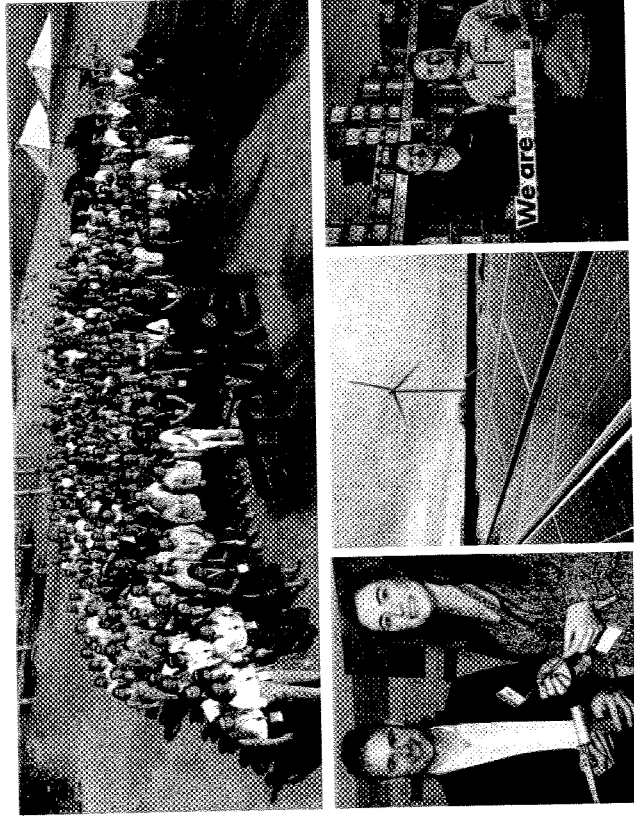


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Better healthcare

Healthcare innovation
Advancing education
Product quality and safety



17

Stronger people

Career development
Diversity, equity
and inclusion
Environment, health
and safety
Communities



28

Healthier planet

Operational carbon
emissions
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emissions
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2024
in review



Healthcare



People



Planet



Business



Appendix

Stryker 2024 Comprehensive Report

2

A second chance at life

After a sudden cardiac arrest, an experienced marathon runner is saved by the quick thinking of his community—and one of Stryker's devices.



On the day of the 2024 Belfast Marathon, 63-year-old John was feeling fit and ready to run. But he doesn't remember much about the race. Despite his years of experience with long distance running, including two marathons the year before, John collapsed at the halfway mark. He wasn't just exhausted—he was in cardiac arrest.

Luckily, bystander Peter O'Hare saw John collapse and quickly recognized the severity of the situation. Peter is a Senior Manager of Global Upstream Marketing for Stryker's Emergency Care Business, and having trained in emergency response, knew that John would need both CPR to keep his blood pumping and the help of an automated external defibrillator (AED) to get his heart beating again. A nurse began CPR

while Peter ran to get the Stryker-made AED he keeps in his car, knowing that every minute counts.

AEDs are used in cardiac events to help restore the heart to its normal rhythm and are essential to saving the lives of people like John. Stryker's devices are designed

“My angels were all aligned that day.”

John refers to Peter, and the others who intervened that day, as his “angels.” After Peter helped restore his heartbeat at the scene, John was transported to the local hospital, beginning his journey to a full recovery. “My angels were all aligned that day,” says John, “It’s a miracle what happened. I’m here today because of the defib.”

John’s story underscores the importance of having defibrillators in the community—and making them easy to use in emergency situations. Of his work, Peter noted, “I’m so grateful every day that we get to make products that literally help save and change people’s lives. It really is a terrifying experience when someone’s life is at threat, but I’m so thankful I was able to take immediate action.”

to be intuitive, easy to use and clinically effective, with proprietary CPR Advisor technology that gives real-time feedback on the quality of CPR. Peter explained that while performing CPR for John, it was like “having someone standing over your shoulder saying ‘keep doing what you’re doing.’”



2024
in review



Healthcare



People



Planet



Business



Appendix

Stryker 2024 Comprehensive Report

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Our company

Stryker is a global leader in medical technologies, and, together with our customers, we are driven to make healthcare better. We offer innovative products and services in MedSurg, Neurotechnology and Orthopaedics that help improve patient and healthcare outcomes. Alongside our customers around the world, we impact more than 150 million patients annually. More information is available at www.stryker.com.

Focus areas

- Biologics
- Clinical Communication and Workflow
- Craniomaxillofacial
- Digital Technologies
- Emergency and Acute Care
- Enabling Technologies
- Foot and Ankle
- Hips
- Infrastructure and Integration
- Knees
- Minimally Invasive and Open Surgical Visualization
- Neurosurgical
- Neurovascular
- Otolaryngology
- Power Tools
- Reprocessing
- Robotic-Assisted Surgery
- Spine
- Sports Medicine
- Surgical Equipment
- Trauma
- Upper Extremities

Global recognition Great Place to Work 2024

Global:

- World's Best Workplaces
- Best Workplaces in Asia
- 100 Best Companies to Work For in Europe

U.S.:

- 100 Best Companies to Work For U.S.
- Best Workplaces in Manufacturing and Production
- Best Workplaces for Parents
- Best Workplaces for Women
- Best Workplaces for Millennials





2024
in review



Healthcare



People



Planet



Business



Appendix

2024 fast facts*



\$22.6B
global sales



53,000
employees



75 countries in
which we operate



SYK stock
symbol (NYSE)



Better healthcare

Over 150M patients
impacted globally**

Completed 7 acquisitions

Invested \$1.5B in
research and
development

Launched expanded
Government Affairs
and Market Access
Organization to increase
access to care



Stronger people

38.5 percent of our global
employees are women

Launched and expanded
five key employee
development programs

Donated to nonprofits
through our employee gift
matching program



Healthier planet

Reduced carbon emissions
by 32 percent compared
to a 2019 baseline***

Used 45 percent
renewable electricity
to power facilities
worldwide****

Partnered to launch
the Collaborative for
Healthcare Action
to Reduce MedTech
Emissions (CHARME)



Good business

Introduced expanded
enterprise-wide risk
assessment process

96 percent of people
managers completed
course on Fostering a
Culture of Integrity

70 percent of
direct suppliers (by
spend) assessed for
environmental, human
rights and ethical
performance; on track
for 2027 target

Our values

Integrity

We do what's right

People

We grow talent

Accountability

We do what we say

Performance

We deliver



* Numbers are rounded.

** Figure based on 2023 data. We regularly update our methodology to reflect our business footprint and data availability, which may result in changes to our reported metric.

*** Figure based on 2023 data.

**** Total renewable energy was assured by ERM CVS as part of their limited assurance engagement in accordance with ISAE 3000 (Revised). See page 55 for the full assurance report.



2024
in review



Healthcare



People



Planet



Business



Appendix

Stryker 2024 Comprehensive Report

A message from Stryker's Chair and CEO, Kevin Lobo



Dear stakeholders,

We delivered an excellent year of results in 2024 and continued to grow our global impact, touching the lives of over 150 million patients. We are driving outstanding innovation and had an active year of acquisitions that will help sustain our growth at the high end of MedTech. Our strong talent and culture, combined with our decentralized operating model, are key to our success. I'd like to thank our employees for their dedication and continued partnership with our customers to make healthcare better.

Talent and culture

Our mission and values are unifying forces in our company and our culture centers on purpose, talent, relationships and growth. Aligned with our commitment to employee engagement, we continue to advance our

“Innovation is the lifeblood of a high-tech MedTech company, and we have healthy product pipelines across our businesses to help fuel future growth.”

Innovation

Innovation is the lifeblood of a high-tech MedTech company, and we have healthy product pipelines across our businesses to help fuel future growth. Our deep customer insights allow us to understand their needs and build or buy technologies and solutions to address them. We launched numerous high-impact products in 2024 including our Pangea Plating System and LIFEPAK 35 monitor/defibrillator. We were also active in M&A, completing seven deals in the year, which are illustrated on pages 11–12. These acquisitions all fit within our existing businesses and will help accelerate growth and deliver more value to our customers. For example, care.ai, is positioned to build upon our recent Vocera purchase, showing our commitment to growing our presence

diversity and inclusion efforts, which are contributing to our success. In recognition of our talent and culture, Stryker continues to be honored as a Great Place to Work across the world and across categories including World's Best Workplaces, Best Workplaces in Asia, 100 Best Companies to Work for in U.S. and Europe and Best Workplaces for Women.

We had two changes to our Board of Directors in 2024. After 15 years of distinguished service, Dr. Srikant Datar announced he would not be standing for re-election (see page 37). We also welcomed new board member Rachel Ruggeri, Executive Vice President and Chief Financial Officer, Starbucks, and she is having a positive impact on the board.



2024
in review



Healthcare



People



Planet



Business



Appendix

Stryker 2024 Comprehensive Report

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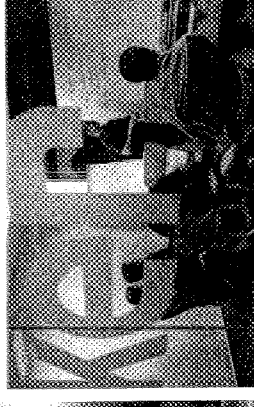
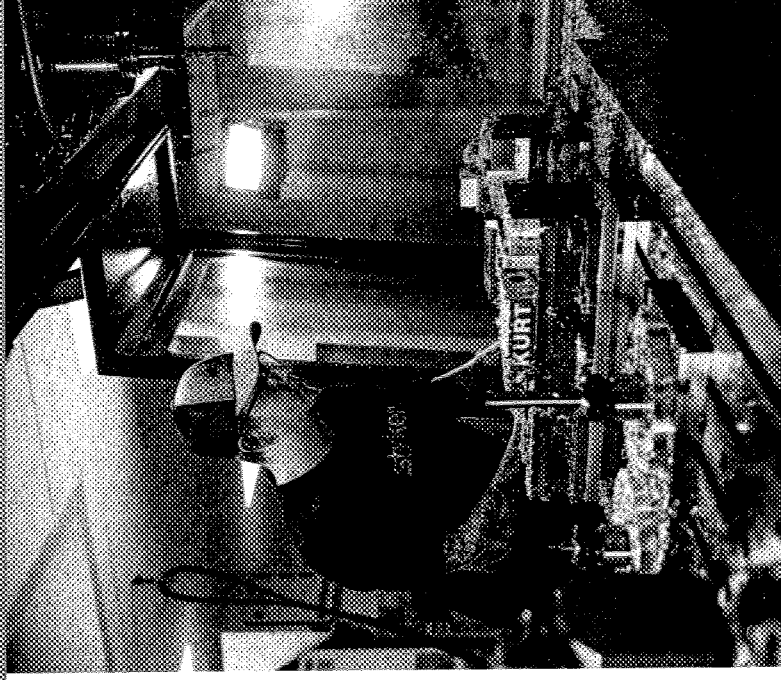
in healthcare information technology, and will help optimize clinical and operational workflows for our customers.

Performance

In 2024, Stryker achieved another year of double-digit organic sales growth. We remain focused on advancing globalization, and our international success continued with 8.8% organic sales growth in the year. We continue to be under-penetrated in many markets outside of the U.S., and our international opportunity remains significant. We also delivered on our adjusted operating margin goal, expanding margins by 110 bps, and we remain on track to achieve our stated goal of returning to the 2019 level of adjusted operating margin by the end of 2025. Our adjusted earnings per share grew an impressive 15%, and we delivered solid free cash flow.

Corporate responsibility

We are committed to making an impact toward a better, healthier world as outlined in our Corporate Responsibility (CR) framework of "stronger people, healthier planet and good business." We are making progress toward our environmental commitments to be carbon neutral in our facilities by 2030 and power all facilities with renewable electricity by 2027. Our



“Our mission and values are unifying forces in our company.”

environmental initiatives are also beneficial to our business and our customers; for example, by reducing material use in packaging. As you read this report, you will see the numerous ways we are driving impact to improve the health of our employees, communities and the planet. I was particularly impressed by the charitable giving of our employees, which was supplemented by a strong company matching program.

In summary, our strategy is working, and we continue to drive high growth across our key metrics. I would like to thank my fellow employees and Board of Directors for their passion and dedication to living our mission and values. I continue to believe that Stryker's best days are ahead of us.

Kevin Lobo
Chair and CEO

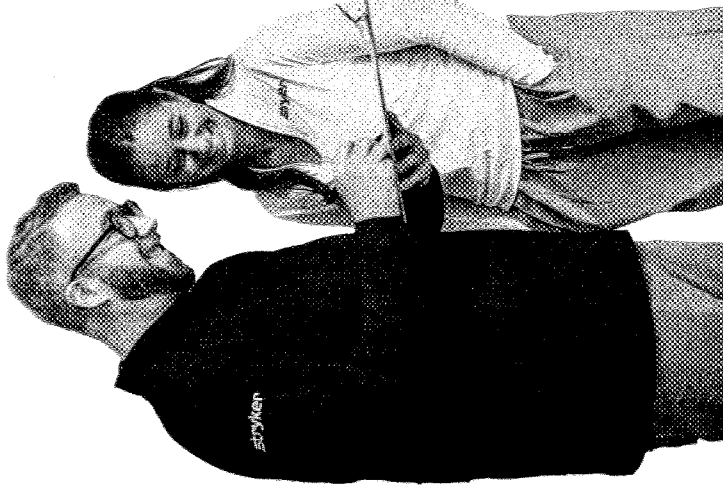


Financial highlights

Financial overview

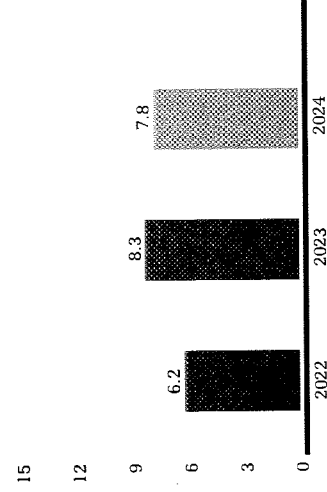
(\$ in millions, except per share amounts)

	2024	2023	2022
Net sales	\$22,595	\$20,498	\$18,449
Earnings before income taxes	3,492	3,673	2,683
Income taxes	499	508	325
Net earnings	2,993	3,165	2,358
Adjusted net earnings ¹	4,700	4,066	3,571
Net earnings per diluted share of common stock			
Reported	7.8	8.3	6.2
Adjusted ¹	12.2	10.6	9.3
Dividends paid per share of common stock	3.2	3.0	2.8
Cash, cash equivalents and marketable securities	3,743	3,053	1,928



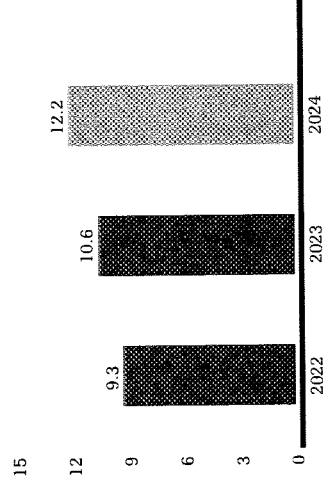
Net earnings

(\$ per diluted share)



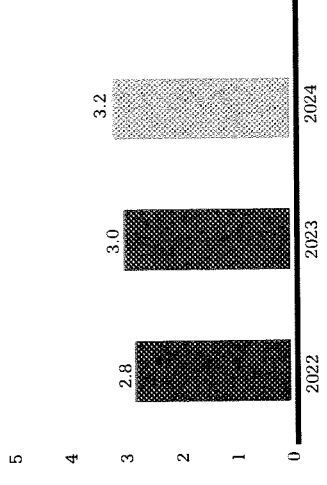
Adjusted net earnings¹

(\$ per diluted share)



Dividends paid

(\$ per share of common stock)





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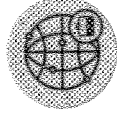
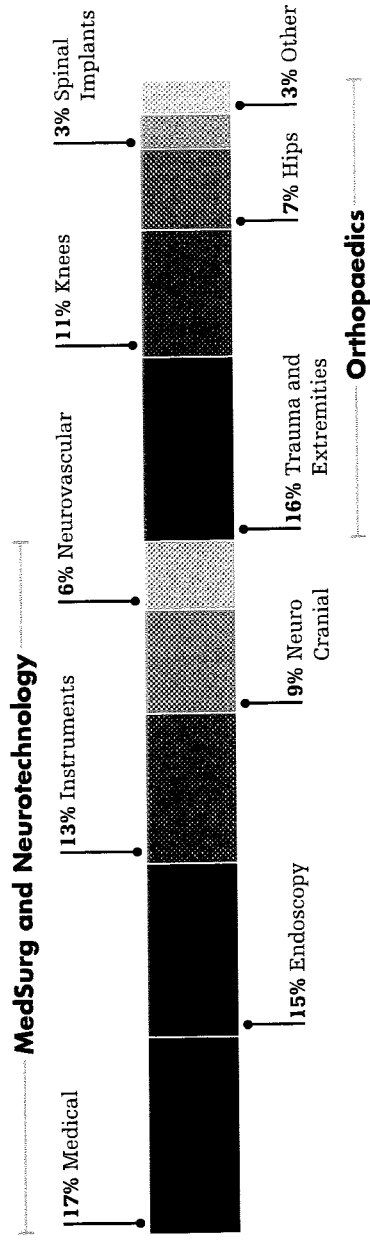


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Stryker 2024 Comprehensive Report

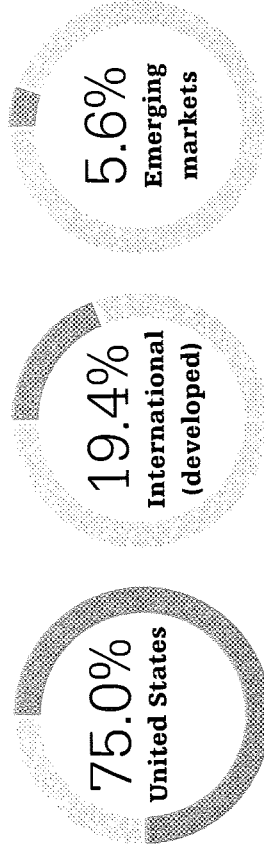
Financial highlights (continued)

Sales by segment



\$22.6B
in global sales

2024 Geographic net sales



59.8%
MedSurg and Neurotechnology



40.2%
Orthopaedics



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Committed to corporate responsibility

Our mission and values, together with our company strategy, serve as our compass, guiding our commitment to responsible, sustainable practices. This work is a call to action for everyone at Stryker in alignment with our mission to make healthcare better.

Our commitment to CR is grounded in our values, and Stryker's CR efforts focus on three pillars with one key objective: creating a better, healthier world. We are regularly exploring emerging topics and standards and will continue to evolve our reporting capabilities to meet the needs of our business and stakeholders.² To prepare for emerging sustainability disclosure regulations, we are preparing to comply where appropriate,

including assessments in line with the Corporate Sustainability Reporting Directive (CSRD). The priority topics below may shift as we refine our double materiality assessment in accordance with CSRD. Learn more about our approach to reporting and stakeholder engagement in [Stryker's Corporate Responsibility reports and resources](#).



Stronger people Strengthening the people we serve

We are committed to serving our communities and creating a healthy, and inclusive workplace where employees thrive.

- Access to quality healthcare
- Community engagement, charitable giving and volunteering
- Diversity, equity and inclusion
- Employee and patient health and safety
- Employee development and training
- Engagement with healthcare providers and customers
- Ethical marketing
- Product social impact and innovation

- Advance a culture of inclusion, engagement and belonging
- Strengthen the diversity of our workforce



Healthier planet Protecting our planet

We are committed to reducing our environmental impact on the world through responsible, sustainable operations.

- Air pollution
- Climate change
- Environmentally friendly product packaging development and design
- Operational waste management

- Power all facilities with 100% renewable electricity by 2027
- Become carbon neutral for Scopes 1 and 2 at all of Stryker's facilities by 2030
- Committed to science-based targets



Good business Doing business the right way

We are committed to helping customers improve patient outcomes and growing responsibly by pursuing quality and integrity in everything we do.

- Ethics, compliance, anticorruption and antitrust
- Information security and privacy, intellectual property and cybersecurity
- Product safety and quality
- Responsible sourcing and human rights
- Supply chain transparency and diversity
- Transparency and stakeholder engagement

- Engage 85% of our direct suppliers (by spend) on environmental, human rights and ethical performance by 2027
- Maintain oversight of CR by the Board of Directors

Pillars

Priority topics

Key commitments



Better healthcare

Kelly Ritchie,
Clinical Specialist

Stryker aims to make healthcare better—for the healthcare customers we serve, professionals who use our products and patients receiving care. We leverage market insights to better understand and create value for the people we impact.

To deliver on our mission, Stryker continually adapts to the ever-changing healthcare environment. Digitization is disrupting the industry, providing opportunities for us to help healthcare professionals use technology to manage complexity and reduce cognitive burdens. Growing global demand and a shift from inpatient to outpatient care is creating new demand for our products in different care settings.

Stryker is investing in innovation and acquisitions that allow us to meet these evolving needs. At the same time, many aspects of our approach remain constant, including a focus on health equity, an emphasis on educating the next generation of healthcare professionals and a steadfast commitment to quality in all we do.



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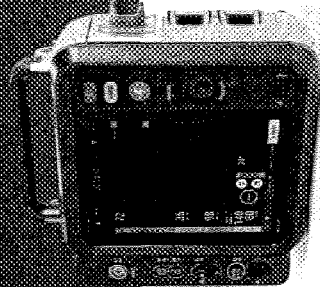
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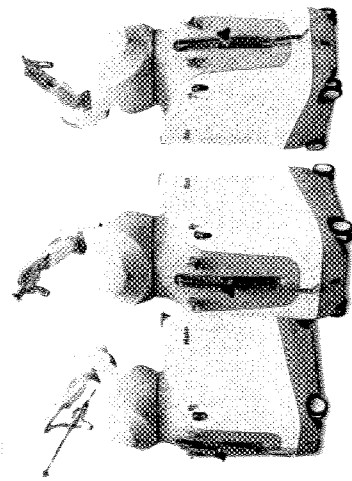
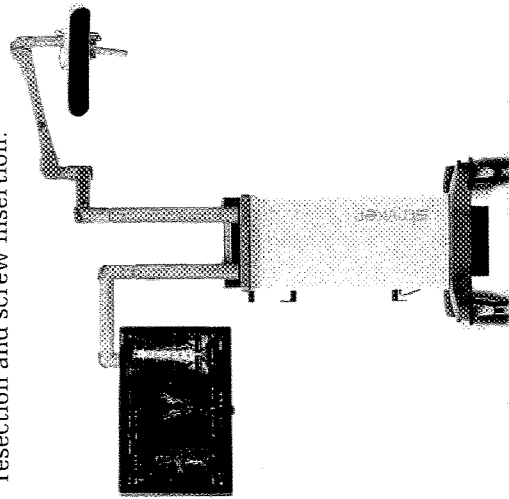
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Healthcare innovation



- Our latest Spine Guidance 5 Software is designed to help surgeons plan and execute complex spinal procedures. Features include automatic screw suggestion, rod visualization and alert zone notifications that include audible and tactile feedback to help guide the surgeon's movement during bone resection and screw insertion.
- In 2024, Stryker completed the acquisition of care.ai, whose platform and sensors enable a variety of artificial intelligence-enabled workflows, allowing caregivers to spend more time with patients. This technology will one day integrate with our Clinical Communication and Workflow platform and many other Stryker devices, helping deliver Dynamic Clinical Workflow solutions that further enable a smarter continuum of care.



- With over 18+ years of experience and more than 1.5 million procedures³ performed across 45 countries globally, Mako SmartRobotics has demonstrated enhanced outcomes, such as shorter recovery times and less pain, for total hip, partial knee and total knee patients when compared to manual surgery.^{4,5,6}

Internal research and development (R&D) is an important part of how we innovate. Stryker's R&D Fellows program recognizes our most esteemed technical leaders whose impactful innovations have meaningfully advanced Stryker's mission to make healthcare better. In 2024, the company welcomed three new Distinguished R&D Fellows and 10 Technical R&D Fellows. We are also driving innovation suited to local markets with centers of excellence such as Stryker's Global Technology Center in Gurugram, India, and an R&D Lab in Brisbane, Australia.

For more than a decade, mergers and acquisitions have also been a critical part of Stryker's growth strategy. The company has completed 60 acquisitions since 2014, and seven in 2024 alone. Inorganic innovation supports our company strategy and complements the work of our R&D Teams to strengthen our portfolio and deliver on our mission.

Investing in advanced digital healthcare

Stryker has an enterprise-wide focus on integrating digital features and other enabling technologies into our products, that can help improve outcomes and create value for customers and patients. Examples of this innovation from across our portfolio include:

Healthcare innovation (continued)

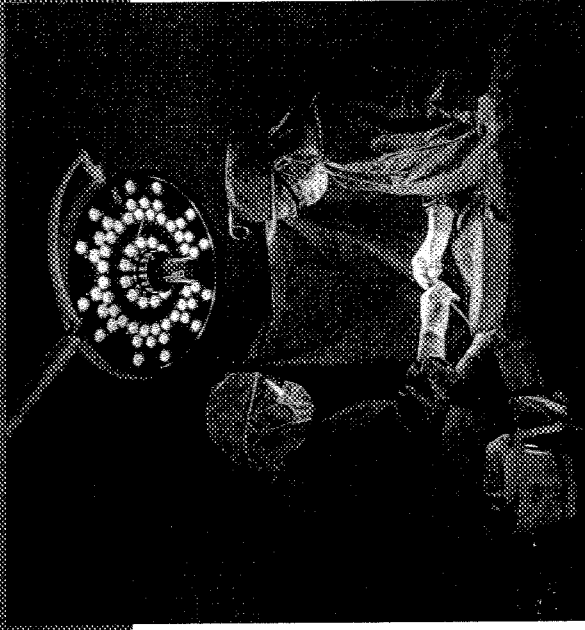
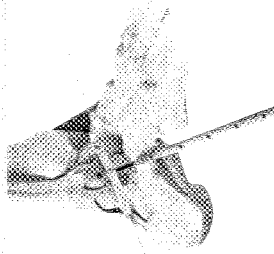
Responding to evolving sites of care

Around the world, people are staying active as they age. And post-pandemic, more people are opting for elective surgeries. The rising number of elective surgeries, coupled with a shift toward performing these procedures in ambulatory surgical center (ASCs), is reshaping the landscape of care delivery. Today, there are more than 6,300 Medicare-certified ASCs in the United States, and ASCs are being constructed at a ratio of 7 to 1 when compared to traditional hospitals.^{7,8}

ASCs are highly specialized facilities, focused on specific types of procedures, such as orthopaedic surgeries. This specialization enables them to handle a high volume of cases efficiently, improving patient throughput and allowing more people to receive care in a timely manner. Stryker understands the unique needs of ASCs and offers solutions suited to this emerging care setting, including:

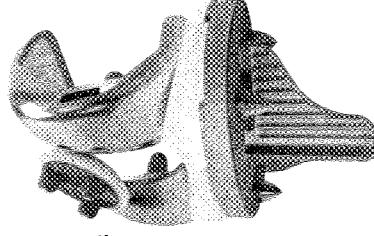
- **The Artelon FlexBand Systems** come in single-use, sterile blister packs, providing a complete set of tools and implants. For ASCs, where efficiency, safety and cost-effectiveness are paramount, sterile-packed solutions can be beneficial. They help streamline operating room (OR) workflows by reducing setup time, minimizing instrument clutter and reducing the need for in-house sterilization. This helps save on both time and resources while reducing the risk of contamination.

Designed to support the growing volume of elective soft tissue procedures in ASCs, these kits also feature the Artelon differentiated synthetic technology. This technology is designed to load share with native tissue. Load sharing may support induction of regenerative biological signaling. With convenience, reliability, and innovation in one package, the Artelon FlexBand Systems align with the evolving needs of modern ASCs.



- **The Mild procedure**, created by Vertos Medical, provides a minimally invasive treatment option for patients with lumbar spinal stenosis who are not receiving adequate relief from conservative therapies. Stryker's acquisition of Vertos Medical strengthens our Interventional Spine Business, further enhancing our focus on advanced pain procedures.

- **The Triathlon Cementless primary knee implant** incorporates the same design as the trusted Triathlon brand⁹ without the need for cement. The Triathlon Cementless knee implant has demonstrated improved patient satisfaction^{10,11} than cemented knees and allows for enhanced operational efficiencies including OR time savings^{10,12} and elimination of cost storage and cement mixers¹³ that can be beneficial to the ASC setting.





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Advancing education

Worldwide, healthcare systems are evolving. Advances in technology are making novel treatments and procedures an option for people in many parts of the world—while others are at risk of being left behind. At the same time, we're seeing increased focus on controlling healthcare costs from payers, including governments and insurers.

Advancing healthcare access

Stryker's Global Government Affairs and Market Access (GAMA) organization is designed to navigate the intricacies of government policies, reimbursement systems and market access challenges across the globe. By advocating for patients, supporting healthcare providers and working to streamline market access, GAMA helps make innovative medical technologies available to those who need them most. For example, Stryker recently successfully advocated for increased availability of automated external defibrillators (AEDs) at schools in the state of Michigan—a development that will help keep children safe.

Supporting medical education

As new procedures and products become available, healthcare professionals' knowledge must keep up. Recent highlights from Stryker's medical education programs include:

- **Onsite training**—We continue to focus on hands-on training at our company-owned lab facilities and local institutions. Many of our facilities saw record levels of in-person participation in 2024.
- **Virtual training**—We have enhanced our virtual training opportunities through the deployment of new learning management systems, technology to support live surgeries and options for virtual surgical observations. We have also increased the amount of online learning available, including new Mako on-demand courses.
- **Mobile labs**—Stryker had 657 mobile lab stops in 2024. Mobile labs put the latest advancements in Stryker's portfolio in reach of more people, including those in rural and remote locations, while reducing the need for busy executives and clinicians to travel.



Engaging women in orthopaedics

Women remain significantly underrepresented among orthopaedic surgeons. To identify and advance qualified women into the orthopaedics field, Stryker supports organizations including the Ruth Jackson Orthopaedic Society, Women in Arthroplasty, the Orthopaedic Diversity Leadership Consortium and Women Orthopaedist Global Outreach, all of which work to develop skills and drive more women into this important field.



Learn more about Stryker's efforts around medical education and healthcare access and affordability in Stryker's Corporate Responsibility reports and resources.



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Product quality and safety

Stryker's Quality Policy guides our approach to product quality, promoting that our healthcare solutions meet or exceed safety, efficacy and efficiency standards.

Our global design and manufacturing sites hold International Organization for Standardization (ISO) 13485:2016 certification for medical devices and meet numerous other relevant standards. These certifications play a pivotal role in shaping our product design, manufacturing and distribution processes. Dedicated teams ensure that products and solutions obtained via acquisition meet our quality standards.

Stryker undergoes rigorous independent assessments for quality, including 192 external quality audits in 2024. Covering our design, manufacturing, logistics and distribution sites, these audits ensure that our operations consistently meet industry

standards. Alongside external evaluations, Stryker also conducted 386 independent internal quality audits in 2024. The insights gained from these assessments drive continuous improvement.

Quality management metrics

Recalls reported to the U.S. Food and Drug Administration (FDA)

	2022	2023	2024
Number of FDA Class I recalls	—	—	—
Number of FDA Class II recalls*	27	35	36
Number of FDA Class III recalls	2	—	—
Recalls pending classification	—	0	4

Normalized by revenue

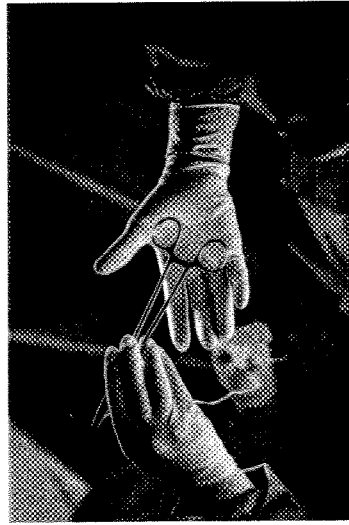
Recalls reported to U.S. FDA per billion dollars in revenue	1.6	1.6	1.8
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U.S. FDA Warning Letters

FDA Warning Letters received	—	—	—
FDA Warning Letters resolved	—	—	—

Audits and inspections

Number of audits/inspections by external entities (e.g., worldwide regulatory agencies, notified bodies)	181	191	189
Average findings per audit	0.7	0.8	0.6
Number of FDA inspections	5	7	14
Average observations per FDA inspection	—	0.4	0.3
Number of corporate quality audits conducted	23	35	31



*Reportability was changed on two 2023 recalls after input from FDA.

Product quality and safety (continued)

Quality training

We require all employees to complete quality-related training applicable to their roles, using self-paced reading, web-based training and in-person training as required. When procedures change, we retrain employees as needed.

Quality monitoring

Stryker's quality processes are supported by a robust quality data program that includes key process indicators for different dimensions of quality. The data we collect guides us in managing day-to-day quality activities and is regularly reviewed with executive leadership.

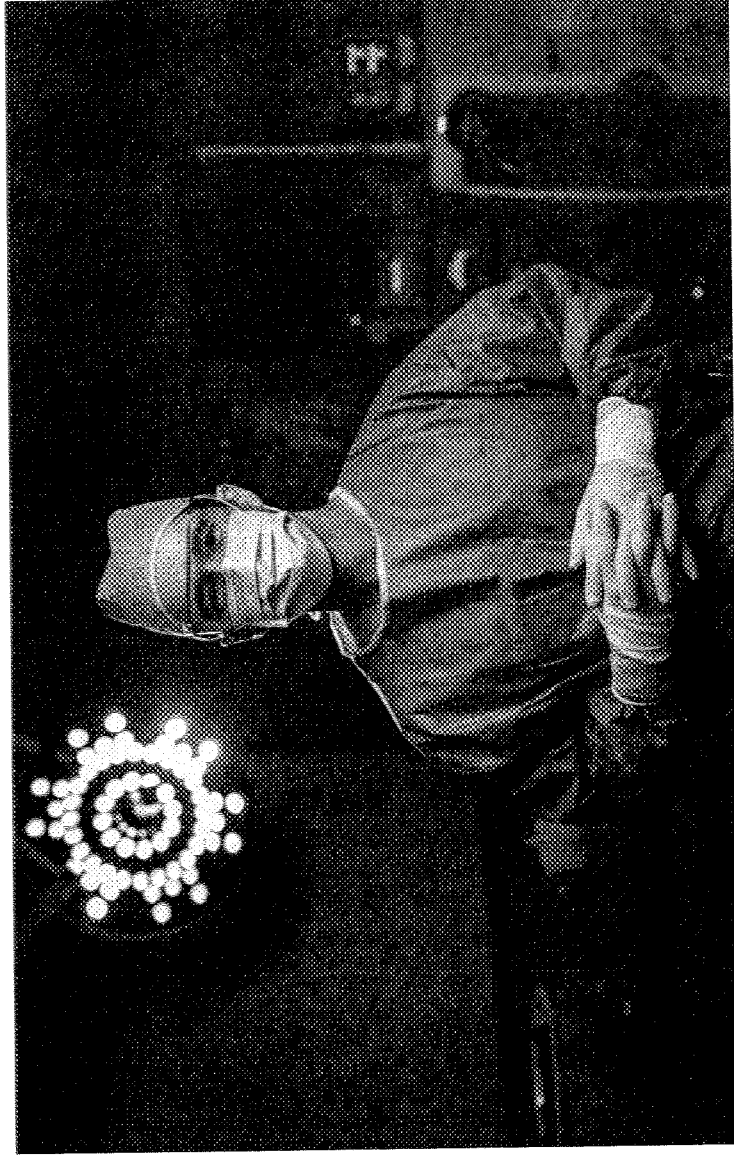
Designing for quality

We have dedicated Quality Teams working throughout the new product development process to challenge assumptions and drive high standards for product validations. These teams partner with our Design Engineering Teams to instill our quality culture into the product lifecycle. They analyze the risks of health and safety impacts for our products and assess them for improvements. We also take feedback from current-generation products to R&D Teams to improve next-generation designs.

Ensuring product security and trust

Stryker is committed to ensuring the security and safety of our medical devices through a proactive approach to product security. Our dedicated Product Security Team integrates security measures throughout the product lifecycle, from design and development to deployment and maintenance. We collaborate closely with suppliers, industry partners and

regulatory authorities to address emerging threats, safeguard sensitive data and maintain compliance with industry standards such as FDA cybersecurity guidelines for medical devices, as well as industry standards like ISO 13485 and International Electrotechnical Commission 62304. Learn more about our commitment to [product security](#).



Continuous improvement

Stryker uses an industry-leading Corrective and Preventive Action (CAPA) program to drive continuous improvement. This program follows a rigorous process to determine the root causes of defects and develop improvement plans to help eliminate recurrence. One vital input to our program is post-market surveillance, where we evaluate customer-reported issues. This information feeds into our CAPA system, providing a feedback loop directly from customers into future product and process designs.

Clinical trials

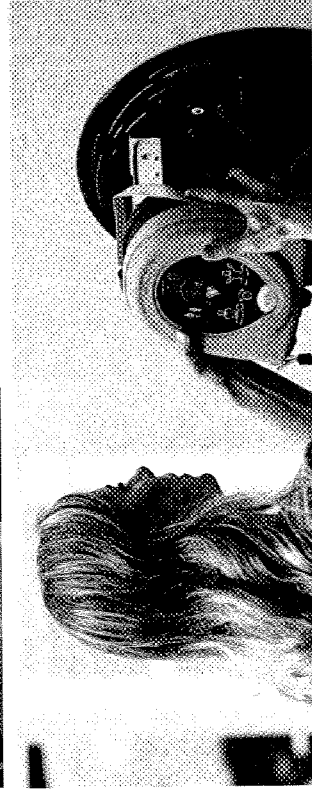
To generate data and establish evidence on the safety and efficacy of our products in humans, Stryker's Clinical Teams conduct and oversee clinical trials, including Stryker-sponsored and investigator-initiated studies. We conduct clinical trials in line with specific business needs by division and product family. Our clinical trials follow all divisional, corporate clinical and company policies, as well as applicable regional regulations.

Stryker's clinical trials comply with Good Clinical Practice (GCP), the international

ethical and scientific quality standard for human subject trials. In addition to clinical trial data credibility, compliance with GCP provides assurance that the rights, safety and wellbeing of trial participants are protected according to principles derived from the Declaration of Helsinki. Clinical trials also comply with other applicable standards by geography.

Stryker remains committed to updating our clinical procedures and policies in line with regulatory requirements, ensuring high-quality evidence through both clinical studies and real-world data. Guided by evolving regulations, we plan to design and conduct clinical studies with broader patient participation.

Moreover, our continued advocacy efforts on the regulatory front, coupled with cross-industry collaboration, will help drive representative enrollment in clinical trials, ultimately leading to meaningful improvements in patient care.



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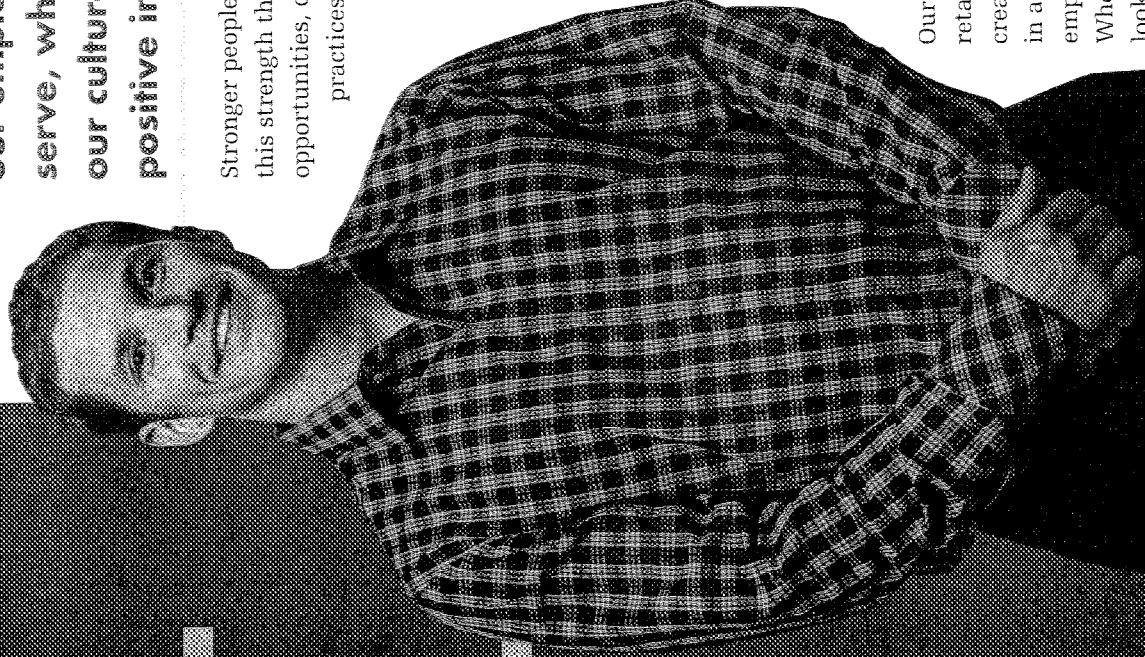


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Stronger people



Mark Larson,
Senior Machine Shop Manager

People are the heart of our company and core to our mission. We are committed to our employees and the communities we serve, who together form the foundation of our culture and fuel our efforts to make a positive impact on the healthcare industry.

Stronger people make a stronger culture, and Stryker works to foster this strength through our inclusion initiatives, career development opportunities, commitment to environment, health and safety (EHS) practices and work we do to improve lives in our communities.

These efforts help build our culture—a core part of our overall company story. Our mission and values tell the story of why we exist and what we believe, our company strategy tells the story of where we are going and how we will get there, and the following culture statements, introduced in 2024, describe how we get things done.

- **Purpose:** Customers and patients are at the heart of what we do
- **Talent:** We value our diverse strengths
- **Relationships:** We care for each other and collaborate to win
- **Growth:** We're passionately driven to deliver

Our success depends on our ability to attract and retain the best talent. To do so, we continue to focus on creating and maintaining a great workplace. We believe in attracting the right people, maintaining and building employee engagement and developing our employees. When people are able to do what they do best, they will look forward to coming to work and, in turn, will deliver great business results.



Career development

We proudly live our values, one of which is to grow talent. Through leadership and employee development, and by listening to the various points of view of our employees, we have maintained our reputation as a great place to work. In 2024, we built upon the foundation of our Talent Offense—a comprehensive approach to attract, engage, align and develop talent—to enhance development and goal setting, prepare leaders for critical and evolving roles and expand opportunities to help employees advance their careers.



Fostering leadership at every level

Since 2014, our Leadership Expectations have provided common language for our team on what good leadership looks like at every level of the organization. They describe the behaviors that drive our success, deliver on our mission and strategy and build a culture that focuses on our purpose, talent, relationships and growth. Since creating our Leadership Expectations, our business has doubled in size, and the external environment has changed dramatically. In response, we refreshed our Leadership Expectations in 2024 to align with our culture statements and help ensure we focus on what matters most for employees and leaders today.



Our updated Leadership Expectations ask our leaders to:



**Lead from
our mission**

by designing the future with our customers and patients in mind.



**Win
together**

by collaborating to accelerate innovation and global growth.



**Develop
people**

by investing in everyone to help them reach their full potential.



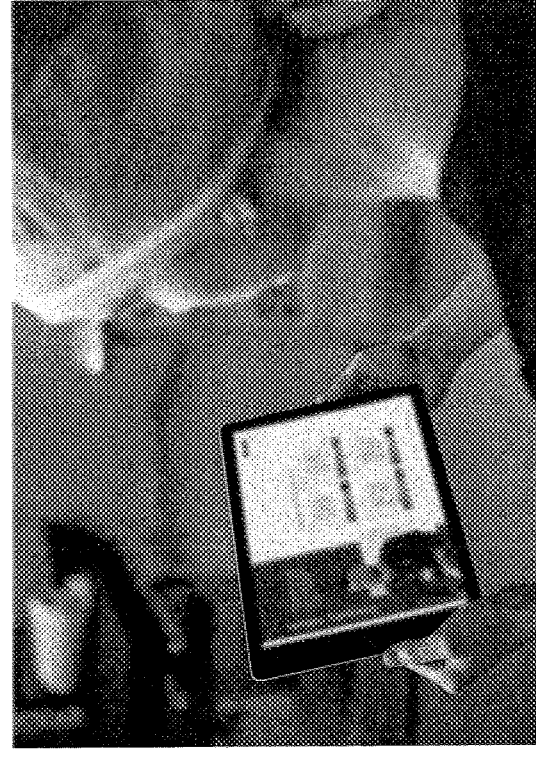
**Make growth
happen**

by delivering exceptional results in a sustainable way.

We provide specific examples of how to embody these Leadership Expectations based on different roles in the organization, whether an employee leads an organization, a practice or process, other leaders or employees or themselves. Every leader at every level adds value and paves the way for our future success.

Developing goals that matter

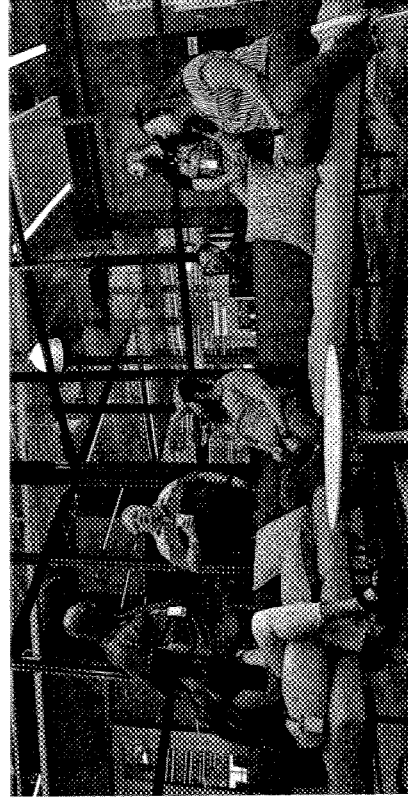
Professional growth happens at Stryker in a variety of ways. Individuals set goals for performance, Leadership Expectations and individual development, using Workday as a centralized tool where employees and managers can collaborate and measure progress. In 2024, we evolved our goal-setting process to align with our updated Leadership Expectations. In parallel with this process, our Human Resources Team has created comprehensive support materials to help people understand best practices of goal writing and evaluation, providing a clear roadmap for how to learn, grow and advance at Stryker.



Beyond annual performance reviews, we encourage open dialogue by offering two formal manager-employee progress check-ins each year, to ensure there is clear understanding of expectations, performance progress and opportunities for growth. Additionally, Stryker has more than 330 employees trained to coach other employees on career development.

Taking the pulse

Employee surveys also provide valuable insights that managers can use to inform development conversations. More than 40,000 employees participated in our latest pulse survey, which focused on psychological safety, inclusion, career and overall wellbeing. In our annual pulse survey, 80 percent reported having meaningful development discussions with their managers. In addition, we saw a notable improvement in employees reporting that they feel managers care about their wellbeing.



Growing participation in career development

In 2024, we launched and expanded five key employee development programs, including:

Impact from the Core

A program to enable Managers and Senior Managers to lead through change, create psychological safety on their teams, navigate paradoxes and build their self-awareness

280 participants globally

Grow-on-the-Go

A new mobile app to support professional development

1,600 participants globally

Big Think

Developing leaders through a partnership with the Big Think platform and Stryker's leaders

530+ employees have completed the program; 670 more currently enrolled

Business Acumen

A program leveraging an interactive simulation to bring to life the challenges of setting a strategy, balancing priorities, allocating resources and delivering on key metrics to drive overall business success

100 people in first global cohort

PEAK Commercial Leader program

A development journey designed to provide leaders with a high impact, personalized learning experience

25 senior leaders participated over nine-month period



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Diversity, equity and inclusion

We are united by our mission and strengthened by our culture. Our employees' diverse strengths, experiences and perspectives are essential for driving innovation and making healthcare better. By caring for each other, we foster an inclusive workplace where everyone feels seen, heard and valued.

Our commitment to DE&I

We remain committed to strengthening the diversity of our workforce, advancing a culture of inclusion and growth. We believe that diverse perspectives help drive innovation, engagement and a strong culture.

Representation data: Gender (global)

	2023	2024
Overall		
Women	38.1%	38.5%
Men	61.4%	61.1%
Not disclosed	0.5%	0.4%
Team members		
Women	39.0%	39.3%
Men	60.4%	60.2%
Not disclosed	0.6%	0.5%
Managers and Directors		
Women	35.3%	36.0%
Men	64.4%	63.7%
Not disclosed	0.3%	0.3%

	2023	2024
Vice Presidents and above		
Women	30.9%	31.1%
Men	69.1%	68.9%
Not disclosed	—	—
Board*		
Women	40.0%	50.0%
Men	60.0%	50.0%
Not disclosed	—	—

*Calculated on the day the directors were elected at the annual shareholders' meeting in 2023 and 2024.

Diversity, equity and inclusion (continued)

Representation data: Race/ethnicity (U.S. only)*

	2023	2024
Overall		
White	68.7%	68.3%
Hispanic or Latino/a	10.9%	10.9%
Black or African American	6.3%	6.1%
Asian	7.6%	7.7%
Additional races/ethnicities**	3.1%	3.3%
Blank/unspecified	3.4%	3.7%
Team members		
White	66.7%	66.5%
Hispanic or Latino/a	12.7%	12.9%
Black or African American	7.4%	7.4%
Asian	6.4%	6.3%
Additional races/ethnicities**	3.6%	3.7%
Blank/unspecified	3.2%	3.2%
Managers and Directors		
White	74.3%	73.0%
Hispanic or Latino/a	5.7%	5.6%
Black or African American	2.9%	2.7%
Asian	11.3%	11.8%
Additional races/ethnicities**	1.9%	2.1%
Blank/unspecified	3.9%	4.8%



	2023	2024
Vice Presidents and above		
White	82.4%	83.1%
Hispanic or Latino/a	1.5%	0.9%
Black or African American	1.9%	1.9%
Asian	7.8%	7.5%
Additional races/ethnicities**	1.0%	0.9%
Blank/unspecified	5.4%	5.7%
Board***		
White	50.0%	60.0%
Hispanic or Latino/a	—	—
Black or African American	20.0%	20.0%
Asian	30.0%	20.0%
Additional races/ethnicities**	—	—
Blank/unspecified	—	—

*This data does not include Puerto Rico.

**Includes American Indian, Native Alaskan, Pacific Islander and two or more races.

***Calculated on the day the directors were elected at the annual shareholders' meeting in 2023 and 2024.

Tapping into homegrown talent

In Kalamazoo, Michigan, our efforts to expand access and invest in local talent are paying off. In 2024, our investments in the Career Right Here program came full circle when Higher Promise interns who came to Stryker through the program became full-time hires. Additionally, we engaged more than 200 students through Stryker Day, a program designed to introduce middle and high school students to career possibilities in medical technology.



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Appendix



Environment, health and safety

Stryker is committed to a safe and sustainable future. Guided by core values, Stryker's business is conducted in a way that is protective of the health, safety and wellbeing of our people, those working on our behalf, our customers, the environment and our communities.

Our EHS management system elevates our organizational success by focusing on people and protecting the environment. The system has established standards that we implement across our organization, and this helps foster a culture of responsibility, continuous improvement and accountability that is at the core of our business.

EHS governance and policies

In 2024, we issued a new Global EHS Policy, which outlines the long-term direction and commitment of the company to support and continually improve EHS performance.

Our EHS Leadership Team has also continued to develop and operationalize EHS Management and Technical Standards tailored to our risk profile and aligned with International Organization for Standardization (ISO) 14001 and ISO 45001 management systems. Our Global EHS Leadership Team oversees execution of these standards, and a designated owner is identified for each, which helps

Our EHS strategic framework is grounded in four essential pillars:

People

Promoting the safety, health and wellbeing of all people in the work environment



Engagement

Leadership empowering teams to own and drive excellence in EHS



Compliance

Reaching beyond compliance in EHS and operational efficiency



Agility

Building capability for sustained growth and asset protection and development



Together, we are committed to a safe and sustainable future.

ensure implementation at the facility level.

We continue to expand and strengthen our EHS model with expertise in process safety, industrial hygiene, radiation physics, combustible dust hazards and other domains.

EHS Risk Assessment is a fundamental part of our safe workplace, and in 2024 we have seen the benefits of a concerted effort to focus and reduce risk associated with fire safety. We will continue to focus on this fundamental program in 2025 to lower incident rates, enhance compliance with regulations and continue to build upon our strong safety culture.





Environment, health and safety (continued)

Safety performance across our facilities

Prevention of illness and injury is paramount to all EHS efforts, and we continue to strive to eliminate hazards from our facilities and improve our EHS culture. We engage site leaders and local EHS committees to implement our risk management strategies and continually improve our safety culture and performance. The risk management plan systematically identifies, assesses, prioritizes, mitigates and monitors potential risks and uncertainties that could impact our employee safety.

In 2024 we achieved the following:

- Annual Global Safety Month reached manufacturing, commercial, distribution and field employees.
 - Monthly EHS Leadership Forums were conducted to highlight outstanding performance and opportunities for improvement.
 - We supported year-round efforts, including CPR training and workplace walkthroughs.
 - We increased focus on safety observations as a leading indicator.
- In addition to these initiatives, we continued to strengthen our risk management program, as well as our injury investigation and

reporting process. We focused on leading indicators for EHS performance, such as the closure of safety observations and hazard identification, which are critical to addressing potentially unsafe conditions. We also continued to measure lagging indicators, including recordable injury rate and lost time injury rate.

Focus on our key risk areas

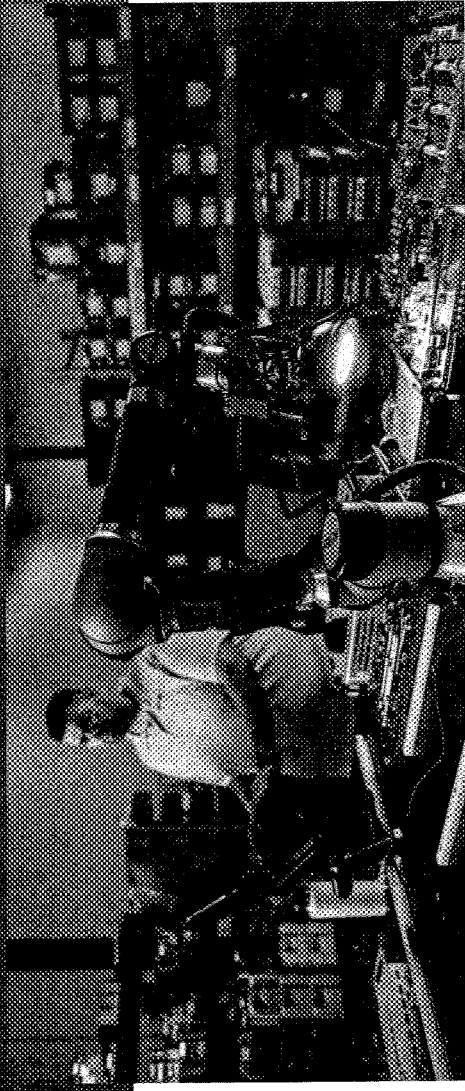
As a leader in selling imaging, medical and other supportive technologies, Stryker is dedicated to ensuring the safety of customers and other individuals who encounter radiation emitting equipment. Our Radiation Safety program is based on As Low As Reasonably Achievable (ALARA) principles, a radiation safety principle based on the minimization of exposure to ionizing radiation. In addition, we educate X-ray equipment operators, lab managers and our sales force on safe practices for radiation

technology and the importance of data registration and monitoring.

In 2024, Stryker focused on other key safety improvements and initiatives, informed by third-party expertise, to ensure a comprehensive review of operational risk.

Key additions to our safety practices include:

- Risk hazard assessment standard
- Combustible dust standard
- Contractor safety standard
- Blood borne pathogens and other potentially infectious materials standard
- Driver safety standard





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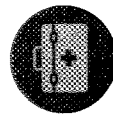
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Stryker 2024 Comprehensive Report

Communities

In 2024, Stryker's employees continued to drive our company-wide passion for improving the lives of others. We deepened our signature partnerships and investments in our local communities while forging new initiatives to deliver support where it is most needed.

We envision a society where every person feels they belong and can reach their full potential, regardless of their race, identity or area code. Stryker's social impact strategy is guided by four areas of focus, all viewed through the lens of equity:



Advancing healthcare

Provide access to safe, timely healthcare to underresourced groups



Improving environmental health

Tackle global and local sustainability challenges



Supporting education

Help public education prepare every child to achieve their potential



Enriching community culture

Connect, strengthen and empower people and communities



Giving back in Michigan

As the city where Dr. Homer Stryker founded our company in 1941, we remain committed to investing in Kalamazoo as a vibrant place to live, work and play. In 2024, we provided support to local nonprofits, including YWCA Kalamazoo, Big Brothers Big Sisters of Southwest Michigan, Kalamazoo Nature Center and more.

Employees driving impact

Employees have always been key contributors to our social impact efforts, and we amplify their generosity through company giving and volunteering programs. Their involvement not only delivers value to the nonprofits we support but helps support employee engagement and retention.

Our impact in 2024

\$11.3M donated through our giving and volunteering platform, Impact

11,000+ employee donors and volunteers

35,000+ hours volunteered

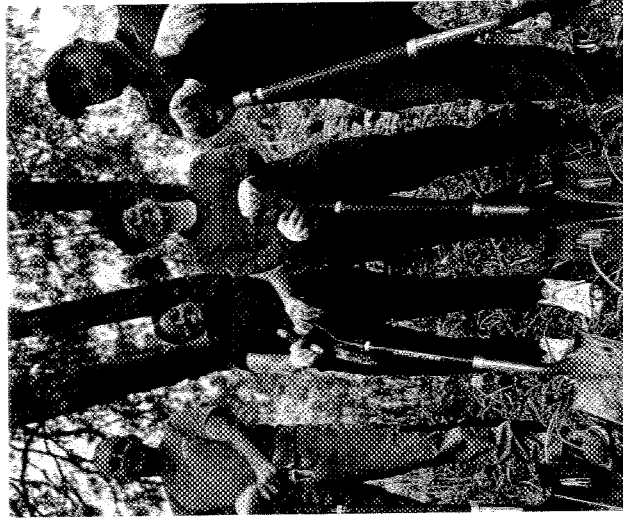
5,700 total nonprofits supported

Kalamazoo Regional Educational Service Agency (KRESA)—a local cornerstone of the community—provides high-quality educational and career readiness experiences for youth across Southwest Michigan. Stryker supports MiCareerQuest, an interactive career exploration event programmed by KRESA, in which more than 5,000 students participate each year to learn about careers in science, technology, engineering and mathematics (STEM).

Communities (continued)

In 2024, we saw a significant increase in employees engaging with Impact, our global giving and volunteering platform. The number of participants grew from 6,900 to 11,200 between 2023 and 2024, while the number of hours volunteered also increased from 22,500 to 35,800—thanks in part to two new programs that have enhanced employees' engagement and ability to give back:

- **Impact 101**, a rewards-based campaign, through which the company adds reward dollars to each employee's "Impact account," allows individuals to then decide where to donate these funds.
- Our **Global Volunteer Network** was launched in 2023 to help employees organize their own volunteer opportunities. The Network includes members who volunteer strategy and guide goal setting and training, as well as planning and hosting events. The Global Volunteer Network works with Visit.org, a signature partner, to provide a range of volunteer opportunities globally. For example, in 2024, Stryker's employees packed hygiene kits and engaged youth in Costa Rica, created care packages for hospitalized children and supported the conservation of local bee populations, all within our giving and volunteering focus areas.



Aligning our DE&I strategy with our volunteering

Stryker's Employee Resource Groups (ERGs) are deeply integrated in our volunteering and giving efforts. Through our ERG Social Impact Ambassador network, which launched in 2024, representatives meet quarterly to identify key causes, plan giving or fundraising opportunities, and undertake volunteering opportunities on Impact, our global giving and volunteering platform.



Communities (continued)

Driving impact with signature partners

Stryker's social impact work aims to advance healthcare, support education, improve environmental health and foster community culture. As part of these efforts, we fund a curated group of signature partners and invite employees to support them as well. These valued partners, whose work aligns with both our social impact strategy and company mission to make healthcare better through giving and volunteering, are:

Operation Smile



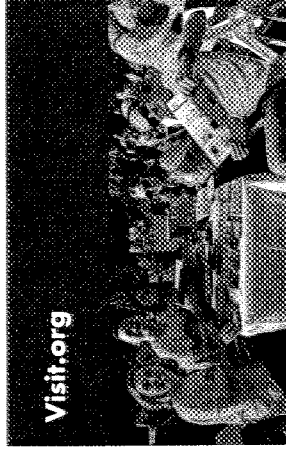
Project C.U.R.E.



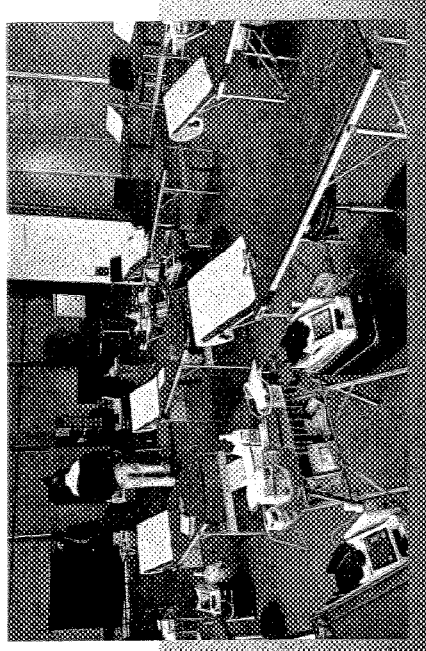
Red Cross



Visit.org



Dr. Lorna Breen Heroes' Foundation



Supporting relief efforts as a Red Cross Annual Disaster Giving Program (ADGP) member

Stryker's humanitarian relief strategy is rooted in the safety and wellbeing of our employees and communities, and we support those impacted by disaster through our partnership with the Red Cross. We are a member of the Red Cross ADGP, providing an annual donation that helps enable the Red Cross not only to respond immediately to disasters around the world, but also proactively prepare before a crisis strikes.

Through this partnership, our employees are able to get involved in their communities through organized blood drives, emergency preparedness training and other community initiatives. Additionally, employees amplify our giving by supporting humanitarian relief through Impact.

Healthier planet

Operating more efficiently—by reducing energy, materials, process complexity and operating costs—benefits Stryker's business. It also helps us meet our environmental sustainability goals.

As a major player in the medical device and equipment supply chain, Stryker's actions to protect the environment are of interest to many stakeholders. Each year, we see a growing interest from customers and investors around what we're doing to reduce our footprint. We know that future talent and current employees alike take pride in working for a company that sets sustainability goals and steps up to achieve them. For all of these stakeholders and our planet, we're proud to share our progress in 2024.

Vini Mihill and daughter
Lead Analyst



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Stryker 2024 Comprehensive Report



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Operational carbon emissions

We remain committed to making progress on carbon emissions reduction, with the long-term goal for Stryker's facilities to be carbon neutral (Scope 1 and 2) by 2030. As of the end of 2023, we exceeded our interim 2024 goal for emissions reduction, due primarily to our strategic investments in energy efficiency and renewable energy.

Eight of our sites are International Organization for Standardization (ISO) certified and have undergone environmental assessments or certification procedures.

In 2024, Stryker strengthened our processes to drive completeness and accuracy of our reported data, and, for the first time, we solicited and received third-party limited assurance. Given regulatory requirements and investor requests with respect to transparency into our reporting processes and data, receiving limited assurance from an external auditor helps Stryker report on our progress with confidence in the accuracy of our claims.

For more information on our greenhouse gas emissions and energy consumption, please see our 2023 environmental performance data and assurance certificate in the [Appendix](#).

Installing renewable energy

In 2024, Stryker added new renewable procurement contracts at three sites and new onsite solar installations at our St. Leonards, Australia, and Venlo, Netherlands, sites. 2024 was the first year we had a full 12 months of production from the North American virtual power purchase agreement (VPPA) we signed with Orsted, which projects to cover roughly 70 percent¹⁵ of electricity use at our facilities in North America. We expect this to greatly expand our renewable electricity usage in 2024. We are pursuing strategies to remain on track to meet our 2027 100 percent renewable goal.

Progress toward our operational carbon emissions goals¹⁴



Goal

Reduce Scope 1 and 2 carbon emissions by 20% by 2024 and become carbon neutral for Stryker's facilities by 2030 (compared to a 2019 baseline)¹⁴



Progress

32% emissions reduction of total Scope 1 and Scope 2 footprint as of the end of 2023

Power all facilities with 100% renewable electricity by 2027

45% used 45 percent renewable electricity to power facilities worldwide

Operational carbon emissions
(continued)

Stryker locations*

- Hydroelectric procurement
- Wind procurement
- Onsite solar
- Renewable procurement mix

Australia



- St. Leonards

Mainland China



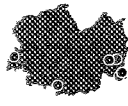
- Changzhou
- Suzhou
- Changzhou

France



- Brest
- Gestas
- Grenoble
- Montbonnot
- Pusignan

Germany



- Freiburg
- Duisburg
- Freiburg
- Kiel
- Stetten
- Tuttingen

Mexico



- Tijuana

Netherlands



- Venlo
- Venlo

Switzerland



- Selzach

United Kingdom



- Newbury
- Belfast

United States



- Arlington, TN
- Flower Mound, TX
- Mahwah, NJ

Improving energy efficiency

Stryker continues to identify and execute on more efficient approaches to electricity, heating, ventilation and air conditioning. Recent projects include:

Combined heat and power installation

Arroyo, Puerto Rico
16,500 MWh of electricity will be saved annually

Reuse steam energy in production process

Cary, Illinois
1,490 MWh of electricity will be saved annually

Enhanced roof and building insulation

Tuttingen, Germany and Montbonnot, France
450 MWh of electricity will be saved annually

LED lighting upgrades

Phoenix, Arizona
122 MWh of electricity will be saved annually

*As of 12/31/24. Our 2024 carbon data will be verified in 2025.



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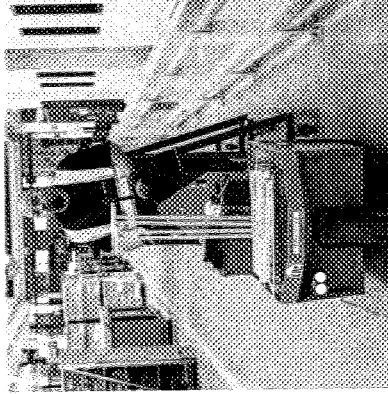
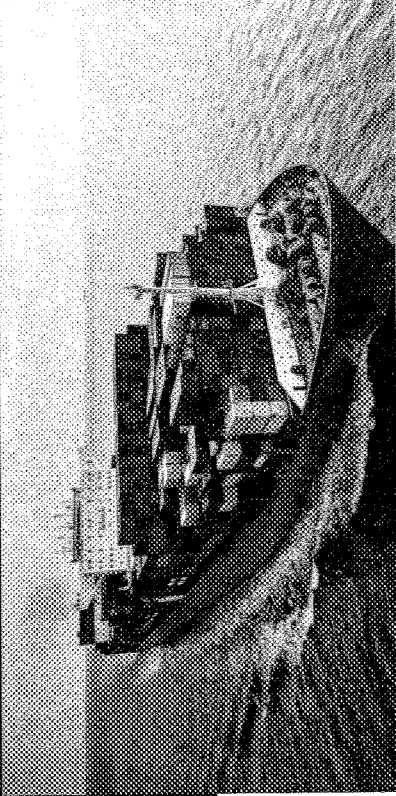


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Value chain carbon emissions

The majority of Stryker's carbon footprint is found in Scope 3 emissions, which includes our supply chain, transportation, logistics and product use, among other categories. In late 2023, Stryker signed a commitment letter to the Science Based Targets initiative (SBTi), signaling our intent to set a science-based target within two years. Throughout 2024, we focused on refining our Scope 3 data and we are assessing the viability of submitting an SBTi target in 2025. In 2024, we established a Value Chain Carbon Emissions Steering Committee to develop our Scope 3 strategy, focusing on data pre-assurance processes and controls, onboarding a new Scope 3 data platform and creating a supplier engagement roadmap. We also teamed up with Kaiser Permanente and Vizient to launch the Collaborative for Healthcare Action to Reduce MedTech Emissions (CHARME) collaborative. Together with health systems, medical device and equipment suppliers, distributors, group purchasing organizations, and other key industry stakeholders, we'll explore a roadmap to reduce emissions through product innovation, product durability, reprocessed single-use devices and renewable energy.





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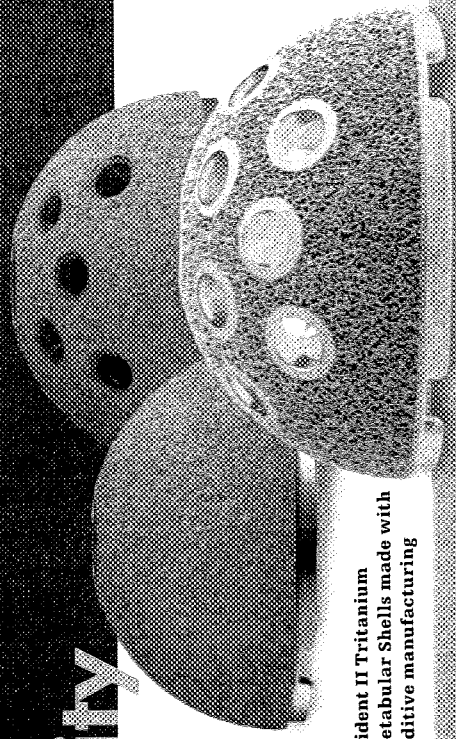


Appendix

Design for sustainability

As a supplier to health systems around the world, Stryker strives to incorporate sustainable design into our products and packaging, which helps our customers address their value chain impacts. In 2024, we refined our sustainable design framework to align with four priorities:

- Selecting materials and process
- Optimizing lifecycles
- Lightweighting
- Reducing disposal



Trident II Titanium
Acetabular Shells made with
additive manufacturing

The following examples highlight how we apply these priorities across our products.

Selecting materials and processes

Advanced manufacturing processes allow us to use less energy and create less waste.¹⁶ For example, additive manufacturing (AM), also known as 3D printing, uses computer-aided design software to create objects one layer at a time. We recently conducted a lifecycle assessment (LCA) comparing one version of our Trident II acetabular shell made with AM with another made by forging. The acetabular shell made with AM was shown to have a lower environmental impact due to reduced raw material and energy usage versus the similar forged product.¹⁷

Other state-of-the-art processes we're leveraging include Low Pressure Metal Injection Molding, a proprietary technique that streamlines the production of intricate metal components, reducing material usage and environmental impact compared to traditional foundry methods.¹⁸ Our Knee Business uses this technique to manufacture the Triathlon Pro PS femoral component, for which it won Stryker's internal 2024 Design for Environmental Sustainability Award.

Optimizing lifecycles

By making products modular, we make it easier for customers to replace only the components they need. We've also designed selected products for refurbishment and reuse. Stryker offers capital product take-back through various Certified Preowned (CPO) programs. Our Medical, Instruments and Endoscopy Divisions have established CPO programs that revitalize products and reintroduce them into the market. This approach minimizes waste to landfill and reduces the need for new production. In 2024, our Medical and Instruments Divisions' CPO programs diverted approximately 7,000 products, preventing around 940,000 pounds of waste from reaching landfills.



Design for sustainability (continued)

The primary focus of Stryker's Sustainability Solutions (SSS) Business is to extend the lifecycle of single-use medical devices through reprocessing. Devices can be reprocessed more than once—some reusable devices as many as 20 times.¹⁹ LCAs underscore the environmental benefits of reprocessing. For example, a 2024 LCA of our reprocessed HARMONIC 1100 [HAR1136] Shears showed a 38 percent reduction in carbon footprint for devices that are reprocessed compared to those that are not.²⁰ In 2024, SSS helped customers divert more than 5 million pounds of waste from landfills through our reprocessing programs, saving 3,250 customers approximately \$239 million.²¹ In the same time period, we have helped more than 50 Integrated Delivery Networks save over \$1 million annually in supply chain costs.²¹

One way we enhance product lifecycles and reduce waste across various Stryker products is through the repackaging of items that have damaged cosmetic outer packaging for select markets. We have established a process that involves our distribution center in Venlo, Netherlands, as well as divisional QA and manufacturing sites, to perform reviews of these products. Where repackaging is not feasible, the products are returned to manufacturing sites for appropriate rework or recycling. This approach has substantially reduced the necessity to scrap products or return them to suppliers, saving over 500,000 pounds of product from being discarded thereby reducing environmental costs.

Lightweighting

By reducing product and packaging weight, we strive to decrease not only materials used, but also the impact associated with transportation. Our Craniomaxillofacial

*compared to previous packaging

Business unit redesigned the packaging for its QuikFlap product to enhance sustainability. The packaging reduced paper use by 89 percent*, and the cardboard is Forest Stewardship Council certified and is made with 85 percent recycled material.

Reducing disposal

In 2024, Stryker expanded its use of electronic instructions for use (eIFUs) and reduced the size of IFUs to minimize waste. Through Project GreenTree in our Instruments Division, we printed IFUs only in required regional languages, avoiding unnecessary printing and conserving resources.

At our Kiel site, we implemented a process to minimize product waste through repackaging and resterilization. This initiative prevents products from being scrapped through expiration, significantly reducing waste and reducing disposal.

By repackaging and resterilizing these products, we conserve valuable resources, provide high-quality products through smarter processes and support a more sustainable supply chain.

The lifespan of medical devices varies, with many designed for only a single use. As a result, hospitals send thousands of tons of medical materials to landfills each year.

We look for opportunities to reduce this waste and promote circularity. While SSS prioritizes reprocessing of devices wherever possible, we also recycle some devices that can no longer be reprocessed. For example, our recycling initiatives for pulse oximeter sensors and electrocardiogram leads have sent over 365,000 pounds of these products to a third-party recycler in 2024.

As a member of the Healthcare Plastics Recycling Council, Stryker is also co-leading a project to create a short list of procurement criteria to enhance healthcare plastics recycling.



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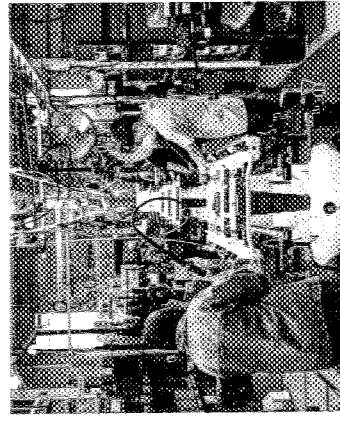
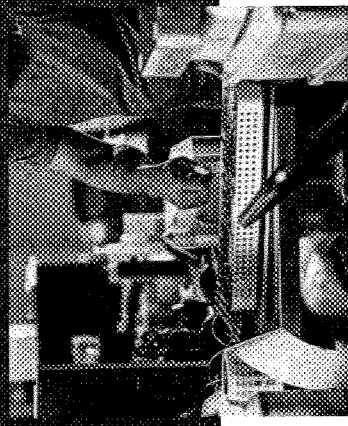
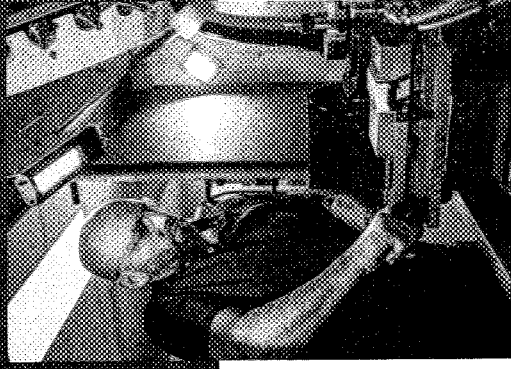
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Operational waste reduction

Stryker's waste management strategy is to decrease the amount of waste we generate through our operations and increase recycling and reuse where possible. At our six facilities in Ireland, we have achieved zero waste to landfill designation. Operations of SSS in Tijuana, Mexico, reduce the waste sent to landfill by converting production waste into energy through cement co-processing.

Reprocessing single-use medical devices involves extensive use of personal protective equipment (PPE) by employees at our reprocessing facilities. To address this operational waste, SSS has collaborated with a third-party partner to recycle PPE used by our manufacturing teams at the Phoenix, Arizona, facility.



Good business

As we work to make healthcare better, we aim to do so in a way that instills confidence. A strong foundation of ethical business conduct and compliance with global regulations helps us win in the right ways.

In line with the company's strategic objectives, good governance reduces risk and enables growth. Stryker maintains high expectations of our senior leaders, Board of Directors and other leadership, including those responsible for corporate responsibility at the company. We are continually strengthening our practices and educating employees on our standards for ethical behavior, respect for human rights, security and privacy principles. These expectations extend to third-party partners, suppliers and others who interact with us.



Juliet Younger,
Field Operations Associate



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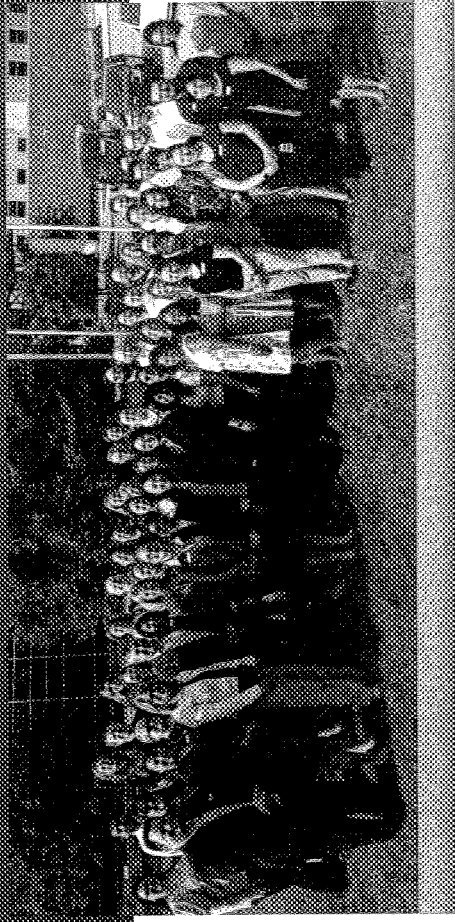


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Stryker 2024 Comprehensive Report

Governance

In 2024, we updated our Corporate Governance Guidelines to limit the number of public company boards on which our directors may serve. Under the new guidelines, Stryker's Board members may sit on a maximum of four public company boards, except for sitting CEOs of a public company, who may serve on a maximum of three public company boards. We also periodically review the Board Committee Charters and make updates to all the committee charters to stay current with new regulations, market trends and investor expectations.



All of our directors, other than Stryker's CEO Kevin Lobo, are independent under the New York Stock Exchange listing standards. Rachel Ruggeri was elected to the Board at our 2024 annual meeting.

For more information about our governance practices, policies and responsibilities of Board committees, visit our Corporate governance webpage. Our latest Proxy Statement contains information about our shareholder proposal process, current directors' experience and information on director compensation.



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Governance (continued)

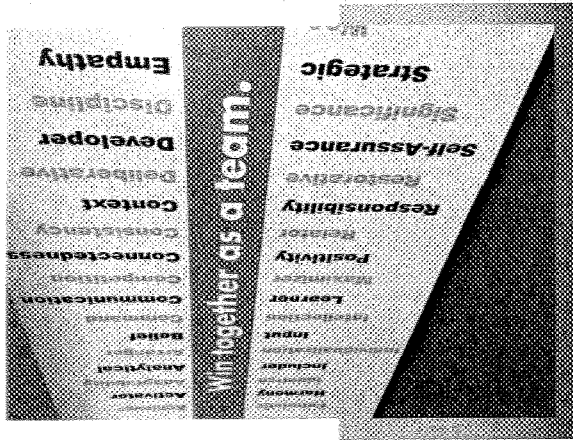
Board of Directors

					
Kevin Lobo • Chair	Mary Brainerd • Compensation and Human Capital Committee • Governance and Nominating Committee	Giovanni Caforio, M.D. • Compensation and Human Capital Committee • Governance and Nominating Committee	Allan Golston • Compensation and Human Capital Committee • Governance and Nominating Committee	Sherilyn (Sheri) McCoy • Lead Independent Director • Compensation and Human Capital Committee • Governance and Nominating Committee	Rachel Ruggeri • Audit Committee

					
Andrew (Andy) Silvernail • Audit Committee	Lisa Skeete Tatum • Audit Committee	Ronda Stryker • Governance and Nominating Committee	Rajeev Suri • Audit Committee	John Brown • Chairman Emeritus and Former Chair President and CEO	Howard Cox Jr. • Director Emeritus

Senior Leadership Team

		
Kevin Lobo Chair and Chief Executive Officer	Katy Fink Vice President, Chief Human Resources Officer	Andy Pierce Group President, MedSurg and Neurotechnology
		
Yin Becker Vice President, Chief Corporate Affairs Officer	Rob Fletcher Vice President, Chief Legal Officer	Spencer Stiles Group President, Orthopaedics and Spine
		
Glenn Boehnlein Vice President, Chief Financial Officer	Viju Menon Group President, Global Quality and Operations	



With

appreciation

We gratefully acknowledge the contributions of our retiring executives and Board member, whose guidance has been critical to our success.

Jeanne Blondia
Treasurer

Srikant Datar
Board of Directors

Don Payerle
President, Joint Replacement

Brad Saar
President, Medical



Governance (continued)

Other Leadership members

Other Officers

Jason Beach Vice President, Finance and Investor Relations	
Bill Berry Vice President, Chief Accounting Officer	
Rob Cummings Vice President, Tax	
Alan Douville Vice President, Chief Information Officer and Chief Information Security Officer	
Tina French Vice President, Corporate Secretary	
Lindsay Gardner Vice President, Treasurer	
Dana McMahon Vice President, Chief Compliance Officer	
Jody Powell Vice President, Global Quality, Regulatory & Clinical	

Divisional Leadership

Mike Carlin Customer Solutions	
Robert Cohen Digital, Robotics and Enabling Technologies	
Dylan Crotty Instruments	
Brent Ladd Endoscopy	
Tim Lanier Trauma & Extremities	
Jim Marucci Neurovascular	
Jessica Mathieson Medical	
Robbie Robinson, Jr. Spine	
Kathy Truppi Joint Replacement	

Regional Leadership

Maurice Ben-Mayor South Pacific	
Erin Broeske East Asia	
John Collings Asia Pacific	
Sarah Jacklin Canada	
Satoshi Mizusawa Japan	
Joe Naoum EEMEA	
Pedro Ramazzotti Latin America	
Aman Rishi India	
Stuart Silk Europe, Middle East and Africa, Canada and Latin America	
Shaobin Zhang China	



Governance (continued)

Corporate responsibility governance

Stryker has a Corporate Responsibility (CR) Steering Committee which includes three executive officers who report to the CEO. The Committee meets monthly to drive CR strategy across the company, advocate for responsible, sustainable practices and oversee performance. The Committee also:

- Advises on strategy and initiatives for CR
- Provides accountability for CR-related budget and resources
- Guides company-level disclosures and business integration strategies
- Oversees development of future CR operating models
- Provides accountability for progress toward goals, including setting new goals

Members of the CR Steering Committee, along with other Leadership Team members, provide quarterly updates to the Governance and Nominating Committee, which oversees all CR matters at the Board level, as well as annual updates to the full Board of Directors.

Stryker's Human Resources (HR) function regularly briefs the Compensation and Human Capital Committee and the Board



on diversity, equity and inclusion matters and performance. Our global Chief Information Officer/Chief Information Security Officer, a member of our Senior Management, provides quarterly updates to the Audit Committee and/or full Board of Directors on company policies, practices and performance with respect to cybersecurity risk assessment and risk management. Stryker's Board of Directors and the Board's Committees also oversee the Good Clinical Practice (GCP) program with quarterly updates from our Global Chief Compliance Officer.

Stryker includes select non-financial metrics in the compensation plans of Named Executive Officers (NEOs). The details of our NEOs' compensation plan for 2024 are available in our [Proxy Statement](#).

CR Steering Committee members

Mike Anderson	Katy Fink
Europe, Middle East, Africa, Latin America and Asia Pacific	Human Resources
Jason Beach	Colleen Flesher
Investor Relations	Orthopaedics and Spine
Paul Bean	Tina French
MedSurge, Neurotechnology	Corporate Secretary
Vin Becker	Jamie Leary-Erickson
Corporate Affairs	Global Real Estate
Bill Berry	Viju Menon
Finance	Global Quality and Operations
Eileen Buckley	Erol Odabasi
Corporate Responsibility	Corporate Sustainability



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Governance (continued)

Risk assessment

In 2024, Stryker significantly overhauled its annual enterprise-wide risk assessment process to include more data, more voices, participation from more functions and an enhanced focus on risk tolerance and guardrails. Previously, each function identified key risks independently. Our new process includes a survey of more than 300 leaders across the company to help us establish a more accurate and broad-ranging picture of the risks we face.

We use this process as a baseline for risk assessment discussions with business and function leaders, resulting, we believe, in a more quantitative process and more accurate outcomes. More than 30 identified risk owners participate in risk discussions monthly, quarterly or biannually, depending on risk impact and likelihood. These discussions help create an ongoing process of assessment and control instead of annual reassessment.

The Enterprise Risk Management (ERM) program has also deepened connectivity with other risk functions by using a model known as dynamic risk management. This model facilitates better connectivity on risk identification, assessment and control. For example, the enterprise risk assessment now forms the risk baseline for the strategy formulation process, enabling participants



in that process to focus on risks to strategy in addition to risks to the businesses.

Our Board of Directors considers environmental, social and governance risks as part of the ERM process. For example, our ERM program includes consideration of risks associated with climate, emissions, waste and resource depletion. We also regularly assess climate-related risks associated with our operations, technology, current and emerging regulation, and reputation. ERM reports to the Governance and Nominating Committee, as well as the full Board of Directors annually.

Company leaders and local managers are responsible for these risks. During shareholder engagement sessions pertaining to CR matters, we typically receive questions about our product quality processes and supply chain practices, governance models, ethical marketing practices and carbon reduction commitments.



Political engagement and advocacy

Stryker engages political leaders at the United States federal and state level, as well as globally, to advocate for policies that support our mission. In 2024, our United States federal lobbying expenses totaled \$690,000. Stryker neither operates nor contributes to a political action committee, and we do not make political contributions at the United States federal or state level.

Stryker is a member of trade associations that engage in advocacy on behalf of their members. In 2024, we paid more than \$1,600,000 in dues to U.S. trade associations that included:

- AdvaMed—\$1,283,009 (14 percent)²²
- Healthcare Leadership Council—\$200,000 (25 percent)
- Medical Device Manufacturers Association—\$135,244 (30 percent)



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Business ethics and integrity

Stryker's GCP program focuses on our core values and aims to promote ethical behavior in all business transactions. The program's key components of prevention, detection and response are guided by applicable laws, regulations and industry standards.

Focusing on priority risks and business growth

The compliance risk assessment is a process designed to proactively identify, prioritize and manage compliance risks in collaboration with business and other stakeholders. It enables Stryker's business leaders to make risk-informed decisions, drive sustainable growth and allocate resources effectively by standardizing and consistently applying a global approach to monitor risk trends and evaluate the effectiveness of risk mitigation efforts. Continued areas of focus include interactions with healthcare professionals, management of indirect channels and business development through acquisitions.

Stryker sells products directly and through third parties, including independent

commission agents, distributors, dealers and resellers, which we refer to as indirect channels (ICs). Our IC Management Team provides global oversight, alignment and consistency in managing ICs across geographies. We share periodic newsletters with ICs to provide updates, increase understanding of bribery and corruption risk and focus on appropriate healthcare professional interactions. Newsletters also direct our ICs to the IC Resource Center, where tools, trainings and templates are available for them to enhance ethical decision-making and build their own compliance programs. Stryker has adopted the AdvaMed Code of Ethics and similar regional and local industry association codes to guide our internal sales force and ICs regarding ethical interactions with healthcare professionals.



Read more about Stryker's ethical business practices, including ethical marketing, appropriate promotion and our prohibition on making, offering, accepting or requesting improper payments.

Code of Conduct

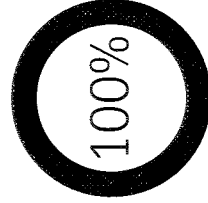
Corporate Policy 5: On-Label Product Promotion

Corporate Policy 12: Improper Payments

When evaluating potential acquisitions, Stryker conducts a thorough review of each organization's compliance environment. Stryker's dedicated Mergers & Acquisitions (M&A) Team, along with local compliance officers and external advisors, identify business practices that may not align with our standards and develop an integration plan that will be implemented as part of the transaction. The GCP Team onboards acquired companies into Stryker's GCP program through education on policies and processes, and implementation of Stryker's compliance systems/controls.

Code of Conduct

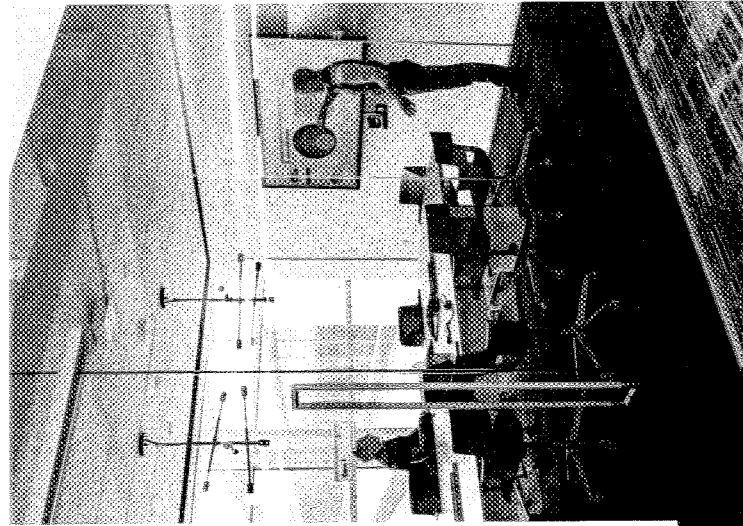
Stryker's Code of Conduct (Code), available in 21 languages, empowers employees to conduct business in line with our values. Throughout the year, we raise awareness of the Code through employee training and focus on integrating key messages of the Code in targeted communication campaigns.



of employees completed
Code of Conduct training



of people managers
completed a new course,
Fostering a Culture of
Integrity in 2024



Employees and third parties can report ethical concerns or allegations of noncompliance with our Code and Stryker's policies and standards to their manager, Compliance, Legal, HR or Stryker's Ethics Hotline. The Ethics Hotline is accessible via the web, telephone and text messaging, and allows individuals to report their concerns confidentially and anonymously, if desired. Responsibility for the hotline lies with Stryker's Ethics Hotline Committee, which receives regular reports on key trends and critical issues. In 2024, more than 1,700 matters were raised and tracked through the Hotline.

As part of our effort to build a culture of integrity, our global Conflicts of Interest program sets clear expectations for employees about identifying, avoiding, disclosing and managing conflicts. The program includes online learning modules for managers and employees, as well as materials to enhance transparency and guide employees in navigating potential conflict situations effectively.



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Business ethics and integrity (continued)

Maintaining our culture of integrity

Our Code emphasizes the importance of managers creating a “speak up” culture and leading by example. Our global Speak Up Policy encourages employees to report concerns and reinforces our commitment to no retaliation against employees who raise concerns in good faith. In 2024, we updated the Speak Up Policy to address new laws and regulations in certain European countries in response to the EU Whistleblowing Directive.

We also organized a global Integrity Matters Week in 2024, during which we aimed to increase awareness about Stryker’s Speak Up Policy, with a particular focus on nonretaliation. Through interactive workshops for people managers and role-playing exercises, managers improved their listening skills and learned about the investigation process and how to avoid or identify retaliation.

Throughout the year, we issued Integrity Matters newsletters that included updates about our prioritized risk areas, including real-world examples and spotlights on employees who showcased integrity, like speaking up and raising concerns. The newsletters, available in multiple languages,

also focused on business-related issues for different parts of the company. New in 2024, we introduced guidance for people managers to reinforce the messages shared in these newsletters.





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Information security and data privacy

Stryker's cybersecurity program is

designed to defend the company and our customers against cybercrime activity around the globe. Our CyberSecurity, Cyber Risk and IT Compliance Team strives to keep Stryker's data and assets secure while responding quickly to cyber threats and mitigating risks. Our Security Operations Centers and Cyber Fusion Center monitors and detects threat activity 24/7 by gathering, analyzing and acting on intelligence. In 2024, we opened a new Security Operations Center in Warsaw, Poland, to enhance our security coverage.

All of Stryker's employees with network access undergo mandatory security education several times a year, including regular cybersecurity awareness training and role-specific security and data protection training. In addition, we provide monthly content for all employees on cybersecurity topics through newsletters, trainings, in-person sessions, digital signage, our employee social platform, an annual Cybersecurity Awareness Month and local roadshows. Visit our [website](#) to learn more about [Stryker's cybersecurity practices](#).

Privacy

Privacy is a fundamental aspect of our company's data use and innovation. Our Chief Legal Counsel, Privacy and Technology oversees the Global Privacy organization and program, and leads organizational compliance with laws, regulations and standards. We hold ourselves accountable through comprehensive and role-based training for our workforce and integrating privacy into data processes and product development. Our practices and standards extend to our third-party partners.



Read more about Stryker's measures to protect third-party data from unauthorized access or disclosure and our policies on record retention.

[Code of Conduct](#)

[Corporate Policy 7: Global Information and Systems Security](#)

[Corporate Policy 11: Global Privacy and Data Protection](#)

Managing artificial intelligence risk

The dynamic landscape of AI and machine learning (ML) technology holds immense promise for revolutionizing healthcare and enabling personalized diagnoses and treatments with unprecedented speed and precision. Stryker is an active participant in this transformative journey, evaluating the potential use of AI, ML and deep learning across our development portfolio and internal operations. In 2024, we established an AI Governance Committee dedicated to managing risks and addressing ethical considerations in Stryker's burgeoning AI initiatives. This committee oversees both internal and external AI development and usage, with a goal of our new products meeting the highest standards of safety, effectiveness and security.





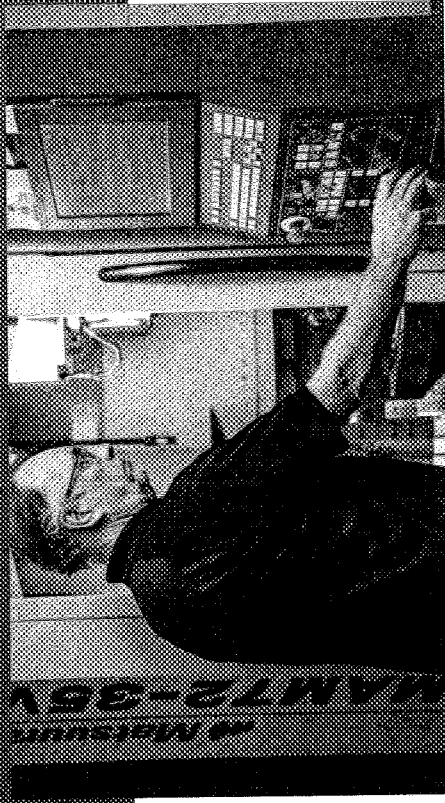
Human rights

The following practices, captured in our Code and Supplier Code of Conduct, guide how we do business with respect for human rights:

- No forced labor, involuntary labor or human trafficking
- No child labor and fair treatment of young workers
- Fair labor practices
- Nondiscrimination and anti-harassment
- Safe working environment

We are also guided by global human rights principles, including:

- International Labour Organization Declaration on Fundamental Principles and Rights at Work
- Organization for Economic Cooperation and Development (OECD) Guidelines for Responsible Business Conduct
- United Nations Guiding Principles on Business and Human Rights
- Universal Declaration on Human Rights



Our Human Rights Council is the highest body responsible for human rights governance and due diligence at Stryker. The Council's members provide input and counsel on human rights strategy and initiatives, embedding and advocating for human rights principles in their respective functions and tracking implementation and results. Our group president of Global Quality and Operations (GOO) serves as executive sponsor. The Council reports directly to Stryker's CR Steering Committee and provides regular updates on human rights topics.

We require that Stryker's employees who most frequently visit or interact with suppliers complete annual training on the prevention of forced labor and human trafficking in our supply chain. In 2024, 100 percent of these employees completed training. We also encourage employees to report any human rights concerns to their manager, Legal, Compliance or HR, or by using our Ethics Hotline.

Stryker expects third parties, including indirect channels, suppliers, vendors and contractors, to share our commitment to human rights. We engage with suppliers on this topic in accordance with the OECD Due Diligence Guidance for Responsible Business Conduct. Additionally, human rights topics are addressed in performance assessments in which we engage suppliers to measure progress on responsible, sustainable practices.



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Stryker 2024 Comprehensive Report

Upstream supply chain management

Stryker requires any supplier doing business with us to adhere to our Supplier Code of Conduct through our supplier contracts and purchase order terms and conditions. The Supplier Code communicates our expectations for suppliers in key areas, including:

- General business and ethics
- Human rights
- Labor and employment
- Health, safety and environment
- Intellectual property and data

Our Direct Procurement Team completes annual training focused on understanding the covered topics and assisting suppliers in meeting their obligations under the Supplier Code. In 2024, 100 percent of these employees completed this training.

Supplier engagement and risk management

We regularly engage with direct suppliers through our procurement operations and a structured supplier management framework to ensure they understand and meet our expectations. To assess supplier performance and foster an open dialogue, we use a balanced scorecard and conduct supplier business reviews with targeted suppliers based on their specific relationship

with us. The criteria used in the balanced scorecard and supplier business reviews include responsiveness, delivery, quality, technology, general business (including social and environmental practices and risk topics) and cost. We also continuously monitor risk indicators that inform our risk mitigation activities and sourcing decisions.

Specific to human rights, environment and ethics, we assess our direct suppliers

through recognized third-party platforms leveraging a risk-based approach. Once a supplier has completed an assessment, we review the results and provide feedback as necessary. When we identify areas for improvement, we direct suppliers to relevant development resources available through these platforms and align with them on their improvement efforts.

Supplier engagement target

Engage 85% of our direct suppliers (by spend) on environmental, human rights and ethical performance by 2027.²³

- To date, we've assessed suppliers covering 70% of our 2024 direct spend, keeping us on track to meet our 2027 target.





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Upstream supply chain management (continued)

Supplier quality management

In order to drive product quality and compliance with regulations and standards, such as International Organization for Standardization (ISO) 13485, we implement robust processes to manage our suppliers. Our approval process includes classifying suppliers by category and risk on our quality-controlled approved supplier list. We evaluate and onboard suppliers to assess their ability to meet quality requirements. This may include execution of audits, quality agreements and other deliverables, commensurate with risk.

Changes to products or processes that may impact quality as per our supplier agreements, are required to undergo a rigorous review and approval process by Stryker's Quality Team. Suppliers who propose a quality-impacting change to products must follow a formal risk-based change approval process to ensure that products continue to meet Stryker's and customer's expectations.

Ways we engage with our suppliers to improve quality performance include:

- Monitoring key performance indicators, including those related to supplier defects per million, product nonconformances, corrective and preventive actions,

nonconformances not in Stryker's control and product field actions

- Partnering with suppliers to implement quality improvement projects
- Executing product and process audits
- Conducting Supplier Quality Onboarding Days, which give suppliers resources to understand our quality requirements and expectations
- Holding Supplier Quality Symposiums, both in person and virtually, where suppliers can learn about Stryker's quality programs and best practices
- Providing supplier trainings focused on topics such as line clearance, labeling, human error and risk management
- Sharing our Supplier Quality Guidebook

In 2024, we focused on even greater standardization and leaning out of our supplier quality management processes, enabling us to improve upon our quality and service targets for customers.

Our conflict minerals reporting

We support the responsible procurement of tin, tantalum, tungsten and gold, commonly referred to as conflict minerals, including those that originate from the Democratic Republic of the Congo and adjoining countries. We maintain a Conflict Minerals Policy and provide updates on our efforts in a Conflict Minerals Report, filed annually with the Securities and Exchange Commission in accordance with the U.S. Dodd-Frank Act. Additionally, we are members of the Responsible Minerals Initiative, which provides companies with tools and resources supporting responsible procurement from conflict-affected and high-risk areas.



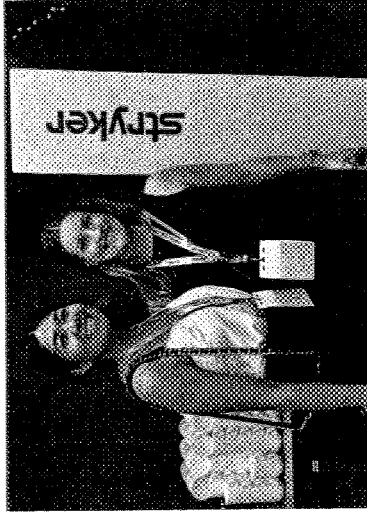
Supplier diversity

We drive positive company and community outcomes by engaging a diverse supply chain to support innovation, resiliency and growth. Stryker's Supplier Diversity Council, consisting of senior functional leaders from across the company, meets quarterly to oversee the implementation of our strategy. The work of the Council centers on:

- Building awareness
- Identifying and growing our business with our current qualified diverse suppliers
- Identifying new capable diverse suppliers with potential to support future opportunities
- Engaging our supply base to expand positive supplier diversity outcomes

We engaged externally on supplier diversity topics in 2024 by participating in:

- National Minority Supplier Development Council Annual Conference and Exchange
- Women's Business Enterprise National Council National Conference
- Michigan Diversity Connections events



2024 North America spend²⁴
>\$320M with diverse-owned businesses
>\$505M with small business



Learn more about supplier diversity at Stryker on our website.



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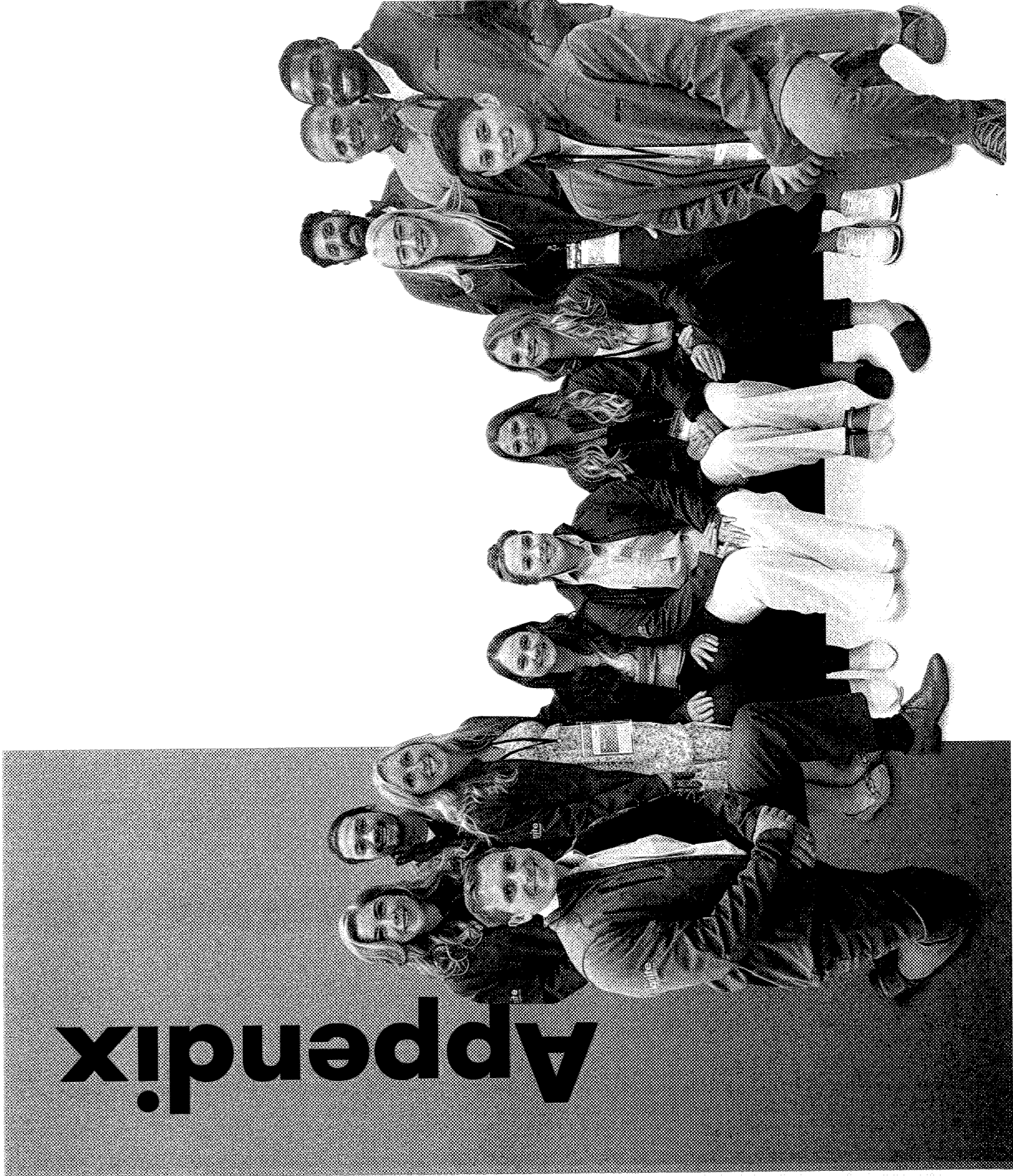
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Stryker 2024 Comprehensive Report



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Stryker 2024 Comprehensive Report

About this report

Stryker's 2024 Comprehensive Report provides an integrated picture of our financial and corporate responsibility (CR) performance. Further reporting on other matters specific to financial performance can be found in our filings with the U.S. Securities and Exchange Commission (SEC), including our Annual Report on Form 10-K and Quarterly Reports on Form 10-Q. Further reporting on other matters specific to our CR performance can be found on our [Corporate Responsibility reports and resources webpage](#).

This material references the Global Reporting Initiative (GRI) Universal Standards. We also include information sought by the Sustainability Accounting Standards Board (SASB) Index, and the Task Force on Climate-related Financial Disclosure (TCFD). Our GRI, SASB and TCFD content indexes are available on our [Corporate Responsibility reports and resources webpage](#).

The process to collect and review the data in this report involves a team of Stryker's leaders and subject matter experts, including data analysts, and seeks to preserve data integrity and accuracy.

We welcome your questions and feedback on this report at CR@stryker.com.





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References

The inclusion of information in this report should not be construed as a characterization regarding the materiality or financial impact of that information. For additional information regarding Stryker Corporation, please see our current and periodic reports filed with the SEC, including our Annual Reports on Form 10-K and Quarterly Reports on Form 10-Q.

2024 in review

1. Adjusted net earnings and adjusted net earnings per diluted share are non-GAAP financial measures. Refer to [page 58](#) for a reconciliation to the most directly comparable GAAP financial measures, net earnings and net earnings per diluted share.
2. Our priority topics are identified through a prioritization assessment involving review of frameworks and regulations, engagement with key internal and external stakeholders and peer benchmarking. We continue to monitor frameworks and regulations and evolve our approach by considering concepts introduced by such frameworks and regulations and adapting our reporting approach as needed. Topics may be added or removed from this list accordingly.

Better healthcare

3. Stryker's internal data on file
4. Kayani B, Konan S, Tahmassebi J, Rowan F, Haddad F. An assessment of early functional rehabilitation and hospital discharge in conventional versus robotic-arm assisted unicompartmental knee arthroplasty: A PROSPECTIVE COHORT STUDY. *Bone Joint J.* 2019;101-B:24-33.
5. Kayani B, Konan S, Tahmassebi J, Pietrzak J, Haddad F. Robotic-arm assisted total knee arthroplasty is associated with improved early functional recovery and reduced time to hospital discharge compared with conventional jig-based total knee arthroplasty: A PROSPECTIVE COHORT STUDY. *Bone and Joint Journal.* 2018;100-B:930-7.
6. Shibamura N, Ishida K, Matsumoto T, et al. Early postoperative clinical recovery of robotic arm-assisted vs. image-based navigated total hip arthroplasty. *BMC Musculoskeletal Disord.* 2021;22(1):314.
7. *Number of ASCs per State.* Ambulatory Surgery Center Association (ASCA). <https://www.ascassociation.org/asca/medicare/asc-map/asc-per-state>
8. Hula, N., Wiles, E. *4 considerations for creating successful ASC strategies.* Advisory Board. <https://www.advisory.com/topics/ambulatory-care/2024/05/successful-asc-strategies>
9. Nam D, Bhowmik-Stoker M, Mahoney OM, Dunbar MJ, Barrack RL. Mid-term performance of the first mass-produced three-dimensional printed cementless tibia in the United States as reported in the American Joint Replacement Registry. *J Arthroplasty.* 2023 Jan;38(1):85-89.
10. Sharpe, K, Robinson, K, Cohen, R, Barnett TM, Rastogi, A, Masini, M. Does implant fixation affect early return to function following primary total knee arthroplasty. *ISSTA.* 2018. London, UK.
11. Hannon CP, Salih R, Barrack RL, Nunley RM. Cementless versus cemented total knee arthroplasty: Concise midterm results of a prospective randomized controlled trial. *JBJS.* 2023 Jun 22;105-2106.
12. Nam, D, et al. Cemented versus cementless total knee arthroplasty of the same modern design: A prospective, randomized trial. *The Journal of Bone and Joint Surgery.* 101(13):1185-1192, July 3, 2019. doi: 10.2106/JBJS.18.01162.
13. Lawrie GM, Schwabe M, Pierce A, Nunley RM, Barrack RL. The cost of implanting a cemented versus cementless total knee arthroplasty. *Bone Joint J.* 2019 Jul;101-B(7_Supple_C):61-63. doi: 10.1302/0301-620X.101B7.BJJ-2018-1470.R1. PMID: 31256655.



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References (continued)

Healthier planet

14. Our 2022 Scope 1 and 2 carbon emissions received external verification using the ISO 14064-3:2019 standard. To meet future assurance standards requirements, we initiated external data assurance for 2023 data using the International Standard on Assurance Engagements (ISAE) 3000 standard; this is now complete, please see [page 55](#). As our methodologies evolve, this may result in updates to our future emissions reporting.
15. Based on 2022 demand. Our 2024 carbon data will be verified in Q2 2025.
16. LCA of Two Joint Replacement Manufacturing Processes. Accessed February 3, 2025.
17. Comparative LCA of Trident II Acetabular hip cup production using additive and subtractive manufacturing. Accessed January 5, 2024.
18. Internal Material usage and tact time report, 2024.
19. <https://manuals.eifu.abbott/en/detail-screen.html>—Abbott Ensight X Catheter Connector Cables IFU
20. Data on file, 2024 according to ISO 14067 compliant GPP study “Comparative Carbon Footprint of Single Use Medical Devices,” dated May 26, 2023
21. Data on file

Good business

22. Percentage of dues paid to each trade association that is attributable to advocacy.
23. Goal language has been updated to provide additional specifics on our assessment.
24. Reporting period is Q4 2023 to Q3 2024.



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2023 environmental performance

Scope 1 and 2 GHG emissions by year

Greenhouse gas (GHG) emissions (MT CO2e)	2023	2022	2021	2019*
Scope 1 GHG emissions (natural gas and diesel)	25,673	26,705	24,113	27,076
Scope 1 fleet	26,386	26,225	24,993	23,221
Scope 1 refrigerants	2,795	4,453	4,082	3,553
Scope 2 market-based (MB) emissions	81,619	117,059	120,269	146,705
Total GHG emissions (Scope 1 + Scope 2 MB)	136,473	174,442	173,457	200,555
Percentage change in GHG emissions compared to 2019 baseline	-32%	-13%	-14%	—
Percentage change in GHG intensity compared to 2019 baseline (MT CO2e/million USD)	-51%	-30%	-25%	—

Greenhouse gas (GHG) Scope 1 emissions by region (MT CO2e)

	2023	2022	2021	2019
North America (NAM)	35,097	30,620	26,630	29,037
Europe, Middle East and Africa (EMEA)	15,098	20,599	20,639	19,269
Asia Pacific (APAC)	3,830	4,571	4,399	4,126
Latin America (LATAM)	829	1,592	1,520	1,414

Greenhouse gas (GHG) Scope 2 emissions (MB) by region (MT CO2e)

	2023	2022	2021	2019
NAM	49,703	88,850	88,804	89,243
EMEA	12,014	8,058	10,045	32,146
APAC	16,286	19,793	21,064	24,966
LATAM	3,616	357	357	350

* Baseline year



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2023 environmental performance (continued)

Greenhouse gas (GHG) Scope 1 (Excluding Fleet) emissions by facility (MT CO ₂ e)	2023	2022	2021	2019
Manufacturing Global Quality and Operations (GQO)	21,448	24,139	22,087	24,866
Office/warehouse (non-GQO)	7,020	7,020	6,108	5,763

Greenhouse gas (GHG) Scope 2 emissions (MB) by facility (MT CO ₂ e)	2023	2022	2021	2019
Manufacturing (GQO)	49,970	80,264	83,175	102,632
Office/warehouse (non-GQO)	31,649	36,795	37,094	44,072

Assured data

Total Scope 1 GHG emissions	54,854 MT CO ₂ e
Total Scope 2 GHG emissions (location-based)	142,378 MT CO ₂ e
Total Scope 2 GHG emissions (market-based)	81,619 MT CO ₂ e
Total Scope 1 and 2 GHG emissions (market-based)	136,473 MT CO ₂ e
Total renewable energy	45%



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Independent Limited Assurance Report

ERM Certification & Verification Services Incorporated ("ERM CVS") was engaged by Stryker Corporation ("Stryker") to provide limited assurance in relation to the Selected Information set out below and presented in the Stryker 2024 Comprehensive Report (the "Report").

ENGAGEMENT SUMMARY

Scope of our assurance engagement Whether the following Selected Information for 2023, as indicated on Page 54 are fairly presented in the Report, in all material respects, in accordance with the reporting criteria.

Our assurance engagement does not extend to information in respect of earlier periods or to any other information included in the Report.

Selected Information

- Total Scope 1 GHG emissions (metric tonnes CO₂e)
- Total Scope 2 GHG emissions (location-based) (metric tonnes CO₂e)
- Total Scope 2 GHG emissions (market-based) (metric tonnes CO₂e)
- Total Scope 1 and 2 GHG emissions (market-based) (metric tonnes CO₂e)
- Total Renewable Energy (%)

Reporting period 1 January 2023 – 31 December 2023

Reporting criteria

- Stryker's Basis of Reporting (available at: <https://www.stryker.com/us/en/about/corporate-responsibility/cr-hub.html>)
- The GHG Protocol Corporate Accounting and Reporting Standard (WBCSD/WRI Revised Edition 2015) for Scope 1 and 2 GHG emissions
- GHG Protocol Scope 2 Guidance (An amendment to the GHG Protocol Corporate Standard (WRI 2015) for Scope 2 GHG emissions)

Assurance standard and level of assurance

We performed a limited assurance engagement, in accordance with the International Standard on Assurance Engagements (ISAE 3000 (Revised)) 'Assurance Engagements other than Audits or Reviews of Historical Financial Information', issued by the International Auditing and Assurance Standards Board.

The procedures performed in a limited assurance engagement vary in nature and timing from and are less than those performed in a reasonable assurance engagement and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Respective responsibilities

Stryker is responsible for preparing the Report and for the collection and presentation of the information within it, and for the designing, implementing and maintaining of internal controls relevant to the preparation and presentation of the Report.

ERM CVS' responsibility is to provide a conclusion to Stryker on the agreed assurance scope based on our engagement terms with Stryker, the assurance activities performed and exercising our professional judgement.

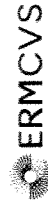
OUR CONCLUSION

Based on our activities, as described **overleaf**, nothing has come to our attention to indicate that the Selected Information for 2023 is not fairly presented in the Report, in all material respects, in accordance with the reporting criteria.

OUR ASSURANCE ACTIVITIES

Considering the level of assurance and our assessment of the risk of material misstatement of the Selected Information, a multi-disciplinary team of sustainability and assurance specialists performed a range of procedures that included, but was not restricted to, the following:

- Evaluating the appropriateness of the reporting criteria for the Selected Information;
- Interviewing management representatives responsible for managing the Selected Information;
- Interviewing relevant staff to understand and evaluate the management systems and processes (including internal review and control processes) used for collecting and reporting the Selected Information;
- Reviewing of a sample of qualitative and quantitative evidence supporting the Selected Information at a corporate level;
- Performing an analytical review of the year-end data submitted by all locations included in the consolidated 2023 group data for the Selected Information which included testing the completeness and mathematical accuracy of conversions and calculations, and consolidation in line with the stated reporting boundary;
- Conducting visits to Portage, MI (USA), Mahwah, NJ (USA), Limerick (Ireland) and Kayseri (Turkey) production sites to review source data and local reporting systems and controls;
- Evaluating the conversion and emission factors and assumptions used; and
- Reviewing the presentation of information relevant to the assurance scope in the Report to ensure consistency with our findings.



March 10, 2025
Malvern, PA

ERM Certification & Verification Services Incorporated
www.ermcvs.com | post@ermcvs.com

THE LIMITATIONS OF OUR ENGAGEMENT

The reliability of the Selected Information is subject to inherent uncertainties, given the available methods for determining, calculating or estimating the underlying information. It is important to understand our assurance conclusions in this context.

OUR INDEPENDENCE, INTEGRITY AND

QUALITY CONTROL

ERM CVS is an independent certification and verification body accredited by UKAS to ISO 17021:2015. Accordingly, we maintain a comprehensive system of quality control, including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements. Our quality management system is at least as demanding as the relevant sections of ISQM-1 and ISQM-2 (2022).

ERM CVS applies a Code of Conduct and related policies to ensure that its employees maintain integrity, objectivity, professional competence and high ethical standards in their work. Our processes are designed and implemented to ensure that the work we undertake is objective, impartial and free from bias and conflict of interest. Our certified management system covers independence and ethical requirements that are at least as demanding as the relevant sections of the IESBA Code relating to assurance engagements.

ERM CVS has extensive experience in conducting assurance on environmental, social, ethical and health and safety information, systems and processes, and provides no consultancy related services to Stryker in any respect.



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Stryker 2024 Comprehensive Report

Forward-looking statements

This Report contains information that includes or is based on forward-looking statements within the meaning of the federal securities law that are subject to various risks and uncertainties that could cause our actual results to differ materially from those expressed or implied in such statements. Such risks and uncertainties include, but are not limited to: weakening of economic conditions, or the anticipation thereof, that could adversely affect the level of demand for our or Inari Medical, Inc.'s ("Inari") products; geopolitical risks, including from international conflicts, which could, among other things, lead to increased market volatility; pricing pressures generally, including cost-containment measures that have adversely affected and could in the future adversely affect the price of or demand for our or Inari's products; changes in foreign currency exchange markets; legislative and regulatory actions; unanticipated issues arising in connection with clinical studies and otherwise that affect approval of new products, including Inari products, by the United States Food and Drug Administration and foreign regulatory agencies; inflationary pressures; increased

interest rates or interest rate volatility; supply chain disruptions; changes in labor markets; changes in coverage and reimbursement levels from third-party payors; changes in the competitive environment; breaches, failures or other disruptions of our or our vendors' or customers' information technology systems or products, including by cyber attack, data leakage, unauthorized access or theft; a significant increase in product liability claims; the ultimate total cost with respect to recall-related and other regulatory and quality matters; the impact of investigative and legal proceedings and compliance risks; resolution of tax audits; changes in tax laws and regulations; the impact of legislation to reform the healthcare system in the United States or other countries; costs to comply with medical device regulations; changes in financial markets; changes in our credit ratings; our ability to integrate and realize the anticipated benefits of acquisitions in full or at all or within the expected timeframes, including our acquisition of Inari; our ability to realize any anticipated cost savings; potential negative impacts resulting from climate change

or other environmental, social and governance and sustainability-related matters; the impact on our operations and financial results of any public health emergency and any related policies and actions by governments or other third parties; unexpected liabilities, costs, charges or expenses in connection with the acquisition of Inari; and the effects of the Inari transaction on the parties' relationships with employees, customers, other business partners or governmental entities. Additional information concerning these and other factors is contained in our filings with the United States Securities and Exchange Commission, including our Annual Report on Form 10-K and Quarterly Reports on Form 10-Q. We disclaim any intention or obligation to publicly update or revise any forward-looking statement to reflect any change in our expectations or in events, conditions or circumstances on which those expectations may be based, or that affect the likelihood that actual results will differ from those contained in the forward-looking statements, except to the extent required by law.



2024
in review



Healthcare



People



Planet



Business



Appendix

Stryker 2024 Comprehensive Report

Legal disclaimers

This report's goal is to inform the company's results in 2024; it is not intended to promote our products.

This report contains many of the valuable trademarks owned and/or used by Stryker and our subsidiaries and affiliates in the U.S. and internationally to distinguish products and services of outstanding quality, including the following: Artelon, care.ai, FlexBand, HeartSine, LIFEPAK, Mako, Mild, Our goal is zero, Pangea, QuikFlap, Samaritan, SmartRobotics, Stryker, Together with our customers, we are driven to make healthcare better., Triathlon, Trident, Vertos Medical, and Vocera. All other trademarks are trademarks of their respective owners or holders.

This document is governed solely by applicable U.S. laws and governmental regulations. Laws, regulations and policies concerning coverage and reimbursements are complex, subject to change and updated regularly.

Information in this report regarding our corporate responsibility and sustainability reporting may, in certain cases, provide more detail than that required to be included in our filings with the Securities and Exchange Commission. In addition, the data in this report has been prepared using data and methodologies which are subject to certain limitations, including developments in: (a) applicable laws

and regulations; (b) techniques and standards for measuring and analyzing relevant data; (c) judgments, estimations and assumptions; and (d) availability of relevant data. Climate-related laws and regulations, data and methodologies are rapidly evolving, and those underlying our corporate responsibility and sustainability reporting remain subject to change over time. As a result of improvements to the quality and completeness of our data and updates to our methodology over time, we may include information in future disclosures that differs from those contained in this report. Actual results and outcomes may differ from those expressed in or implied in this report due to, among other factors, any applicable legal requirements and/or industry standards in providing such data.

Patient outcomes following surgical procedures vary based on various factors, including but not limited to patient height, weight, activity level, comorbidities, and surgical technique.

The patient activities reflected in images in this report are not necessarily typical. Patients should consult with their physicians regarding appropriate activities following any surgical procedure.

Products referenced in this 2024 Comprehensive Report may not be authorized for marketing or available in the United States or other markets.

Product availability is subject to the regulatory and/or medical practices in individual markets.

Latin America

Este informe fue elaborado por Stryker Corporation con el objetivo de comunicar acerca de los resultados de la compañía en 2024. Este informe no tiene como objetivo la promoción de productos sanitarios y, en función de las cuestiones reglamentarias, parte de su contenido puede no ser relevante o no estar disponible en el mercado local.

Este relatório foi elaborado pela Stryker Corporation com o objetivo de informar sobre os resultados da companhia em 2024. Este relatório não visa a promoção de produtos de saúde e, em função de questões regulatórias, parte do seu conteúdo pode não ser relevante ou não estar disponível no mercado local.

Canada

This 2024 Comprehensive Report is developed by Stryker Corporation, our parent company based in the United States. Some of the content in this Report may not be relevant for the Canadian market. Products referenced in the Report may not be authorized for marketing or available in Canada. Product availability is subject to the regulatory and/or medical practices in individual markets.



2024
in review



Healthcare



People



Planet



Business



Appendix

Stryker 2024 Comprehensive Report

Non-GAAP reconciliation

Net earnings (\$ millions)		2022	2023	2024
Reported		\$ 2,358	\$ 3,165	\$ 2,993
Acquisition—and integration-related costs, inventory stepped-up to fair value		9	—	34
Other acquisition and integration-related		104	45	85
Amortization of purchased intangible assets		495	503	495
Structural optimization and other special charges		283	159	110
Goodwill and other impairments		216	27	852
Medical device regulations		115	74	44
Recall-related matters		(12)	14	30
Regulatory and legal matters		69	63	29
Tax matters		(66)	43	28
Adjusted		\$ 3,571	\$ 4,066	\$ 4,700
Effective tax rate—reported		12.1%	13.8%	14.3%
Effective tax rate—adjusted		14.0%	14.1%	14.8%
Net earnings per diluted share		2022	2023	2024
Reported		\$ 6.17	\$ 8.25	\$ 7.76
Acquisition—and integration-related costs, inventory stepped-up to fair value		0.02	—	0.09
Other acquisition and integration-related		0.27	0.12	0.22
Amortization of purchased intangible assets		1.30	1.31	1.28
Structural optimization and other special charges		0.74	0.34	0.29
Goodwill and other impairments		0.57	0.08	2.21
Medical device regulations		0.30	0.19	0.11
Recall-related matters		(0.03)	0.04	0.08
Regulatory and legal matters		0.18	0.16	0.08
Tax matters		(0.18)	0.11	0.07
Adjusted		\$ 9.34	\$ 10.60	\$ 12.19
Weighted-average diluted shares outstanding		382.2	383.7	385.6

2024 Comprehensive Report

stryker

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1941 Stryker Way | Portage, Michigan 49002

SOCI-GSNPS-ANRT-1699600 Rev-3

PRINCIPAL QUESTIONNAIRE FORM

All questions on these questionnaires must be answered by all officers and any individuals who hold a ten percent (10%) or greater ownership interest in the proposer. Answers typewritten or printed in ink. If you need more space to answer any question, make as many photocopies of the appropriate page(s) as necessary and attach them to the questionnaire.

COMPLETE THIS QUESTIONNAIRE CAREFULLY AND COMPLETELY. FAILURE TO SUBMIT A COMPLETE QUESTIONNAIRE MAY MEAN THAT YOUR BID OR PROPOSAL WILL BE REJECTED AS NON-RESPONSIVE AND IT WILL NOT BE CONSIDERED FOR AWARD

1. Principal Name: Kathryn Janecke
Date of birth: 11/18/1977
Home address: 24136 NE 172nd Street
City: Woodinville State/Province/Territory: WA Zip/Postal Code: 98077
Country: US
Business Address: 11811 Willows Rd NE
City: Redmond State/Province/Territory: WA Zip/Postal Code: 98052
Country: US
Telephone: 1 425 867 4000
Other present address(es):
City: _____ State/Province/Territory: _____ Zip/Postal Code: _____
Country: _____
Telephone: _____

List of other addresses and telephone numbers attached

2. Positions held in submitting business and starting date of each (check all applicable)

President	_____	Treasurer	_____
Chairman of Board	_____	Shareholder	_____
Chief Exec. Officer	_____	Secretary	_____
Chief Financial Officer	_____	Partner	_____
Vice President	_____		
(Other)	_____		

Type Other
Description Sr. Director, Commercial Operation
Start Date 05/18/2010

3. Do you have an equity interest in the business submitting the questionnaire?
YES [X] NO [] If Yes, provide details.

I have both restricted stock units and options granted as part of my employment long term incentive plan.

4. Are there any outstanding loans, guarantees or any other form of security or lease or any other type of contribution made in whole or in part between you and the business submitting the questionnaire?

YES ☐ NO ☒ If Yes, provide details.

5. Within the past 3 years, have you been a principal owner or officer of any business or notfor-profit organization other than the one submitting the questionnaire?

YES ☐ NO ☒ If Yes, provide details.

6. Has any governmental entity awarded any contracts to a business or organization listed in Section 5 in the past 3 years while you were a principal owner or officer?

YES ☐ NO ☒ If Yes, provide details.

NOTE: An affirmative answer is required below whether the sanction arose automatically, by operation of law, or as a result of any action taken by a government agency. Provide a detailed response to all questions checked "YES". If you need more space, photocopy the appropriate page and attach it to the questionnaire.

7. In the past (5) years, have you and/or any affiliated businesses or not-for-profit organizations listed in Section 5 in which you have been a principal owner or officer:

- a. Been debarred by any government agency from entering into contracts with that agency?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- b. Been declared in default and/or terminated for cause on any contract, and/or had any contracts cancelled for cause?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- c. Been denied the award of a contract and/or the opportunity to bid on a contract, including, but not limited to, failure to meet pre-qualification standards?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- d. Been suspended by any government agency from entering into any contract with it; and/or is any action pending that could formally debar or otherwise affect such business's ability to bid or propose on contract?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

8. Have any of the businesses or organizations listed in response to Question 5 filed a bankruptcy petition and/or been the subject of involuntary bankruptcy proceedings during the past 7 years, and/or for any portion of the last 7 year period, been in a state of bankruptcy as a result of bankruptcy proceedings initiated more than 7 years ago and/or is any such business now the subject of any pending bankruptcy proceedings, whenever initiated?

YES ☐ NO ☒ If 'Yes', provide details for each such instance. (Provide a detailed response to all questions check "Yes". If you need more space, photocopy the appropriate page and attached it to the questionnaire.)

9.

- a. Is there any felony charge pending against you?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- b. Is there any misdemeanor charge pending against you?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- c. Is there any administrative charge pending against you?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- d. In the past 10 years, have you been convicted, after trial or by plea, of any felony, or of any other crime, an element of which relates to truthfulness or the underlying facts of which related to the conduct of business?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- e. In the past 5 years, have you been convicted, after trial or by plea, of a misdemeanor?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- f. In the past 5 years, have you been found in violation of any administrative or statutory charges?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- 10 In addition to the information provided in response to the previous questions, in the past 5 years, have you been the subject of a criminal investigation and/or a civil anti-trust investigation by any federal, state or local prosecuting or investigative agency and/or the subject of an investigation where such investigation was related to activities performed at, for, or on behalf of the submitting business entity and/or an affiliated business listed in response to Question 5?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- 11 In addition to the information provided, in the past 5 years has any business or organization listed in response to Question 5, been the subject of a criminal investigation and/or a civil anti-trust investigation and/or any other type of investigation by any government agency, including but not limited to federal, state, and local regulatory agencies while you were a principal owner or officer?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- 12 In the past 5 years, have you or this business, or any other affiliated business listed in response to Question 5 had any sanction imposed as a result of judicial or administrative proceedings with respect to any professional license held?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

- 13 For the past 5 tax years, have you failed to file any required tax returns or failed to pay any applicable federal, state or local taxes or other assessed charges, including but not limited to water and sewer charges?

YES ☐ NO ☒ If yes, provide an explanation of the circumstances and corrective action taken.

--

I, Kathryn Janecke , hereby acknowledge that a materially false statement willfully or fraudulently made in connection with this form may result in rendering the submitting business entity and/or any affiliated entities non-responsible, and, in addition, may subject me to criminal charges.

I, Kathryn Janecke , hereby certify that I have read and understand all the items contained in this form; that I supplied full and complete answers to each item therein to the best of my knowledge, information and belief; that I will notify the County in writing of any change in circumstances occurring after the submission of this form; and that all information supplied by me is true to the best of my knowledge, information and belief. I understand that the County will rely on the information supplied in this form as additional inducement to enter into a contract with the submitting business entity.

CERTIFICATION

A MATERIALLY FALSE STATEMENT WILLFULLY OR FRAUDULENTLY MADE IN CONNECTION WITH THIS QUESTIONNAIRE MAY RESULT IN RENDERING THE SUBMITTING BUSINESS ENTITY NOT RESPONSIBLE WITH RESPECT TO THE PRESENT BID OR FUTURE BIDS, AND, IN ADDITION, MAY SUBJECT THE PERSON MAKING THE FALSE STATEMENT TO CRIMINAL CHARGES.

Stryker Sales LLC

Name of submitting business

Electronically signed and certified at the date and time indicated by:

Kathryn Janecke KATHRYN.E.JANECKE@STRYKER.COM

Sr. Director, Commercial Operations

Title

04/20/2026 04:46:46 pm

Date

COUNTY OF NASSAU

CONSULTANT'S, CONTRACTOR'S AND VENDOR'S DISCLOSURE FORM

1. Name of the Entity: Stryker Sales LLC

Address: 11811 Willows Rd NE

City: Redmond State/Province/Territory: WA Zip/Postal Code: 98052

Country: US

2. Entity's Vendor Identification Number: 22-2183590

3. Type of Business: Public Corp (specify) _____

4. List names and addresses of all principals; that is, all individuals serving on the Board of Directors or comparable body, all partners and limited partners, all corporate officers, all parties of Joint Ventures, and all members and officers of limited liability companies (attach additional sheets if necessary):

1 File(s) uploaded: Board of Directors 2026.pdf

5. List names and addresses of all shareholders, members, or partners of the firm. If the shareholder is not an individual, list the individual shareholders/partners/members. If a Publicly held Corporation, include a copy of the 10K in lieu of completing this section.
If none, explain.

Attached 10k.

1 File(s) uploaded: Stryker 10k 2026.pdf

6. List all affiliated and related companies and their relationship to the firm entered on line 1. above (if none, enter "None"). Attach a separate disclosure form for each affiliated or subsidiary company that may take part in the performance of this contract. Such disclosure shall be updated to include affiliated or subsidiary companies not previously disclosed that participate in the performance of the contract.

Corporate structure chart attached.

1 File(s) uploaded: SS, LLC-W9 and Legal Entity Name-LEGA-GSNPS-FACT-699002-EN_US (6-2-2023) FINAL 2.pdf

7. List all lobbyists whose services were utilized at any stage in this matter (i.e., pre-bid, bid, post-bid, etc.). If none, enter "None."

The term "lobbyist" means any and every person or organization retained, employed or designated by any client to influence - or promote a matter before - Nassau County, its agencies, boards, commissions, department heads, legislators or committees, including but not limited to the Open Space and Parks Advisory Committee and Planning Commission. Such matters include, but are not limited to, requests for proposals, development or improvement of real property subject to County regulation, procurements. The term "lobbyist" does not include any officer, director, trustee, employee, counsel or agent of the County of Nassau, or State of New York, when discharging his or her official duties.

Are there lobbyists involved in this matter?
YES [] NO [X]

(a) Name, title, business address and telephone number of lobbyist(s):

(b) Describe lobbying activity of each lobbyist. See below for a complete description of lobbying activities.

(c) List whether and where the person/organization is registered as a lobbyist (e.g., Nassau County, New York State):

8. VERIFICATION: This section must be signed by a principal of the consultant, contractor or Vendor authorized as a signatory of the firm for the purpose of executing Contracts.

The undersigned affirms and so swears that he/she has read and understood the foregoing statements and they are, to his/her knowledge, true and accurate.

Electronically signed and certified at the date and time indicated by:
Kathryn Janecke [KATHRYN.E.JANECKE@STRYKER.COM]

Dated: 04/20/2026 04:53:37 pm

Title: Sr. Director, Commercial Operations

The term lobbying shall mean any attempt to influence: any determination made by the Nassau County Legislature, or any member thereof, with respect to the introduction, passage, defeat, or substance of any local legislation or resolution; any determination by the County Executive to support, oppose, approve or disapprove any local legislation or resolution, whether or not such legislation has been introduced in the County Legislature; any determination by an elected County official or an officer or employee of the County with respect to the procurement of goods, services or construction, including the preparation of contract specifications, including by not limited to the preparation of requests for proposals, or solicitation, award or administration of a contract or with respect to the solicitation, award or administration of a grant, loan, or agreement involving the disbursement of public monies; any determination made by the County Executive, County Legislature, or by the County of Nassau, its agencies, boards, commissions, department heads or committees, including but not limited to the Open Space and Parks Advisory Committee, the Planning Commission, with respect to the zoning, use, development or improvement of real property subject to County regulation, or any agencies, boards, commissions, department heads or committees with respect to requests for proposals, bidding, procurement or contracting for services for the County; any determination made by an elected county official or an officer or employee of the county with respect to the terms of the acquisition or disposition by the county of any interest in real property, with respect to a license or permit for the use of real property of or by the county, or with respect to a franchise, concession or revocable consent; the proposal, adoption, amendment or rejection by an agency of any rule having the force and effect of law; the decision to hold, timing or outcome of any rate making proceeding before an agency; the agenda or any determination of a board or commission; any determination regarding the calendaring or scope of any legislature oversight hearing; the issuance, repeal, modification or substance of a County Executive Order; or any determination made by an elected county official or an officer or employee of the county to support or oppose any state or federal legislation, rule or regulation, including any determination made to support or oppose that is contingent on any amendment of such legislation, rule or regulation, whether or not such legislation has been formally introduced and whether or not such rule or regulation has been formally proposed.



INFORMATION
Stryker Board of Directors 2026

ALL OFFICERS OF CORPORATION

Kevin Lobo, Chief Executive Officer

Katy Fink, Vice President, Chief Human Resources Officer

Rob Fletcher, Vice President, Chief Legal Officer

Kim Montagnino, Vice President, Chief Communications Officer

Preston Wells, Vice President, Chief Financial Officer

Tina French, Vice President, Corporate Secretary

Lindsay Gardner, Vice President, Treasurer

Jason Beach, Vice President, Finance and Investor Relations

Bill Berry, Vice President, Chief Accounting Officer

Alan Douville, Vice President, Chief Information Officer, Chief Information Security Officer

Jill Duffy, Vice President, Assurance and Risk Advisory

Dana McMahon, Vice President, Chief Compliance Officer

Jody Powell, Vice President, Global Regulatory Affairs and Quality Assurance

Emergency Care

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

FORM 10-K

☒ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended December 31, 2025

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission file number: 001-13149

stryker

STRYKER CORPORATION
(Exact name of registrant as specified in its charter)

Michigan

(State of incorporation)

38-1239739

(I.R.S. Employer Identification No.)

1941 Stryker Way, Portage, Michigan

(Address of principal executive offices)

49002

(Zip Code)

(269) 385-2600

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$.10 Par Value	SYK	New York Stock Exchange
2.125% Notes due 2027	SYK27	New York Stock Exchange
3.375% Notes due 2028	SYK28	New York Stock Exchange
0.750% Notes due 2029	SYK29	New York Stock Exchange
2.625% Notes due 2030	SYK30	New York Stock Exchange
1.000% Notes due 2031	SYK31	New York Stock Exchange
3.375% Notes due 2032	SYK32	New York Stock Exchange
3.625% Notes due 2036	SYK36	New York Stock Exchange

Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes ☒ No ☐

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Act. Yes ☐ No ☒

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities and Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☒ Accelerated filer ☐ Emerging growth company ☐
Non-accelerated filer ☐ Small reporting company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C.7262(b)) by the registered public accounting firm that prepared or issued its audit report. ☒

If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. ☐

Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to §240.10D-1(b). ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes ☐ No ☒

The aggregate market value of the voting stock held by non-affiliates of the registrant was approximately \$144,306,436,547 at June 30, 2025. There were 382,688,675 shares outstanding of the registrant's common stock, \$0.10 par value, on January 31, 2026.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the proxy statement to be filed with the U.S. Securities and Exchange Commission relating to the 2026 Annual Meeting of Shareholders (the 2026 proxy statement) are incorporated by reference into Part III.

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PART I

ITEM 1. BUSINESS.

Stryker Corporation (Stryker or the Company) is a global leader in medical technologies and, together with our customers, we are driven to make healthcare better. We offer innovative products and services in MedSurg, Neurotechnology and Orthopaedics that help improve patient and healthcare outcomes. Alongside our customers around the world, we impact more than 150 million patients annually.

Our core values guide our behaviors and actions and are fundamental to how we execute our mission.

Mission

Together with our customers,
we are driven
to make healthcare better.

Values

Integrity	Accountability	People	Performance
We do what's right	We do what we say	We grow talent	We deliver

Stryker was incorporated in Michigan in 1946 as the successor company to a business founded in 1941 by Dr. Homer H. Stryker, a prominent orthopaedic surgeon and inventor of several medical products. Our products are sold in approximately 61 countries through company-owned subsidiaries and branches as well as third-party dealers and distributors, and include surgical equipment and surgical navigation systems; endoscopic and communications systems; patient handling, emergency medical equipment and intensive care disposable products; clinical communication and artificial intelligence-assisted virtual care platform technology; products for traditional brain and open skull-based surgical procedures; minimally invasive products for the treatment of acute ischemic and hemorrhagic stroke and venous thromboembolism; implants used in joint replacement and trauma surgeries; Mako robotic-arm assisted technology; as well as other products used in a variety of medical specialties. Most of our products are marketed directly to doctors, hospitals and other healthcare facilities.

As used herein, and except where the context otherwise requires, "Stryker," "we," "us," and "our" refer to Stryker Corporation and its consolidated subsidiaries.

Business Segments and Geographic Information

We segregate our operations into two reportable business segments: (i) MedSurg and Neurotechnology and (ii) Orthopaedics. Financial information regarding our reportable business segments and certain geographic information is included under "Consolidated Results of Operations" in Item 7 of this report and Note 14 to our Consolidated Financial Statements.

Net Sales by Reportable Segment

	2025		2024		2023	
MedSurg and Neurotechnology	\$ 15,647	62 %	\$ 13,518	60 %	\$ 12,163	59 %
Orthopaedics	9,469	38	9,077	40	8,335	41
Total	\$ 25,116	100 %	\$ 22,595	100 %	\$ 20,498	100 %

MedSurg and Neurotechnology

MedSurg and Neurotechnology products include surgical equipment, patient and caregiver safety technologies, and navigation systems (Instruments), endoscopic and communications systems (Endoscopy), and patient handling, emergency medical equipment, intensive care disposable products, clinical communication and artificial intelligence-assisted virtual care platform technology (Medical), minimally invasive products for the treatment of acute ischemic and hemorrhagic stroke and venous thromboembolism (Vascular) and a comprehensive line of products for traditional brain and open skull-based surgical procedures, orthobiologic and biosurgery products, including synthetic bone grafts and vertebral augmentation products (Neuro Cranial).

We are one of five leading global competitors in Instruments; the other four being Zimmer Biomet Holdings, Inc. (Zimmer), Medtronic plc (Medtronic), Johnson & Johnson MedTech (a subsidiary of Johnson & Johnson) and ConMed Linvatec, Inc. (a subsidiary of CONMED Corporation). We are one of seven leading global competitors in Endoscopy; the other six being Karl Storz GmbH & Co., Olympus Optical Co. Ltd., Smith & Nephew plc (Smith & Nephew), ConMed Linvatec, Arthrex, Inc. and STERIS plc. We are one of five leading global competitors in Medical; the other four being Baxter International Inc., Zoll Medical Corporation, Medline Industries and Ferno-Washington, Inc. We are one of five leading global competitors in Vascular and Neuro Cranial; the other four being Medtronic, Johnson & Johnson MedTech, Terumo Corporation and Penumbra, Inc.

Composition of MedSurg and Neurotechnology Net Sales

	2025		2024		2023	
Instruments	\$ 3,183	20 %	\$ 2,834	21 %	\$ 2,534	21 %
Endoscopy	3,807	24	3,389	25	3,068	25
Medical	4,204	27	3,852	28	3,459	28
Vascular	1,968	13	1,307	10	1,226	11
Neuro Cranial	2,485	16	2,136	16	1,876	15
Total	\$ 15,647	100 %	\$ 13,518	100 %	\$ 12,163	100 %

In 2025 Instruments launched Steri-Shield 8 which is a lighter, more comfortable, and more customizable operating room personal protection system, with improved visibility, cooling, and battery performance versus prior generations. In addition, we completed the acquisition of Guard Medical Inc., whose primary focus is on Negative Pressure Wound Therapy for surgical patients. The acquisition of Guard Medical, Inc. is complementary to our Orthopaedic Instruments business as we continue to focus on the surgical wound care market.

Endoscopy continued to deliver its 4K 1788 Camera platform to the market in addition to the launch of the Connected OR IP BRAVoE integration portfolio. Our 1788 Camera platform features several enhancements for a broader range of clinical applications and specialties, including urology, neurology, ear, nose, throat and arthroscopy and can be used to visualize indocyanine green and CYTALUX. The Connected OR IP BRAVoE launch expands the connected capabilities of iSuite.

Medical continued the global launch of the LIFEPAK 35 monitor/defibrillator, our next generation platform designed to optimize care with new clinical features such as the new Glasgow 30.4 algorithm, cprINSIGHT, 15-lead monitoring capabilities, and STJ insight and mapping. LIFEPAK 35 combines a modern intuitive touch screen display and increased processing power with Bluetooth and WiFi data connectivity. We also launched the Vocera Sync Badge this year, a trusted clinician handsfree communication endpoint that provides real-time communication and alerts while extending Smart Hospital workflows directly into

daily clinical practice. Medical also completed the acquisition of Advanced Medical Balloons (AMB), an indwelling fecal management system that specializes in solutions that help enhance care delivery by combining intelligent design with the exceptional properties of ultra-thin polyurethane. AMB Medical adds complementary technology to the Stryker Sage incontinence portfolio and will help address problems in the market that include hospital-acquired infections, pressure injuries, staff satisfaction and retention.

In 2025 we changed the name of our Neurovascular business to Vascular with the acquisition of Inari Medical, Inc. (Inari) whose product portfolio includes minimally invasive products for the treatment of venous thromboembolism. Neurovascular and Inari are jointly now Vascular. Vascular launched the Broadway System in the United States, a fully integrated stroke solution that provides a new level of access and support in large- and super-bore catheter procedures. Additionally, Vascular accelerated the launch of the Surpass Elite Flow Diverting Stent (FDS) in the United States, Europe, and parts of Asia-Pacific. Surpass Elite FDS is designed to reduce thrombin generation when compared to unmodified stents.

Neuro Cranial launched OptaBlate BVN in 2025 which is a radiofrequency nerve ablation system used to access and ablate the basivertebral nerve to treat vertebrogenic pain.

Orthopaedics

Orthopaedics products primarily include implants used in total joint replacements, such as hip, knee and shoulder, ankle, and trauma and extremities surgeries. We bring patients and physicians advanced implant designs and specialized instrumentation that make orthopaedic surgery and recovery simpler, faster and more effective. We support surgeons with the technologies, products and services they need to support each patient's clinical challenge.

We are one of four leading global competitors for joint replacement and trauma and extremities products and robotics; the other three being Zimmer, Johnson & Johnson MedTech and Smith & Nephew.

Composition of Orthopaedics Net Sales

	2025		2024		2023	
Knees	\$ 2,656	28 %	\$ 2,447	27 %	\$ 2,273	27 %
Hips	1,865	20	1,704	19	1,544	18
Trauma and Extremities	3,948	42	3,507	39	3,147	38
Spinal Implants	185	2	707	8	713	9
Other	815	9	712	8	658	8
Total	\$ 9,469	100 %	\$ 9,077	100 %	\$ 8,335	100 %

In 2025 we continued to expand the global footprint of Mako SmartRobotics, which is now available in more than 45 countries. To date, over one million robotic Mako Total Knee procedures and more than two million robotic procedures across Mako Total Knee, Mako Total Hip, and Mako Partial Knee have been performed worldwide.

2025 also marked a significant period of product launches and new application development. Most notably, we introduced the Mako 4 platform, a meaningful advancement for both newly established and existing Mako sites. This platform is built around our Q-Guidance system—an advanced guidance technology designed to enable new hardware and software capabilities across a broad range of subspecialties.

The first application released on the Mako 4 platform is the Total Hip Advanced Primary and Revision application. We received 510(k) clearance for Mako Total Hip with Advanced Primary and Revision with full market release in the third quarter of 2025.

Complex primary and revision total hip arthroplasty procedures often present challenges such as bone loss and absent anatomical landmarks. With our advanced Mako Total Hip solution, we aim to extend the benefits of Mako SmartRobotics™ to simplify these demanding cases. Mako Total Hip with Advanced Primary and Revision represents Stryker's first-to-market, robotically enabled revision hip arthroplasty procedure.

We also introduced Mako Shoulder, which expands the SmartRobotics suite of applications. Mako Shoulder integrates three market-leading technologies: Tornier implants, Blueprint planning software, and Mako SmartRobotics. The application offers haptically guided preparation for Tornier Perform Reversed Glenoid and Tornier Reversed Augmented Glenoid implants for primary shoulder arthroplasty. We completed the first Mako Shoulder cases in 2024, and the application remained in limited market release throughout 2025. Full commercial launch in the United States is planned for the first quarter of 2026.

Raw Materials and Inventory

Raw materials essential to our business are generally readily available from multiple sources; however, certain of our raw materials are currently sourced from single suppliers. Substantially all products we manufacture are stocked in inventory, while certain MedSurg products are assembled to order.

Patents and Trademarks

Patents and trademarks are significant to our business to the extent that a product or an attribute of a product represents a unique design or process. Patent protection of such products restricts competitors from duplicating these unique designs and features. We seek to obtain patent protection on our products whenever appropriate for protecting our competitive advantage. On December 31, 2025 we owned approximately 5,600 United States patents and approximately 9,000 patents in other countries.

Seasonality

Our business is generally not seasonal in nature; however, the number of orthopaedic implant surgeries is typically lower in the summer months, and sales of capital equipment are generally higher in the fourth quarter.

Competition

In each of our product lines we compete with local and global companies. The development of innovative products is important to our success in all areas of our business. Competition in research involving the development and improvement of new and existing products and processes is particularly significant. The competitive environment requires substantial investments in continuing research and maintaining sales forces.

We believe our commitment to innovation, quality and service and our reputation differentiates us in the highly competitive product categories in which we operate and enables us to compete effectively. We believe that our competitive position in the future will depend largely on our ability to develop new products and make improvements to existing products.

Regulation

Our businesses are subject to varying degrees of governmental regulation in the countries in which we operate, and the general trend is toward increasingly stringent regulation. We are required to comply with the unique regulatory requirements of each country in which we market and sell our products.

In the United States the Medical Device Amendments of 1976 to the Federal Food, Drug and Cosmetic Act and its subsequent

amendments and the regulations issued and proposed thereunder provide for federal regulation by the United States Food and Drug Administration (FDA) of the design, manufacture and marketing of medical devices, including most of our products. In addition, state licensing requirements often apply to certain of our business operations and products. On the federal level, many of our new products fall into FDA classifications that require notification submitted as a 510(k) and review by the FDA before we begin marketing them. Certain of our products require extensive clinical testing, consisting of safety and efficacy studies, followed by pre-market approval applications for specific surgical indications. Certain of our products also fall under other FDA classifications, such as drugs and Human Cells, Tissues, and Cellular and Tissue-Based Products.

The FDA's Quality System regulations set forth standards for our product design and manufacturing processes, require the maintenance of certain records and provide for inspections of our facilities by the FDA. There are also certain requirements of state, local and foreign governments that must be complied with in the manufacture and marketing of our products.

The European Union enacted the European Union Medical Device Regulation in May 2017 with an original effective date of May 2022, which imposes stricter requirements for the marketing and sale of medical devices, including in the areas of clinical evaluation requirements, quality systems, labeling and post-market surveillance. Extended transition timelines were published in 2023 which range from May 2026 through December 2028 depending on the type of device and we are on track to meet these timelines.

Initiatives to limit the growth of general healthcare expenses and hospital costs are ongoing. These initiatives are sponsored by government agencies, legislative bodies and the private sector and include price regulation and competitive pricing. It is not possible to predict the long-term impact of such cost containment measures on our future business. In addition, business practices in the healthcare industry are scrutinized, particularly in the United States, by federal and state government agencies. Any resulting investigations and prosecutions potentially carry the risk of significant civil and criminal penalties.

Environment

We are subject to various rules and regulation in the United States and internationally related to the protection of human health and the environment. Our operations involve the use of substances regulated under environmental laws, primarily in manufacturing and sterilization processes. We believe our policies, practices and procedures are properly designed to comply, in all material respects, with applicable environmental laws and regulations. We do not expect compliance with these requirements to have a material effect on purchases of property, plant and equipment, cash flows, net earnings or competitive position.

Employees

On December 31, 2025 we had approximately 56,000 employees globally, with approximately 28,000 employees in the United States. Our talented employees are an integral reason for our standing as a global leader in medical technologies where, together with our customers, we are driven to make healthcare better. Our company values of integrity, accountability, people and performance are a key component of that mission. Our people, as one of our core values, continue to be a key focus.

Our success depends on our ability to attract the best talent. To do so, we continue to focus on establishing and maintaining a great workplace. We believe in attracting the right people, maintaining and building employee engagement and developing our employees. We believe when people are able to do what they do best, they will look forward to coming to work and, in turn, will deliver great business results.

Our leadership team and Board of Directors receive regular updates on our people and culture strategy and provide feedback on our strategy and goals, including alignment to our mission and values, peer benchmarking and stakeholder feedback.

Employee Development

Our employee development is extensive and exists at all levels of the organization, including company-wide training on our Code of Conduct, job-related technical training and management and leadership training. Our development programs include on-the-job learning, coaching and mentoring, management and leadership development courses, team building and collaboration training and immersive experiences with expert partners.

We encourage all employees to establish development objectives, in partnership with their manager, to help employees gain the needed development experience to grow their careers.

Employee Engagement

An engaged workplace culture that drives performance and business outcomes is central to our mission. Listening to and learning from our employees forms the foundation of an engaging culture. More than 90% of our employees participate in our annual engagement survey, which provides a valued platform for listening and allows us to act on the feedback collected.

We supplement our annual engagement survey with targeted pulse surveys to gather feedback on topics relevant to the current climate.

We also provide tools and resources that enable managers and teams to act on the insights we gain from our surveys and to drive employee engagement and strong business outcomes.

Inclusion

We believe our individual strengths, experiences, and perspectives are essential for delivering on our mission. By caring for each other, we foster a culture where everyone feels heard and valued. How we work together is critical to our success, and we believe it takes everyone. Every voice. Every person. Every connection.

Attracting and Hiring

We understand that every employee drives our success. We focus on attracting, identifying and selecting strong candidates who will be successful at Stryker and ensuring that each person we hire brings the talent, expertise and passion we need to continue to be successful.

Health and Safety

Ensuring our employees' safety is a top priority. It is a responsibility that we share throughout the company and one that has evolved to meet the needs of our workforce. Employees' safety risks vary depending on the roles they perform, so we tailor our safety efforts accordingly.

Competitive Pay and Benefits

Our compensation and benefits programs are designed to attract and retain top talent and to incentivize performance and alignment to our mission and values.

We offer market-competitive base pay and benefits to our employees in countries around the world. We regularly evaluate

our compensation and benefit offerings and levels, using recognized outside consulting firms to ensure internal fairness and competitiveness in our offerings.

Most of our employees also have variable compensation components that reward employees based on individual, business unit and/or company-wide performance.

Our proxy statement provides more detail on the competitive compensation programs we offer to our executive officers.

Information about our Executive Officers

As of January 31, 2026

Name	Age	Title	First Became an Executive Officer
Kevin A. Lobo	60	Chair and Chief Executive Officer	2011
William E. Berry Jr.	60	Vice President, Chief Accounting Officer	2014
Dylan B. Crotty	49	Group President, Orthopaedics	2026
M. Kathryn Fink	56	Vice President, Chief Human Resources Officer	2016
Robert S. Fletcher	55	Vice President, Chief Legal Officer	2019
Debra King	54	Vice President, Chief Digital and Information Officer	2025
Viju S. Menon	58	Group President, Global Quality and Operations	2018
Kimberly A. Montagnino	38	Vice President, Chief Communications Officer	2025
J. Andrew Pierce	52	Group President, MedSurg and Neurotechnology	2021
Spencer S. Stiles	49	President and Chief Operating Officer	2021
Preston W. Wells	49	Vice President, Chief Financial Officer	2025

Each of our executive officers held the position above or served Stryker in various executive or administrative capacities for at least five years, except for Ms. King and Ms. Montagnino. Prior to joining Stryker in May 2025, Ms. King served as the Chief Technology Officer at Bunge for two years and as the Chief Information Officer at Corteva, Inc. from 2017 to 2021. Prior to joining Stryker in June 2024, Ms. Montagnino held multiple corporate affairs leadership roles with Johnson & Johnson during the previous eight years, most recently as Senior Director, Communications Johnson & Johnson MedTech. While at Stryker, Ms. Montagnino previously served as Vice President, Global Communications.

Available Information

Our main corporate website address is www.stryker.com. The information on our website is not incorporated by reference into this report. Copies of our filings with the United States Securities and Exchange Commission (SEC) are available free of charge on our website within the "Investors Relations" section as soon as reasonably practicable after having been electronically filed or furnished to the SEC. All SEC filings are also available at the SEC's website at www.sec.gov.

Forward-Looking Statements

This report contains statements that are not historical facts and are considered "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based on current projections about operations, industry conditions, financial condition and liquidity. Words that identify forward-looking statements include, without limitation, words such as "may," "could," "will," "should," "possible," "plan," "predict," "forecast," "potential," "anticipate," "estimate," "expect," "project," "intend," "believe," "may impact," "on track," "goal," "strategy" and words and terms of similar substance used in

connection with any discussion of future operating or financial performance, an acquisition or our businesses. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking statements. Those statements are not guarantees and are subject to risks, uncertainties and assumptions that are difficult to predict. Therefore, actual results could differ materially and adversely from these forward-looking statements, historical experience or our present expectations. Some important factors that could cause our actual results to differ from our expectations in any forward-looking statements include:

- weakening of economic conditions, or the anticipation thereof, that could adversely affect the level of demand for our products;
- geopolitical risks, including from international conflicts and tariffs, which could, among other things, lead to increased market volatility;
- pricing pressures generally, including cost-containment measures that have adversely affected and could in the future adversely affect the price of or demand for our products;
- changes in foreign currency exchange markets;
- legislative and regulatory actions;
- unanticipated issues arising in connection with clinical studies and otherwise that affect approval of new products by the FDA and foreign regulatory agencies;
- inflationary pressures;
- increased interest rates or interest rate volatility;
- supply chain disruptions;
- changes in labor markets;
- changes in coverage and reimbursement levels from third-party payors;
- changes in the competitive environment;
- breaches, failures or other disruptions of our or our vendors' or customers' information technology systems or products, including by cyber-attack, data leakage, unauthorized access or theft;
- a significant increase in product liability claims;
- the ultimate total cost with respect to recall-related and other regulatory and quality matters;
- the impact of investigative and legal proceedings and compliance risks;
- resolution of tax audits;
- changes in tax laws and regulations;
- the impact of legislation to reform the healthcare system in the United States or other countries;
- costs to comply with medical device regulations;
- changes in financial markets;
- changes in our credit ratings;
- our ability to integrate and realize the anticipated benefits of acquisitions in full or at all or within the expected timeframes, including our acquisition of Inari Medical, Inc. ("Inari");
- our ability to realize any anticipated cost savings;
- potential negative impacts resulting from climate change or other environmental, social and governance and sustainability related matters;
- the impact on our operations and financial results of any public health emergency and any related policies and actions by governments or other third parties; and
- other risks detailed in our filings with the SEC.

While we believe that the assumptions underlying such forward-looking statements are reasonable, there can be no assurance that future events or developments will not cause such statements to be inaccurate. All forward-looking statements

contained in this report are qualified in their entirety by this cautionary statement. We expressly disclaim any intention or obligation to publicly update or revise any forward-looking statement to reflect any change in our expectations or in events, conditions or circumstances on which those expectations may be based, or that affect the likelihood that actual results will differ from those contained in the forward-looking statements

Trademarks

All trademarks or trade names referred to in this report are the property of the Company, or, to the extent trademarks or trade names belonging to other companies are referenced in this report, the property of their respective owners. Solely for convenience, the trademarks and trade names in this report are referred to without the ® and ™ symbols, but such references should not be construed as any indicator that the Company or, to the extent applicable, their respective owners will not assert, to the fullest extent under applicable law, the Company's or their rights thereto. We do not intend the use or display of other companies' trademarks and trade names to imply a relationship with, or endorsement or sponsorship of us by, any other companies.

ITEM 1A. RISK FACTORS.

Our operations and financial results are subject to various risks and uncertainties discussed below that could materially and adversely affect our business, cash flows, financial condition and results of operations. Additional risks and uncertainties not currently known to us or that we currently deem not to be material or that could apply to any company may also materially and adversely affect our business, cash flows, financial condition or results of operations. If any of the risks discussed below or other risks actually occur or continue to occur, our business, financial condition, operating results or cash flows could be materially adversely affected. Accordingly, you should carefully consider the following risk factors, as well as other information contained in or incorporated by reference in this report.

BUSINESS AND OPERATIONAL RISKS

We use a variety of raw materials, components, devices and third-party services in our global supply chains, production and distribution processes; significant shortages, price increases or unavailability of third-party services have in the past increased, and could in the future increase, our operating costs and could require significant capital expenditures or adversely impact the competitive position of our products: Our reliance on certain suppliers to secure raw materials, components and finished devices, and on certain third-party service providers, such as sterilization service providers, exposes us to the risk of product shortages and unanticipated increases in prices, whether due to inflationary pressure, regulatory changes, litigation exposure, tariffs, geopolitical tensions or otherwise. For example, in the past we have experienced limited product availability due to an electronic component shortage in certain product lines. If a similar shortage occurs in the future with respect to any raw materials or components, we may not be able to obtain them from our suppliers on a timely basis, or at all, or identify alternative suppliers. In addition, several raw materials, components, finished devices and services are procured from a sole source due to, among other things, the quality considerations, unique intellectual property considerations or constraints associated with regulatory requirements. If sole-source suppliers or service providers are unable or unwilling to deliver these materials or services as a result of financial difficulties, business disruptions, acquisition by a third party, natural disasters, embargoes, tariffs

or otherwise, we may not be able to manufacture or have available one or more products during such period of unavailability and our business could suffer, possibly materially. In certain cases, we may not be able to establish additional or replacement suppliers for such materials or service providers for such services in a timely or cost-effective manner, often as a result of FDA and other regulations that require, among other things, validation of materials, components and services prior to their use in or with our products. In certain instances we have been unable to meet demand due to supply chain challenges, which has led to loss of sales. Although the impacts have not been material to date, an inability to meet demand due to supply chain challenges in the future could materially adversely impact our reputation, the competitive position of our products and our business. In addition, recently enacted tariffs by the United States government and retaliatory measures by other governments could adversely impact our supply chain or the availability of certain components. Any of the foregoing risks could have a material adverse impact on our profitability and results of operations.

In addition, in recent years, the market has experienced inflationary pressures in part due to global supply chain disruptions, labor shortages and other impacts following the COVID-19 pandemic. Inflation in the United States and in many of the countries where we conduct business has resulted in, and may in the future result in, high interest rates and increased capital, energy, shipping and labor costs, weakening or strengthening exchange rates against the United States Dollar and other similar effects. We have continued to experience, and may in the future experience, inflationary increases in manufacturing costs and operating expenses, as well as negative impacts from weakening or strengthening exchange rates against the United States Dollar. Although we have been able to pass certain cost increases on to our customers, we have not been able to pass along all cost increases and we cannot guarantee that we will be able to do so in the future, including in connection with proposed or enacted tariffs. Inflation, high interest rates, interest rate volatility or proposed or enacted tariffs may also cause our customers to reduce or delay orders for our products and services. Any of the foregoing could have a material adverse impact on our sales, profitability and results of operations.

We are subject to pricing pressures as a result of cost containment measures in the United States and other countries and other factors, including changes in reimbursement practices and coverage policies and third-party payor cost containment measures: Initiatives to limit the growth of general healthcare expenses and hospital costs are ongoing and gaining increased attention in the markets in which we do business. These initiatives are sponsored by government agencies, legislative bodies and the private sector and include price regulation and competitive pricing. For example, China has implemented a volume-based procurement process designed to decrease prices for medical devices and other products. Pricing pressure has also increased due to pressures on healthcare budgets, continued consolidation among healthcare providers, trends toward managed care, the shift toward governments becoming the primary payers of healthcare expenses, reduction in coverage or reimbursement levels and medical procedure volumes and government laws and regulations relating to sales and promotion, reimbursement and pricing generally. Coverage policies and reimbursement levels can vary across the payer community globally, regionally, and locally, and may affect which products customers purchase, the market acceptance rate for new technologies and the prices customers are willing to pay for

those products in a particular jurisdiction. Furthermore, any changes to the coverage or reimbursement landscape, or adverse decisions relating to our products by administrators of these systems could significantly reduce reimbursement for procedures using our products or result in denial of reimbursement for those products, which could adversely affect customer demand, or the price customers are willing to pay for such products. Public and private payers have challenged, and are expected to continue to challenge, prices charged for medical products and services. Such downward pricing pressures from any or all of these payers may result in an adverse effect on our business, results of operations, financial condition and cash flows. We have also reduced prices for certain products due to increased competition and if we further reduce prices, we could become less profitable. In addition, due to healthcare industry consolidation in recent years, competition to provide goods and services to industry participants has become, and may continue to become, more intense, and this consolidation has produced, and may continue to produce, larger enterprises with more bargaining power. Pricing pressures related to any of the foregoing or other factors have impacted and could in the future impact our results of operations and profitability.

We operate in a highly competitive industry in which competition and the regulatory burden in the development and improvement of new and existing products is significant: The markets in which we compete are highly competitive, and a significant element of our strategy is to increase revenue growth by focusing on innovation, new product development and improvement of existing products, including connectivity solutions. New business models, products and surgical procedures, as well as improvements to existing products, are introduced on an ongoing basis and our present or future products could be rendered obsolete or uneconomical by internal or external technological advances, including by our existing competitors and new market entrants, which could adversely impact demand for certain of our existing products. The success of our products and services depends on, among other things, our ability to properly identify customer needs and predict future needs, including connectivity solutions; innovate and develop new technologies, services and applications at an accelerated pace; and appropriately allocate our research and development spending to products and services with higher growth. Our existing competitors and new market entrants may respond more quickly to or integrate new or emerging technologies such as robotics, artificial intelligence (AI) and machine learning in their product offerings, undertake more extensive marketing campaigns, have greater access to clinical information to support ongoing product position in the market, have greater financial, marketing and other resources or be more successful in attracting potential customers, employees and strategic partners. There can be no assurance that any products now in development, or that we may seek to develop in the future, will achieve technological feasibility, obtain regulatory approval or gain market acceptance. If we are unable to develop and launch new products, our ability to maintain or expand our market position in the markets in which we participate may be negatively impacted.

We may be unable to maintain adequate working relationships with healthcare professionals: We work with healthcare professionals in a transparent and responsible manner and seek to maintain these relationships with respected physicians and medical personnel in healthcare organizations, such as hospitals and universities, who assist in product research and development. We rely on these professionals to assist us in

the development and improvement of proprietary products. If we are unable to maintain these relationships due to regulatory restrictions, hospital access restrictions for non-patients or for other reasons, our ability to develop, market and sell new and improved products could be adversely affected.

We rely on indirect distribution channels and major distributors that are independent of Stryker: In many markets we rely on indirect distribution channels to market, distribute and sell our products. These indirect channels often are the main point of contact for the healthcare professionals and healthcare organization customers who buy and use our products. Our ability to continue to market, distribute and sell our products may be at risk if the indirect channels become insolvent, choose to sell competitive products, choose to stop selling medical technology, fail to adhere to Stryker requirements or are subject to new or additional government regulation.

We are subject to risks associated with our extensive global operations: We develop, manufacture and distribute our products globally. Our global operations are subject to risks and costs related to, among other things, changes in coverage or reimbursement levels from third-party payors in the United States and other countries; changes in regulatory requirements (such as the staggered phase-in period for manufacturers to comply with the European Union Medical Device Regulation (MDR) through December 2028); differing local product preferences and product requirements; diminished protection of intellectual property in some countries; tariffs and other trade protection measures, as well as increasing localization and protectionism policies in certain jurisdictions; international trade disputes and import or export requirements; difficulty in staffing and managing foreign operations; introduction of new internal business structures and programs; political and economic instability and uncertainty; current or potential geopolitical conflicts, such as the tensions between China and Taiwan and the wars in Ukraine and the Middle East, and related sanctions and other developments; disruptions of transportation, including port closures, increased border controls or border closures or reduced transportation availability, due to military conflicts, a global pandemic of contagious diseases; increased energy or transportation costs; fluctuations in currency exchange rates and financial markets; and increased security threats to our supply chain. For example, the United States has recently enacted and proposed to enact new tariffs. These developments, the perception they could occur, or changes to the existing exemption framework may have a material adverse effect on global economic conditions and may significantly reduce global trade. Many of these risks are rapidly evolving and subject to an accelerating pace of change. Our business could be adversely impacted if we are unable to successfully manage these and other risks of global operations in an increasingly volatile environment. In addition, in many countries, the laws and regulations applicable to us or our industry are evolving, and we have in certain cases become subject to divergent and conflicting laws and regulations across our operations, which has increased the risks we are subject to.

We may be unable to capitalize on previous or future acquisitions: In addition to internally developed products, we invest in new products and technologies through acquisitions, including our acquisition of Inari in 2025. Such investments are inherently risky, and we cannot guarantee that any acquisition will be successful or will not have a material unfavorable impact on us. The risks include the activities required and resources allocated to integrate new businesses, a slower pace of integration than initially projected, diversion of management time that could adversely affect management's ability to focus on other

projects, the inability to realize the expected benefits, savings or synergies from the acquisition, the loss of key personnel, litigation resulting from the acquisition and exposure to unexpected liabilities of acquired companies. Certain acquisitions are subject to antitrust and competition laws, and antitrust scrutiny by regulatory agencies and changes to the regulatory approval process in the United States and foreign jurisdictions may cause approvals to take longer than anticipated to obtain, not be obtained at all, or contain burdensome conditions, which may jeopardize, delay or reduce the anticipated benefits of acquisitions to us and could impede the execution of our business strategy. In addition, we cannot be certain that the businesses we acquire will become or remain profitable.

We, our business partners or our third-party vendors could experience a material failure or breach of a key information technology system, network, process or site: We rely extensively on information technology (IT) systems to conduct business. In addition, we rely on networks and services, including internet sites, cloud and software-as-a-service solutions, data hosting and processing facilities and tools and other hardware, software (including open-source software) and technical applications and platforms, some of which are managed, hosted, provided and/or used by third parties or their vendors, to assist in conducting our business. Furthermore, numerous and evolving cybersecurity threats have posed, and will continue to pose, risks to the security of our IT systems, networks and product offerings, as well as the confidentiality, availability and integrity of our data. Emerging technologies such as generative AI may be used by malicious actors to create more targeted phishing narratives, spread disinformation about us or our products or otherwise strengthen social engineering capabilities. An increasing risk of civil unrest, political tensions, wars or other military conflicts may also impact the cybersecurity threat risk landscape. Some of our products, services, and information technology systems contain or use open-source software which poses particular risks, including potential security vulnerabilities, licensing compliance issues and quality issues. We, our customers and third-party hosting services have experienced, and expect to continue to experience, security breaches of, unauthorized access to, and disruptions of, products or systems. While such breaches, unauthorized access and disruptions have not had a material effect on us to date, we cannot guarantee that any future breach or unauthorized access will not be material and any breach or unauthorized access could impact the use of such products and systems and the security of information stored therein. Although we have made investments and expect to continue to make investments seeking to address these threats, including monitoring of networks and systems, use of AI, hiring of experts, employee training, security policies for employees and third-party providers and designing, developing and maintaining processes and procedures to come into compliance with regulatory and legal enactments such as Section 524B of the Federal Food, Drug, and Cosmetic Act in the United States, the techniques used in these attacks change frequently and may be difficult to detect for periods of time and we may face difficulties in anticipating and implementing adequate preventative measures.

When cybersecurity or other technology related incidents occur, we follow our incident response protocols and address them in accordance with applicable governmental regulations and other legal requirements. Our response to these incidents and our investments to protect our product offerings and information technology infrastructure and data may not shield us from significant losses and potential liability or prevent any future interruption or breach of our systems. Moreover, given the

increasing complexity and sophistication of the techniques used by threat actors to obtain unauthorized access or disable or degrade systems, a cyberattack could occur and persist for an extended period of time before being detected, and we may not anticipate these acts or mitigate them adequately or timely, which may compound damages before the incident is discovered or remediated. The extent of a particular cyber incident and the steps that we may need to take to investigate the incident may not be immediately clear, and it may take a significant amount of time before such investigation can be completed and full and reliable information about the incident is known. New regulations may require us to disclose information about a material cybersecurity incident before it has been resolved or fully investigated. Additionally, as threats continue to evolve and increase, and as the regulatory environment and customer requirements related to information security, data collection and use, and privacy become increasingly rigorous, we may be required to devote significant additional resources to modify and enhance our security controls and to identify and remediate any security vulnerabilities, which could adversely impact our net income. In addition, a significant number of our employees working remotely has exposed us, and may continue to expose us, to greater risks related to cybersecurity and cyber-liability.

Hardware and software failures or delays in our key information technology systems, networks, processes or sites could disrupt our operations, cause the loss of confidential information or otherwise adversely impact our business. Our systems, networks, processes and sites may be vulnerable to damage, disruptions and shutdown from a variety of sources, including malfunctions in maintenance updates or security patches, design defects, the age of the technology, network failures, modernization or other initiatives, human acts and natural disasters. For example, some of our information technology systems contain legacy third-party software components for which we depend on a layered security approach to protect against exploitation, which may not be effective. Any such damage or disruptions could also compromise the security of our information systems and networks. These issues can also arise as a result of failures by, or in the software or hardware of, third parties, including networks or service providers, with whom we do business and over whom we have limited or no control. Any disruption or failure of our systems, networks, processes or sites could have a material impact on our business and operations.

If our IT systems, networks or processes are damaged or cease to function properly for any reason, the networks, service providers, hardware or software we rely upon fail to function properly, or we or one of our third-party providers suffer a loss or disclosure of our business or stakeholder information due to any number of causes ranging from catastrophic events or power outages to improper data handling or security breaches or unauthorized access and our business continuity plans do not effectively address these failures on a timely basis, we may be exposed to reputational, competitive and business harm as well as litigation and regulatory action and fines, penalties and expenses related thereto.

An inability to successfully manage the implementation of our new commercial global enterprise resource planning (ERP) system could adversely affect our operations and operating results: We are in the process of implementing a new commercial ERP system. This system will replace many of our existing operating and financial systems. The implementation is a major undertaking, both financially and from a management and personnel perspective. Any material disruptions, delays or deficiencies in the design and implementation of our new ERP

system could adversely affect our ability to process orders, ship products, provide services and customer support, send invoices and track payments, fulfill contractual obligations or otherwise operate our business.

We may be unable to attract, develop and retain executives and key employees: Our sales, technical and other key personnel play an integral role in the development, marketing and selling of new and existing products. Our future performance also depends in large part on the continued services of our senior management. If we are unable to recruit, hire, develop and retain a talented, competitive workforce in our highly competitive industry, or if we are unable to plan effective succession for the future, we may not be able to meet our strategic business objectives. Inflationary pressures, labor demand and shortages and other macroeconomic factors have increased and could further increase the cost of labor and could harm our ability to recruit, hire and retain talented employees. In addition, increased unionization could negatively impact our labor costs and ability to create an engaging, connected culture, which could adversely affect our ability to recruit, hire, develop and retain a talented, competitive workforce. Further, if we are unable to maintain competitive and equitable compensation and benefit programs, including incentive programs which reward financial and operational performance, our ability to recruit, hire, engage, motivate and retain talent could be negatively affected. Additionally, if we are unable to maintain an inclusive culture that aligns our workforce with our mission and values, it could adversely impact our ability to recruit, hire, develop and retain key talent. Further, our remote and hybrid work practices, and ability to provide flexible and alternative work arrangements may not meet the needs or expectations of our employees, including senior management or other key employees, which could negatively impact our ability to attract and retain highly skilled employees, or may harm our culture and/or decrease employee engagement, which could adversely impact our ability to recruit, hire, develop and retain a talented, competitive workforce.

Effective succession planning is also important to our long-term success. Failure to ensure effective transfer of knowledge and smooth transitions involving executives and other key employees could hinder our strategic planning and execution. Changes in our management team may be disruptive to our business, and any failure to successfully integrate key new hires or promoted employees could adversely affect our business and results of operations. The loss of the services of any of our senior management or other key personnel, or our inability to attract highly qualified senior management and other key personnel, could harm our business. Our ability to execute our business strategy could be impaired if we are unable to replace such persons timely. In addition, recent legal and regulatory changes affect our ability to enforce post-termination obligations from certain employees with respect to non-competition, non-solicitation and protection of confidential information. This may negatively impact our ability to retain employees and protect our information and relationships with customers and other third parties.

Interruption of manufacturing operations could adversely affect our business: We and our suppliers have manufacturing and supply sites all over the world. However, the manufacturing of certain of our product lines is concentrated in one or more plants or geographic regions. We have principal manufacturing and distribution facilities in the United States in Arizona, California, Florida, Illinois, Indiana, Michigan, Minnesota, New Jersey, Puerto Rico, Tennessee, Texas, Utah and Washington, and outside the United States in China, France, Germany,

Ireland, Mexico, the Netherlands, Poland, Switzerland and Turkey. Damage to our facilities, to our suppliers' or service providers' facilities, or to our central distribution centers as a result of natural disasters, fires, explosions or otherwise, as well as issues in our manufacturing arising from a failure to follow specific internal protocols and procedures, compliance concerns relating to the quality systems regulation, equipment breakdown or malfunction, IT system failures or cybersecurity incidents, environmental hazard incidents or changes to environmental regulations or other factors, could adversely affect the availability of our products. In the event of an interruption in manufacturing, we may be unable to move quickly to alternate means of producing and distributing affected products to meet customer demand. In the event of a significant interruption, we may experience lengthy delays in resuming production or distribution of affected products due to the need for regulatory approvals, and we may experience loss of market share, additional expense and harm to our reputation.

Our insurance program may not be adequate to cover future losses: We maintain third-party insurance to cover our exposure to certain property and casualty losses and are self-insured for claims and expenses related to other property and casualty losses, including product liability, intellectual property infringement and enforcement, environmental, and cybersecurity and data privacy losses. We manage a portion of our exposure to self-insured losses through a wholly-owned captive insurance company. Insurance coverage limits provided by third-party insurers and/or our captive insurance company may not be sufficient to fully cover certain losses we may experience.

We have experienced, and may continue to experience, a significant and unpredictable need to adjust our operations as market demand for certain of our products has shifted and continues to shift or as may be mandated by governmental authorities: Some of our products are particularly sensitive to reductions in elective medical procedures. It is not possible to predict whether elective medical procedures will be suspended or reduced in the future and, to the extent individuals and customers are required to delay or cancel elective procedures, our business, cash flows, financial condition and results of operations could be negatively affected. Further, our customers have experienced, and may continue to experience, staffing shortages that may result in decreased demand for our products, which could negatively affect our business and financial results.

Unpredictable increases in demand for certain of our products have exceeded in the past, and could exceed in the future, our capacity to meet such demand timely, which could adversely affect our customer relationships and result in negative publicity. In this regard, the accelerated development and production of products and services to address medical and other requirements could increase the risk of regulatory enforcement actions, product defects or related claims or reputational harm, among other things.

Our use of AI and other emerging technologies could adversely impact our business and financial results: We have begun to deploy AI and other emerging technologies in various facets of our operations and products and we continue to explore further use cases. The rapid advancement of these technologies presents opportunities for us in research, manufacturing, commercialization, and other business endeavors, but also entails risks, including that AI-generated content, analyses, or recommendations we utilize could be deficient, that our competitors may more quickly or effectively adopt AI capabilities, or that our use of AI or other emerging

technologies increases regulatory, cybersecurity and other significant risks. In addition, any disruption or failure in the AI functionality we incorporate into our business activities, products or services could adversely impact our business or result in delays or errors in our product offerings. The legal and regulatory landscape surrounding AI technologies is rapidly evolving and uncertain, including in the areas of intellectual property, cybersecurity and privacy and data protection. Compliance with new or changing laws, regulations or industry standards relating to AI may impose significant costs on us and limit our ability to effectively develop, deploy or use AI technologies. Furthermore, if we are unable to effectively manage the use of AI technologies by our employees and service providers, our confidential information, intellectual property and reputation could be put at risk. Failure to appropriately respond to this evolving landscape may result in reputational, competitive and business harm as well as litigation and regulatory action and fines, penalties and expenses related thereto.

Pandemics and public health emergencies, and the fear thereof, have in the past materially adversely affected and could in the future materially adversely affect, our operations, supply chain, manufacturing, product distribution, customers and other business activities:

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In connection with prior pandemics, governmental authorities and private enterprises implemented, and may in the future implement in connection with another pandemic or public health emergency (or in response to the fear thereof), measures, such as travel bans and restrictions, quarantines, shelter-in-place orders and shutdowns. Our customers, global suppliers, distributors and manufacturing facilities have in the past been, and could in the future be, materially affected by restrictive measures implemented in response to a pandemic or public health emergency, which has in the past caused and could in the future cause them to be unable to hire and retain employees, distribute or use our products or provide required services. We have as a result experienced, and could in the future experience, delays in, or the suspension of, our manufacturing operations, sales activities, research and product development activities, regulatory work streams, clinical development programs and other important commercial functions, which may result in our inability to satisfy consumer demand for our products in a timely manner or at all and which could harm our reputation, future sales and profitability. The extent of any future pandemic or public health emergency's effect on our business and industry will depend on, among other things, the severity of the disease, the successful development, distribution and acceptance of vaccines for diseases, future resurgences and/or the spread of disease variants, all of which are uncertain and difficult to predict. The COVID-19 pandemic materially impacted us, and any future pandemic or public health emergency could materially impact us and would heighten many of the other risks described in this report.

LEGAL AND REGULATORY RISKS

Current economic and political conditions make tax rules in jurisdictions subject to significant change: Our future results of operations could be affected by changes in the effective tax rate as a result of changes in tax laws, regulations and judicial rulings. We are continuing to evaluate the impact of tax reform in

the countries in which we operate as new guidance is published and new regulations are adopted. In addition, further changes in the tax laws could arise, including as a result of the base erosion and profit shifting project undertaken by the Organisation for Economic Cooperation and Development (OECD). The OECD, which represents a coalition of member countries, has put forth two proposed frameworks that revise the existing profit allocation and nexus rules (Pillar 1) and ensure a minimal level of taxation (Pillar 2), respectively, and several countries enacted tax legislation based on these frameworks. In January 2026 the OECD released Administrative Guidance containing the Side-by-Side system (SbS System) and introduced two new Pillar 2 safe harbors for multinationals headquartered in jurisdictions including the United States with eligible tax systems. The safe harbors must now be legislated domestically by each country with enacted Pillar 2 legislation impacted by the new OECD Administrative Guidance. These tax law changes and any additional contemplated tax law changes could impact tax expense in future periods.

We could be negatively impacted by future changes in the allocation of income to each of the income tax jurisdictions in which we operate: We operate in multiple income tax jurisdictions both in the United States and internationally. Accordingly, our management must determine the appropriate allocation of income to each jurisdiction based on current interpretations of complex income tax regulations. Income tax authorities regularly perform audits of our income tax filings. Income tax audits associated with the allocation of income and other complex issues, including inventory transfer pricing and cost sharing, product royalty and foreign branch arrangements, may require an extended period to resolve and may result in significant income tax adjustments including the assessment of additional income taxes, interest and penalties. For example, we received a final audit report and assessments from the German Federal Central Tax Office ("FCTO") related to audits of tax years 2010 through 2017. Although we intend to defend our filing positions through the FCTO independent appeals process and, if necessary, litigation, there can be no assurance that we will be successful. If the resolution of this matter results in additional German income taxes, we intend to seek associated foreign tax credits, but such credits may not be available on a timely basis or at all, or may not fully offset any additional liability. Any such outcome could materially adversely affect our business, financial condition and results of operations. See Note 11 to our Consolidated Financial Statements for more information.

The impact of healthcare reform legislation on our business remains uncertain: Several markets where we sell our products are making efforts to expand access to healthcare or health insurance coverage while decreasing costs. These efforts may have a direct or unintended negative impact on access to medical technology and could have a significant effect on our business. Both in the United States and internationally, governmental authorities may make legislative or administrative reforms to existing reimbursement programs, make adverse decisions relating to our products' coverage or reimbursement, or make changes to patient access to healthcare, all of which could adversely impact the demand for and usage of our products or the prices that our customers are willing to pay for them. We cannot predict what healthcare programs and regulations could ultimately be implemented at the federal or state level or the effect that any future legislation or regulation in the United States may have on our business. Similarly, we cannot predict the impact that healthcare reform legislation in other countries where we sell our products may have on our business.

We are subject to extensive governmental regulation relating to the classification, manufacturing, sterilization, licensing, labeling, marketing and sale of our products: The classification, manufacturing, sterilization, licensing, labeling, marketing and sale of our products are subject to extensive and evolving regulations and rigorous regulatory enforcement by the FDA, state governments, European Union and other governmental authorities in the United States and internationally. These governmental authorities may impose additional requirements or limits on the methods, procedures or agents we use to manufacture and sterilize our products, which could have a negative impact on our business. For example, governmental authorities in the United States and internationally have or are considering adopting regulations on the use of per- and polyfluoroalkyl substances. In addition, the process of obtaining licenses, regulatory clearances and/or approvals to market and sell our products can be costly and time consuming and the clearances and/or approvals might not be granted timely. We have ongoing responsibilities under the laws and regulations applicable to the manufacturing of products within our facilities and those contracted by third parties that are subject to periodic inspections by the FDA, state Boards of Pharmacy and other governmental authorities to determine compliance with the quality system, medical device reporting regulations and other requirements. We may also be subject to legal obligations in some countries that require disclosure or sharing of proprietary information. We incur significant costs to comply with regulations, including the MDR. If we fail to comply with applicable regulatory requirements, we may be subject to a range of sanctions, including substantial fines, warning letters that require corrective action, product seizures, recalls, import restrictions, the suspension of product manufacturing or sales, revocation of approvals, exclusion from future participation in government healthcare programs, substantial fines and criminal prosecution.

We are subject to federal, state and foreign healthcare regulations, including anti-bribery, anti-corruption, anti-kickback and false claims laws, globally and could face substantial penalties if we fail to comply with such regulations and laws: The relationships that we, and third parties that market and/or sell our products, have with healthcare professionals, such as physicians, hospitals, healthcare organizations and others, are subject to scrutiny under various state and federal laws often referred to collectively as healthcare fraud and abuse laws. In addition, the United States and foreign government regulators have increased the enforcement of the Foreign Corrupt Practices Act (FCPA) and other anti-bribery and anti-kickback laws. We also must comply with a variety of other laws that impose extensive tracking and reporting related to all transfers of value provided to certain healthcare professionals and others. These laws and regulations are broad in scope and are subject to evolving interpretation and we have in the past been, and in the future could be, required to incur substantial costs to investigate, audit and monitor compliance or to alter our practices. Violations or alleged violations of these laws have in the past resulted and could in the future result in investigations, litigation or government proceedings, and we have been and may in the future be subject to criminal or civil penalties and sanctions, including substantial fines, imprisonment of current or former employees and exclusion from participation in governmental healthcare programs. For example, in 2013 and 2018 we settled claims brought by the SEC related to the FCPA. Pursuant to these settlements, we paid fines and penalties and retained an independent compliance consultant. We continue to implement recommendations that resulted from the independent

compliance consultant's review of our commercial practices to enhance our commercial business practices. In addition, as disclosed in our prior filings, we were previously contacted by the SEC, the United States Department of Justice, and other regulatory authorities involving whether certain business activities in certain foreign countries violated provisions of the FCPA and analogous local laws. We have completed our investigation into these matters. On April 1, 2025, and December 16, 2025, we were informed by the DOJ and SEC, respectively, that each agency had closed its inquiry. We are currently responding to inquiries by certain foreign authorities arising in the normal course of business, however, we do not expect these matters to have a material effect, if any, on our financial statements.

We are subject to privacy, data protection and data security regulations and laws globally, and could face substantial penalties if we fail to comply with such regulations and laws: We are subject to a variety of laws and regulations globally regarding privacy, data protection and data security, including those related to the collection, storage, handling, use, disclosure, transfer and security of personally identifiable healthcare information and the development and use of AI in sharing certain data. For example, in the United States, privacy and security regulations under the Health Insurance Portability and Accountability Act of 1996, including the expanded requirements under the Health Information Technology for Economic and Clinical Health Act of 2009, establish comprehensive standards with respect to the use and disclosure of protected health information (PHI), by covered entities, in addition to setting standards to protect the confidentiality, integrity and security of PHI. Regulators are also imposing new data privacy and security requirements, including new and greater monetary fines for privacy violations. For example, the European Union's General Data Protection Regulation (GDPR) established rules regarding the handling of personal data. Non-compliance with the GDPR may result in monetary penalties of up to 4% of total company revenue. Various government authorities within the United States and around the world have imposed or are considering similar types of laws and regulations, data breach reporting and penalties for non-compliance or unauthorized disclosure and increasing security requirements. These laws and regulations are broad in scope and are subject to evolving interpretation and enforcement and we have in the past been, and in the future could be, required to incur substantial costs to monitor compliance or to alter our practices. As new privacy-related laws and AI-related regulations are implemented, the time and resources needed for us to comply with such laws and regulations, as well as our potential liability for non-compliance and reporting obligations in the case of data breaches, have increased and may further increase.

We may be adversely affected by product liability claims, unfavorable court decisions or legal settlements: We are exposed to potential product liability risks inherent in the design, manufacture and marketing of medical devices, many of which are implanted in the human body for long periods of time or indefinitely. We are currently defendants in a number of product liability matters, including those relating to our Rejuvenate and ABGII Modular-Neck hip stems, LFIT Anatomic CoCr V40 Femoral Heads and the product liability lawsuits and claims relating to Wright Medical Group N.V. (Wright) legacy hip products discussed in Note 7 to our Consolidated Financial Statements. These matters are subject to uncertainties and outcomes are not predictable. Further, the European Representative Actions Directive (the Collective Redress Directive) mandates a class action regime in each EU member

state to facilitate domestic and cross-border class actions in a wide range of areas, including product liability claims with medical devices. The European Product Liability Directive was revised in 2024 and will become fully adopted into each member state's national laws by December 9, 2026. The revised Product Liability Directive and Collective Redress Directive exposes us to additional litigation risks and could result in significant legal expenses. In addition, we may incur significant legal expenses or reputational damage for product liability claims regardless of whether we are found to be liable.

Intellectual property litigation and infringement claims could cause us to incur significant expenses or prevent us from selling certain of our products: The medical device industry is characterized by extensive intellectual property litigation and, from time to time, we are the subject of claims of infringement or misappropriation. Regardless of the outcome, such claims are expensive to defend and divert management and operating personnel from other business issues. A successful claim or claims of patent or other intellectual property infringement against us could result in payment of significant monetary damages and/or royalty payments or negatively impact our ability to sell current or future products in the affected category.

Dependence on intellectual proprietary rights and failing to protect such rights or to be successful in litigation related to such rights may impact offerings in our product portfolios: Our long-term success largely depends on our ability to market technologically competitive products. If we fail to obtain or maintain adequate intellectual property protection, it could allow others to sell products that directly compete with proprietary features in our product portfolio. Also, our issued patents may be subject to claims challenging their validity and scope and raising other issues. In addition, currently pending or future patent applications may not result in issued patents and the expiration of patents may lead to a loss of exclusive rights and/or increased competition.

MARKET RISKS

We have exposure to exchange rate fluctuations on cross border transactions and translation of local currency results into United States Dollars: We report our financial results in United States Dollars and approximately 24% of our net sales are denominated in foreign currencies, including the Australian Dollar, British Pound, Canadian Dollar, Euro and Japanese Yen. Cross border transactions with external parties, financing transactions in currencies other than the United States Dollar and intercompany relationships result in increased exposure to foreign currency exchange effects. While we use derivative instruments to manage the impact of currency exchange, our hedging strategies may not be successful, and our unhedged exposures continue to be subject to currency fluctuations. In addition, the weakening or strengthening of the United States Dollar results in favorable or unfavorable translation effects when the results of our foreign locations are translated into United States Dollars. Currency exchange rates continue to be volatile, and these currency fluctuations have affected, and may continue to affect, our results of operations.

Additional capital that we may require in the future may not be available to us or may only be available to us on unfavorable terms, which could negatively affect our liquidity: Our future capital requirements will depend on many factors, including operating requirements, current and future acquisitions and the need to refinance existing debt. Our ability to issue additional debt or enter into other financing arrangements on acceptable terms could be adversely affected by our debt

levels, unfavorable changes in economic conditions or uncertainties that affect the capital markets. Changes in credit ratings issued by nationally recognized credit rating agencies could also adversely affect our access to and cost of financing. Higher borrowing costs or the inability to access capital markets could adversely affect our ability to support future growth and operating requirements. In addition, we have experienced, and could in the future experience, loss of sales and profits due to delayed payments or insolvency of healthcare professionals, hospitals and other customers and suppliers facing liquidity issues due to the current macroeconomic environment, type and number of conditions being treated or for other reasons. As a result, we may be compelled to take additional measures to preserve our cash flow, including through the reduction of operating expenses or suspension of dividend payments.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE RISKS

We could be negatively impacted by evolving requirements and expectations related to corporate responsibility and sustainability-related matters, including those related to climate: Governments, investors, customers, employees and other stakeholders have been focused on corporate responsibility practices and disclosures, and expectations in this area continue to rapidly evolve, including in diverging directions. On occasion, we announce new initiatives and make disclosures, including goals, relating to various corporate responsibility matters. Implementation of these initiatives involves risks and uncertainties, requires investments and depends in part on third-party performance or data that is outside our control. We cannot guarantee that we will achieve our announced corporate responsibility initiatives. If we fail or are perceived to have failed to achieve previously announced initiatives or goals, comply with corporate responsibility laws and regulations, meet evolving expectations or accurately disclose our progress, we could face legal and regulatory proceedings and our reputation, business, financial condition and results of operations could be adversely impacted. Furthermore, there is no guarantee that we will satisfy the evolving and diverging expectations of our various stakeholders on corporate responsibility matters, and a failure to satisfy the expectations of any key stakeholder group could result in, among other things, reduced demand for our products, reduced profits, increased investigations and litigation and an increased risk of reputational damage. If we are unable to satisfy evolving and diverging expectations on these matters, certain investors and other stakeholders may conclude that our policies and/or actions with respect to corporate responsibility matters are inadequate or undesirable.

Physical weather events, as well as legal, regulatory or market measures related to environmental, climate and other sustainability matters, could adversely affect our operations and operating results: Weather-related events and evolving environmental conditions may result in operational, supply chain and infrastructure disruptions. Such events, including hurricanes, tornadoes, wildfires, droughts, extreme temperatures, flooding, and other natural disasters, could damage our facilities and products, or those of our suppliers, disrupt manufacturing and distribution, reduce workforce availability, increase raw material and component costs, increase liabilities, or adversely affect the operations of hospitals, medical care facilities and other customers, any of which could negatively impact our results of operations. In addition, sustainability-related matters continue to be the subject of regulatory, legal and market attention. Regulatory requirements and enforcement approaches may evolve, differ by jurisdiction, or change over time, including through the adoption, modification, interpretation, or enforcement

of environmental laws and regulations. Such developments may increase compliance costs, create uncertainty, affect raw material availability and sourcing, require operational changes, or otherwise adversely affect our manufacturing, supply chain, distribution activities or operating results.

ITEM 1B. UNRESOLVED STAFF COMMENTS.

None.

ITEM 1C. CYBERSECURITY.

RISK MANAGEMENT AND STRATEGY

We review cybersecurity risk as part of our overall enterprise risk management program. This ensures that cybersecurity risk management remains a top priority in our business strategy and operations.

MANAGEMENT'S ROLE IN MANAGING RISK

Primary management responsibility for assessing, monitoring and managing our cybersecurity risks rests with our chief information security officer ("CISO"). Our current CISO has over 30 years of experience in information technology and cybersecurity in the United States military, retail and healthcare sectors and oversees our team of cybersecurity professionals. The CISO is regularly informed about recent developments in cybersecurity, including potential threats and innovative risk management techniques.

The CISO implements and oversees processes for the regular monitoring of our information systems. We use various tools and methodologies to manage cybersecurity risk that are tested regularly. We also monitor and evaluate our cybersecurity posture and performance on an ongoing basis through regular vulnerability scans, penetration tests and threat intelligence feeds. In addition, we engage third-party consultants to conduct annual cybersecurity assessments and to conduct audits for compliance with regulatory, Sarbanes-Oxley Act, Service Organization Control Type 2 and International Organization for Standardization standards. We also engage third parties to assess our cybersecurity maturity and risk management programs.

We use a cross-departmental approach to addressing cybersecurity risk, with our cybersecurity, product security and legal teams presenting quarterly on key topics to a committee of leaders in technology, legal, finance, regulatory and corporate affairs functions. This leadership committee meets quarterly to ensure that we have input and oversight from critical stakeholders into our cybersecurity program and evolving issues.

The CISO oversees a training and awareness program for employees to take part in protecting the Company against cybersecurity risks. We have implemented annual mandatory security education to help employees understand cybersecurity risks and comply with our cybersecurity policies. Additionally, we provide frequent communications around pertinent cybersecurity topics and policies to all employees. We also provide additional cybersecurity and data protection training to employees in certain roles.

As part of our cybersecurity risk management program, we also conduct cybersecurity, data protection, and privacy assessments on all third parties who integrate with Stryker's data, network, systems and products. We use a combination of internal and external tools to confirm that these third parties meet our security requirements. We leverage standard industry threat model and privacy impact assessment concepts to confirm that data minimization and adequate data protections are in place. We perform supplemental reviews as necessary, commensurate with the risk associated with each vendor.

In the event of a cybersecurity incident, we have an incident response plan that includes immediate actions to mitigate the impact and long-term strategies for remediation and prevention of future incidents. The cybersecurity and product security teams routinely practice this plan with functions across the organization. We conduct tabletop exercises with senior management, during which we practice the procedures in place to ensure that potentially material cybersecurity risks and incidents are escalated to management and the Board of Directors where applicable.

GOVERNANCE

Cybersecurity risks are overseen by the full Board of Directors and the Audit Committee. The Audit Committee is central to the Board of Directors' oversight of cybersecurity risks and bears the primary responsibility for overseeing cybersecurity risk. The Audit Committee actively participates in strategic decisions related to cybersecurity, offering guidance and approval for major cybersecurity initiatives. This involvement ensures that cybersecurity considerations are integrated into our broader strategic objectives.

Our CISO provides comprehensive updates to the Audit Committee at least three times a year and the full Board of Directors periodically. These briefings include a range of topics, including:

- Current cybersecurity landscape and emerging threats;
- Status of ongoing cybersecurity initiatives and strategies;
- Incident reports and learnings from any cybersecurity events;
- Metrics demonstrating company and industry-standard prevention of common threats; and
- Regulatory changes impacting cybersecurity requirements and strategy.

The Board of Directors is aware of the critical nature of managing risks associated with cybersecurity threats and is actively engaged in our cybersecurity risk management strategy.

RISKS FROM CYBERSECURITY THREATS

Although cybersecurity risks have not materially affected us, including our business strategy, results of operations or financial condition, to date, we face numerous and evolving cybersecurity threats in our business. For more information about the cybersecurity risks we face, see the risk factor entitled "We, our business partners or our third-party vendors could experience a material failure or breach of a key information technology system, network, process or site" in Item 1A. Risk Factors.

ITEM 2. PROPERTIES.

We have approximately 27 company-owned and 306 leased locations worldwide including 55 manufacturing locations. We believe that our properties are in good operating condition and adequate for the manufacture and distribution of our products. We do not anticipate difficulty in renewing existing leases as they expire or in finding alternative facilities.

ITEM 3. LEGAL PROCEEDINGS.

We are involved in various ongoing proceedings, legal actions and claims arising in the normal course of our business, including proceedings related to product, labor, tax, intellectual property and other matters. Refer to Notes 7 and 11 to our Consolidated Financial Statements for further information.

ITEM 4. MINE SAFETY DISCLOSURES.

Not applicable.

PART II

ITEM 5. MARKET FOR THE REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES.

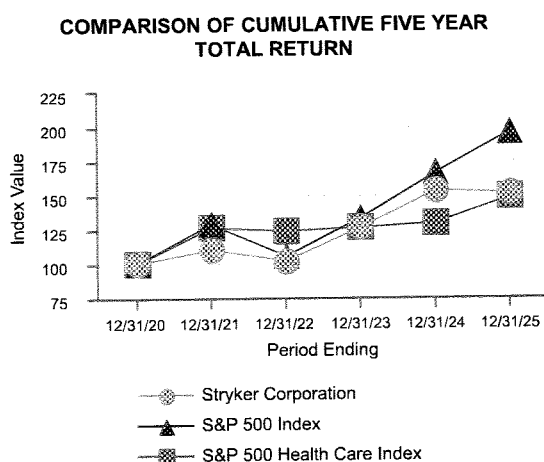
Our common stock is traded on the New York Stock Exchange under the symbol SYK.

Our Board of Directors considers payment of cash dividends at its quarterly meetings. On January 31, 2026 there were 2,323 shareholders of record of our common stock.

We did not repurchase any shares in the three months ended December 31, 2025 and the total dollar value of shares that could be acquired under our authorized repurchase program at December 31, 2025 was \$1,033.

In the fourth quarter 2025 we did not issue shares of our common stock as performance incentive awards to employees. When issued, these shares are not registered under the Securities Act of 1933 based on the conclusion that the awards are not events of sale within the meaning of Section 2(a)(3) of the Act.

The following graph compares our total returns (including reinvestment of dividends) against the Standard & Poor's (S&P) 500 Index and the S&P 500 Health Care Index. The graph assumes \$100 (not in millions) invested on December 31, 2020 in our common stock and each of the indices.



Company / Index	2020	2021	2022	2023	2024	2025
Stryker Corporation	\$100.00	\$110.22	\$102.05	\$126.33	\$153.30	\$151.03
S&P 500 Index	\$100.00	\$128.71	\$105.40	\$133.10	\$166.40	\$196.16
S&P 500 Health Care Index	\$100.00	\$126.13	\$123.67	\$126.21	\$129.46	\$148.36

Dollar amounts in millions except per share amounts or as otherwise specified.

ITEM 6. SELECTED FINANCIAL DATA.

Statement of Earnings Data	2025	2024	2023	2022	2021
Net sales	\$ 25,116	\$ 22,595	\$ 20,498	\$ 18,449	\$ 17,108
Cost of sales	9,051	8,155	7,440	6,871	6,140
Gross profit	\$ 16,065	\$ 14,440	\$ 13,058	\$ 11,578	\$ 10,968
Research, development and engineering expenses	1,623	1,466	1,388	1,454	1,235
Selling, general and administrative expenses	8,651	7,685	7,111	6,386	6,266
Amortization of intangible assets	732	623	635	627	619
Goodwill and other impairments	170	977	36	270	264
Total operating expenses	\$ 11,176	\$ 10,751	\$ 9,170	\$ 8,737	\$ 8,384
Operating income	\$ 4,889	\$ 3,689	\$ 3,888	\$ 2,841	\$ 2,584
Interest expense	(607)	(409)	(363)	(341)	(354)
Other income	232	212	148	183	51
Earnings before income taxes	\$ 4,514	\$ 3,492	\$ 3,673	\$ 2,683	\$ 2,281
Income taxes	1,268	499	508	325	287
Net earnings	\$ 3,246	\$ 2,993	\$ 3,165	\$ 2,358	\$ 1,994
Net earnings per share of common stock:					
Basic	\$ 8.49	\$ 7.86	\$ 8.34	\$ 6.23	\$ 5.29
Diluted	\$ 8.40	\$ 7.76	\$ 8.25	\$ 6.17	\$ 5.21
Dividends declared per share of common stock	\$ 3.400	\$ 3.240	\$ 3.050	\$ 2.835	\$ 2.585
Balance Sheet Data					
Cash, cash equivalents and current marketable securities	\$ 4,100	\$ 3,743	\$ 3,053	\$ 1,928	\$ 3,019
Accounts receivable, net	4,039	3,987	3,765	3,565	3,022
Inventories	5,310	4,774	4,843	3,995	3,314
Property, plant and equipment, net	3,876	3,448	3,215	2,970	2,833
Total assets	\$ 47,844	\$ 42,971	\$ 39,912	\$ 36,884	\$ 34,631
Accounts payable	1,799	1,679	1,517	1,413	1,129
Total debt	15,859	13,597	12,995	13,048	12,479
Shareholders' equity	\$ 22,420	\$ 20,634	\$ 18,593	\$ 16,616	\$ 14,877
Cash Flow Data					
Net cash provided by operating activities	\$ 5,044	\$ 4,242	\$ 3,711	\$ 2,624	\$ 3,263
Purchases of property, plant and equipment	761	755	575	588	525
Depreciation	461	427	393	371	371
Acquisitions, net of cash acquired	4,960	1,628	390	2,563	339
Amortization of intangible assets	732	623	635	627	619
Payments of dividends	1,284	1,219	1,139	1,051	950
Other Data					
Number of shareholders of record	2,334	2,520	2,518	2,533	2,551
Approximate number of employees	56,000	53,000	52,000	51,000	46,000

Dollar amounts in millions except per share amounts or as otherwise specified.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.**About Stryker**

Stryker is a global leader in medical technologies and, together with our customers, we are driven to make healthcare better. We offer innovative products and services in MedSurg, Neurotechnology, and Orthopaedics that help improve patient and healthcare outcomes. Alongside our customers around the world, we impact more than 150 million patients annually. Our goal is to achieve sales growth at the high-end of the medical technology (MedTech) industry and maintain our long-term capital allocation strategy that prioritizes: (1) Acquisitions, (2) Dividends and (3) Share repurchases.

We segregate our operations into two reportable business segments: (i) MedSurg and Neurotechnology and (ii) Orthopaedics. MedSurg and Neurotechnology products include surgical equipment and navigation systems (Instruments), endoscopic and communications systems (Endoscopy), patient handling, emergency medical equipment and intensive care disposable products (Medical), minimally invasive products for the treatment of acute ischemic and hemorrhagic stroke and venous thromboembolism (Vascular), a comprehensive line of products for traditional brain and open skull-based surgical procedures; orthobiologic and biosurgery products, including synthetic bone grafts and vertebral augmentation products (Neuro Cranial). Orthopaedics products consist primarily of implants used in hip and knee joint replacements and trauma and extremity surgeries.

Macroeconomic Environment

In 2025 the United States government has announced new tariffs on goods imported into the United States from dozens of countries, including China and the European Union member states. In response, governments have threatened or imposed reciprocal tariffs or taken other measures, and the United States is in the process of negotiating with certain governments. We continue to monitor and evaluate the situation. Tariffs are expected to continue to result in an increase in certain product costs or have adverse impacts on, among other things, demand for our products and supply chains. The overall macroeconomic and geopolitical environment, including tariffs or changes in trade policies, slower economic growth or recession, market volatility and inflation, and uncertainty regarding all of the foregoing, pose risks that could impact our business and results of operations. For more information about these risks, see Item 1A. "Risk Factors."

Overview of 2025

In 2025 we achieved reported net sales growth of 11.2%. Excluding the impact of acquisitions and divestitures, sales grew 10.3% in constant currency. We reported net earnings of \$3,246 and net earnings per diluted share of \$8.40. Excluding the impact of certain items, we achieved adjusted net earnings⁽¹⁾ of \$5,267 and adjusted net earnings per diluted share⁽¹⁾ of \$13.63 representing growth of 11.8%.

We continued our capital allocation strategy by investing \$4,960 in acquisitions and paying \$1,284 in dividends to our shareholders.

In 2025 we completed various acquisitions for total consideration of \$4,960, net of cash acquired. Refer to Note 6 to our Consolidated Financial Statements for further information.

In February 2025 we entered into a new revolving credit agreement that replaces our previous agreement dated October 2021. The primary changes included increasing the aggregate principal amount of the facility by \$750 to \$3,000 and extending the maturity date to February 25, 2030. On December 31, 2025 there were no borrowings outstanding under our revolving credit facility or our commercial paper program which allows for maturities up to 397 days from the date of issuance. The maximum amount of our commercial paper that can be outstanding at any time is \$3,000.

In February 2025 we issued \$500 of 4.550% senior unsecured notes due February 10, 2027, \$700 of 4.700% senior unsecured notes due February 10, 2028, \$800 of 4.850% senior unsecured notes due February 10, 2030 and \$1,000 of 5.200% senior unsecured notes due February 10, 2035. In the second quarter 2025 we repaid \$650 of 1.150% senior unsecured notes and in the fourth quarter 2025 we repaid \$750 of 3.375% senior unsecured notes.

⁽¹⁾ Refer to "Non-GAAP Financial Measures" for a discussion of non-GAAP financial measures used in this report and a reconciliation to the most directly comparable GAAP financial measure.

CONSOLIDATED RESULTS OF OPERATIONS

				Percent Net Sales			Percentage Change	
	2025	2024	2023	2025	2024	2023	2025 vs. 2024	2024 vs. 2023
Net sales	\$ 25,116	\$ 22,595	\$ 20,498	100.0 %	100.0 %	100.0 %	11.2 %	10.2 %
Gross profit	16,065	14,440	13,058	64.0	63.9	63.7	11.3	10.6
Research, development and engineering expenses	1,623	1,466	1,388	6.5	6.5	6.8	10.7	5.6
Selling, general and administrative expenses	8,651	7,685	7,111	34.4	34.0	34.7	12.6	8.1
Amortization of intangible assets	732	623	635	2.9	2.8	3.1	17.5	(1.9)
Goodwill and other impairments	170	977	36	0.7	4.3	0.2	nm	nm
Interest expense	(607)	(409)	(363)	(2.4)	(1.8)	(1.8)	48.4	12.7
Other income	232	212	148	0.9	0.9	0.8	9.4	43.2
Income taxes	1,268	499	508	nm	nm	nm	154.1	(1.8)
Net earnings	\$ 3,246	\$ 2,993	\$ 3,165	12.9 %	13.2 %	15.4 %	8.5 %	(5.4)%
Net earnings per diluted share	\$ 8.40	\$ 7.76	\$ 8.25				8.2 %	(5.9)%
Adjusted net earnings per diluted share⁽¹⁾	\$ 13.63	\$ 12.19	\$ 10.60				11.8 %	15.0 %

nm - not meaningful

Geographic and Segment Net Sales

				Percentage Change			
				2025 vs. 2024		2024 vs. 2023	
	2025	2024	2023	As Reported	Constant Currency	As Reported	Constant Currency
Geographic:							
United States	\$ 19,006	\$ 16,943	\$ 15,257	12.2 %	12.2 %	11.0 %	11.0 %
International	6,110	5,652	5,241	8.1	6.4	7.9	9.8
Total	\$ 25,116	\$ 22,595	\$ 20,498	11.2 %	10.7 %	10.2 %	10.7 %
Segment:							
MedSurg and Neurotechnology	\$ 15,647	\$ 13,518	\$ 12,163	15.7 %	15.4 %	11.1 %	11.6 %
Orthopaedics	9,469	9,077	8,335	4.3	3.8	8.9	9.4
Total	\$ 25,116	\$ 22,595	\$ 20,498	11.2 %	10.7 %	10.2 %	10.7 %

Supplemental Net Sales Growth Information

				Percentage Change											
				2025 vs. 2024					2024 vs. 2023						
						United States		International				United States		International	
	2025	2024	2023	As Reported	Constant Currency	As Reported	As Reported	Constant Currency	As Reported	Constant Currency	As Reported	Constant Currency	As Reported	As Reported	Constant Currency
MedSurg and Neurotechnology:															
Instruments	\$ 3,183	\$ 2,834	\$ 2,534	12.3 %	11.9 %	13.0 %	9.5 %	7.5 %	11.9 %	12.1 %	12.5 %		9.5 %	7.7	10.7
Endoscopy	3,807	3,389	3,068	12.3	12.3	12.2	12.8	12.4	10.5	11.0	11.1		(2.0)	(0.3)	
Medical	4,204	3,852	3,459	9.1	8.8	10.0	4.8	2.8	11.4	11.7	14.6		7.9	10.5	
Vascular	1,968	1,307	1,226	50.6	50.0	107.5	14.8	13.4	6.6	8.2	4.7		8.7	10.2	
Neuro Cranial	2,485	2,136	1,876	16.3	15.9	16.5	15.5	13.1	13.9	14.1	15.0				
	\$15,647	\$13,518	\$12,163	15.7 %	15.4 %	17.0 %	11.3 %	9.7 %	11.1 %	11.6 %	12.7 %		5.9 %	7.9 %	
Orthopaedics:															
Knees	\$ 2,656	\$ 2,447	\$ 2,273	8.5 %	8.2 %	7.6 %	11.0 %	9.7 %	7.6 %	8.2 %	6.7 %		10.4 %	12.2 %	
Hips	1,865	1,704	1,544	9.5	8.9	7.4	12.9	11.2	10.3	11.3	7.2		15.9	18.4	
Trauma and Extremities	3,948	3,507	3,147	12.6	11.8	13.1	11.0	8.2	11.4	11.6	12.6		8.3	9.1	
Other	815	712	658	14.5	14.0	18.2	5.3	3.6	8.1	9.6	7.3		10.1	15.4	
	9,284	8,370	7,622	10.9 %	10.3 %	10.9 %	11.0 %	9.0 %	9.8 %	10.4 %	9.3 %		10.9 %	12.8 %	
Spinal Implants	185	707	713	(73.9)	(73.9)	(76.0)	(69.3)	(69.2)	(0.7)	(0.3)	(2.1)		2.5	3.8	
	\$ 9,469	\$ 9,077	\$ 8,335	4.3 %	3.8 %	4.3 %	4.4 %	2.6 %	8.9 %	9.4 %	8.4 %		10.2 %	12.0 %	
Total	\$25,116	\$22,595	\$20,498	11.2 %	10.7 %	12.2 %	8.1 %	6.4 %	10.2 %	10.7 %	11.0 %		7.9 %	9.8 %	

Consolidated Net Sales

Consolidated net sales in 2025 increased 11.2% as reported and 10.7% in constant currency, as foreign currency exchange rates positively impacted net sales by 0.5%. Excluding the 0.4% impact of acquisitions and divestitures, net sales in constant currency increased by 9.9% from increased unit volume and 0.4% due to higher prices. The unit volume increase was primarily due to higher shipments across all businesses.

Consolidated net sales in 2024 increased 10.2% as reported and 10.7% in constant currency, as foreign currency exchange rates negatively impacted net sales by 0.5%. Excluding the 0.5% impact of acquisitions and divestitures, net sales in constant currency increased by 9.1% from increased unit volume and 1.1% due to higher prices. The unit volume increase was due to higher shipments across all MedSurg and Neurotechnology businesses and most Orthopaedics businesses.

MedSurg and Neurotechnology Net Sales

MedSurg and Neurotechnology net sales in 2025 increased 15.7% as reported and 15.4% in constant currency, as foreign currency exchange rates positively impacted net sales by 0.3%. Excluding the 4.7% impact of acquisitions and divestitures, net sales in constant currency increased by 10.0% from increased unit volume and 0.7% due to higher prices. The unit volume increase was due to higher shipments across all MedSurg and Neurotechnology businesses.

MedSurg and Neurotechnology net sales in 2024 increased 11.1% as reported and 11.6% in constant currency, as foreign currency exchange rates negatively impacted net sales by 0.5%. Excluding the 0.4% impact of acquisitions and divestitures, net sales in constant currency increased by 9.5% from increased unit volume and 1.7% due to higher prices. The unit volume increase was due to higher shipments across all MedSurg and Neurotechnology businesses.

Orthopaedics Net Sales

Orthopaedics net sales in 2025 increased 4.3% as reported and 3.8% in constant currency, as foreign currency exchange rates positively impacted net sales by 0.5%. Excluding the 5.7% impact of acquisitions and divestitures, net sales in constant currency increased by 9.6% from increased unit volume partially offset by 0.1% due to lower prices. The unit volume increase was due to higher shipments across most Orthopaedics businesses.

Orthopaedics net sales in 2024 increased 8.9% as reported and 9.4% in constant currency, as foreign currency exchange rates negatively impacted net sales by 0.5%. Excluding the 0.7% impact of acquisitions and divestitures, net sales in constant currency increased by 8.7% from increased unit volume. The unit volume increase was due to higher shipments across all Orthopaedics businesses.

Gross Profit

Gross profit was \$16,065, \$14,440 and \$13,058 in 2025, 2024, and 2023. The key components of the change were:

	Gross Profit Percent Net Sales
2023	63.7 %
Sales pricing	40 bps
Volume and mix	60 bps
Manufacturing and supply chain costs	(40) bps
Inventory stepped up to fair value	(20) bps
Structural optimization and other special charges	(20) bps
2024	63.9 %
Sales pricing	10 bps
Volume and mix	70 bps
Manufacturing and supply chain costs	0 bps
Inventory stepped up to fair value	(60) bps
Structural optimization and other special charges	(10) bps
2025	64.0 %

Gross profit as a percentage of net sales increased to 64.0% in 2025 from 63.9% in 2024 primarily due to higher sales pricing and favorable volume partially offset by higher amortization of inventory stepped up to fair value.

Gross profit as a percentage of net sales increased to 63.9% in 2024 from 63.7% in 2023 due to higher sales pricing and favorable volume offset by higher manufacturing and supply chain costs primarily due to inflationary pressures impacting fixed and variable manufacturing costs as well as higher amortization of inventory stepped up to fair value.

While segment mix was not a significant driver of the change in gross profit as a percent of net sales between 2025, 2024 and 2023, we generally expect segment mix to have an unfavorable impact for the foreseeable future as we anticipate more rapid sales growth in our lower gross margin MedSurg and Neurotechnology segment than our Orthopaedics segment.

Research, Development and Engineering Expenses

Research, development and engineering expenses as a percentage of net sales in 2025 of 6.5% remained flat with 2024.

Research, development and engineering expenses as a percentage of net sales in 2024 decreased to 6.5% from 6.8% in 2023 primarily due to lower spend on medical device regulations in the European Union.

Selling, General and Administrative Expenses

Selling, general and administrative expenses as a percentage of net sales in 2025 increased to 34.4% from 34.0% in 2024 primarily due to higher acquisition-related costs and continued investments to support our growth. A charge of \$139 for share-based awards for Inari employees that vested upon our acquisition is included in 2025.

Selling, general and administrative expenses as a percentage of net sales in 2024 decreased to 34.0% from 34.7% in 2023 primarily due to continued spend discipline and lower charges for structural optimization and certain legal matters partially offset by higher acquisition-related costs.

Amortization of Intangible Assets

Amortization of intangible assets was \$732, \$623 and \$635 in 2025, 2024 and 2023. These amounts include amortization related to intangible assets acquired in 2025 from Inari, 2024 from various acquisitions and 2023 from Cerus Endovascular Limited (Cerus). Refer to Notes 6 and 8 to our Consolidated Financial Statements for further information.

Goodwill and Other Impairments

Goodwill and other impairments of \$170, \$977 and \$36 were recorded in 2025, 2024 and 2023.

In 2024 we recorded goodwill impairment charges of \$456 related to our Spine business and recognized an estimated loss of \$362 as a result of classifying certain assets in our Spinal Implants business as held for sale. Refer to Notes 8 and 16 to our Consolidated Financial Statements for further information.

In 2025, 2024 and 2023 we recorded other impairments of \$109, \$159 and \$36. Refer to Note 15 to our Consolidated Financial Statements for further information.

Operating Income

Operating income was \$4,889, \$3,689 and \$3,888 in 2025, 2024 and 2023. Operating income increased as a percentage of sales to 19.5% in 2025 from 16.3% in 2024 and increased from 19.0% in 2023. Refer to the comments above for discussion of the primary drivers of the change.

MedSurg and Neurotechnology operating income as a percentage of net sales increased to 29.9% in 2025 from 29.6% in 2024. MedSurg and Neurotechnology operating income as a percentage of net sales increased to 29.6% in 2024 from 28.5% in 2023. Orthopaedics operating income as a percentage of net sales increased to 29.8% in 2025 from 28.5% in 2024. Orthopaedics operating income as a percentage of net sales increased to 28.5% in 2024 from 27.2% in 2023. The key components of the change were:

	Operating Income Percent Net Sales	
	MedSurg and Neurotechnology	Orthopaedics
2023	28.5 %	27.2 %
Sales pricing	70 bps	0 bps
Volume	40 bps	70 bps
Manufacturing and supply chain costs	(40) bps	(20) bps
Research, development and engineering expenses	0 bps	10 bps
Selling, general and administrative expenses	40 bps	70 bps
2024	29.6 %	28.5 %
Sales pricing	30 bps	0 bps
Volume	90 bps	30 bps
Manufacturing and supply chain costs	80 bps	(90) bps
Research, development and engineering expenses	(30) bps	50 bps
Selling, general and administrative expenses	(140) bps	140 bps
2025	29.9 %	29.8 %

The increase in MedSurg and Neurotechnology operating income as a percentage of net sales in 2025 from 2024 was primarily driven by higher unit volumes and prices, and lower manufacturing and supply chain costs partially offset by higher selling, general and administrative expenses due to the acquisition of Inari.

The increase in MedSurg and Neurotechnology operating income as a percentage of net sales in 2024 from 2023 was primarily driven by higher unit volumes, higher prices and a decrease in selling, general and administrative expenses as a percentage of sales partially offset by higher manufacturing and supply chain costs.

The increase in Orthopaedics operating income as a percentage of net sales for 2025 from 2024 was primarily by driven lower selling, general and administrative expenses and higher unit volumes partially offset by higher manufacturing and supply chain costs.

The increase in Orthopaedics operating income as a percentage of net sales for 2024 from 2023 was primarily driven by higher sales volumes and a decrease in selling, general and administrative expenses as a percentage of sales partially offset by higher manufacturing and supply chain costs.

Interest Expense

Interest expense was \$607, \$409 and \$363 in 2025, 2024 and 2023. The increase in 2025 from 2024 was due to increased interest expense from our 2025 debt issuances. The increase in 2024 from 2023 was primarily due to the impact of additional interest expense from our 2024 debt issuances.

Other Income

Other income was \$232, \$212 and \$148 in 2025, 2024 and 2023. The increase in 2025 from 2024 was primarily due to higher interest income in 2025. The increase in 2024 from 2023 was primarily due to higher interest income.

Income Taxes

Our effective tax rate was 28.1%, 14.3% and 13.8% for 2025, 2024 and 2023. The effective income tax rate for 2025 increased from 2024 due to the 2025 tax effect of transfers of intellectual property between tax jurisdictions and the 2024 tax effect of the sale of the Spinal Implants business. The effective income tax rate for 2024 increased from 2023 due to the 2023 tax effect of transfers of intellectual property between tax jurisdictions offset by the 2024 tax effect of the sale of the Spinal Implants business.

Our future results of operations could be affected by changes in

the effective tax rate as a result of changes in tax laws, regulations and judicial rulings. We are continuing to evaluate the impact of tax reform in the countries in which we operate as new guidance is published and new regulations are adopted. In addition, further changes in the tax laws could arise, including as a result of the base erosion and profit shifting project undertaken by the Organisation for Economic Cooperation and Development (OECD). The OECD, which represents a coalition of member countries, has put forth two proposed frameworks that revise the existing profit allocation and nexus rules (Pillar 1) and ensure a minimal level of taxation (Pillar 2), respectively, and several countries enacted tax legislation based on these frameworks. In January 2026, the OECD released Administrative Guidance containing the SbS System and introduced two new Pillar 2 safe harbors for multinationals headquartered in jurisdictions including the United States with eligible tax systems. The safe harbors must now be legislated domestically by each country with enacted Pillar 2 legislation impacted by the new OECD Administrative Guidance. These tax law changes and any additional contemplated tax law changes, could impact tax expense in future periods.

Net Earnings

Net earnings for 2025 increased to \$3,246 or \$8.40 per diluted share from \$2,993 or \$7.76 per diluted share in 2024 and \$3,165 or \$8.25 per diluted share in 2023. Refer to the comments above for discussion of the primary drivers of the change.

Non-GAAP Financial Measures

We supplement the reporting of our financial information determined under accounting principles generally accepted in the United States (GAAP) with certain non-GAAP financial measures, including percentage sales growth in constant currency; percentage organic sales growth; adjusted gross profit; adjusted selling, general and administrative expenses; adjusted research, development and engineering expenses; adjusted operating income; adjusted other income (expense), net; adjusted income taxes; adjusted effective income tax rate; adjusted net earnings; and adjusted net earnings per diluted share (Diluted EPS). We believe these non-GAAP financial measures provide meaningful information to assist investors and shareholders in understanding our financial results and assessing our prospects for future performance. Management believes percentage sales growth in constant currency and the other adjusted measures described above are important indicators of our operations because they exclude items that may not be indicative of or are unrelated to our core operating results and provide a baseline for analyzing trends in our underlying businesses. Management uses these non-GAAP financial measures for reviewing the operating results of reportable business segments and analyzing potential future business trends in connection with our budget process and bases certain management incentive compensation on these non-GAAP financial measures. To measure percentage sales growth in constant currency, we remove the impact of changes in foreign currency exchange rates that affect the comparability and trend of sales. Percentage sales growth in constant currency is calculated by translating current and prior year results at the same foreign currency exchange rate. To measure percentage organic sales growth, we remove the impact of changes in foreign currency exchange rates, acquisitions and divestitures, which affect the comparability and trend of sales. Percentage organic sales growth is calculated by translating current year and prior year results at the same foreign currency exchange rates excluding the impact of acquisitions and divestitures. To measure earnings performance on a consistent and comparable basis, we

exclude certain items that affect the comparability of operating results and the trend of earnings. The income tax effect of each adjustment was determined based on the tax effect of the jurisdiction in which the related pre-tax adjustment was recorded. These adjustments are irregular in timing and may not be indicative of our past and future performance. The following are examples of the types of adjustments that may be included in a period:

1. *Acquisition and integration-related costs.* Costs related to integrating recently acquired businesses (e.g., costs associated with the termination of sales relationships, employee retention and workforce reductions, manufacturing integration costs and other integration-related activities), changes in the fair value of contingent consideration, amortization of inventory stepped-up to fair value, specific costs (e.g., deal costs and costs associated with legal entity rationalization) related to the consummation of the acquisition process and legal entity rationalization and acquisition-related tax items.
2. *Amortization of purchased intangible assets.* Periodic amortization expense related to purchased intangible assets.
3. *Structural optimization and other special charges.* Costs associated with employee retention and workforce reductions, the closure or transfer of manufacturing and other facilities (e.g., site closure costs, contract termination costs and redundant employee costs during the work transfers), product line exits (primarily inventory, long-lived asset and specifically-identified intangible asset write-offs), certain long-lived and intangible asset write-offs and impairments and other charges.
4. *Medical device regulations.* Costs specific to updating our quality system, product labeling, asset write-offs and product remanufacturing to comply with the new medical device reporting regulations and other requirements of the European Union.

5. *Recall-related matters.* Changes in our best estimate of the probable loss, or the minimum of the range of probable losses when a best estimate within a range is not known, to resolve the Rejuvenate, LFIT V40, Wright legacy hip products and other product recalls.
6. *Regulatory and legal matters.* Changes in our best estimate of the probable loss, or the minimum of the range of probable losses when a best estimate within a range is not known, to resolve certain regulatory or other legal matters and the amount of favorable awards from settlements.
7. *Tax matters.* Impact of accounting for certain significant and discrete tax items.

Because non-GAAP financial measures are not standardized, it may not be possible to compare these financial measures with other companies' non-GAAP financial measures having the same or similar names. These adjusted financial measures should not be considered in isolation or as a substitute for reported sales growth, gross profit, selling, general and administrative expenses, research, development and engineering expenses, operating income, other income (expense), net, income taxes, effective income tax rate, net earnings and net earnings per diluted share, the most directly comparable GAAP financial measures. These non-GAAP financial measures are an additional way of viewing aspects of our operations when viewed with our GAAP results and the reconciliations to corresponding GAAP financial measures at the end of the discussion of Consolidated Results of Operations below. We strongly encourage investors and shareholders to review our financial statements and publicly-filed reports in their entirety and not to rely on any single financial measure.

The weighted-average diluted shares outstanding used in the calculation of adjusted net earnings per diluted share are the same as those used in the calculation of reported net earnings per diluted share for the respective period.

Reconciliation of the Most Directly Comparable GAAP Financial Measure to Non-GAAP Financial Measure

2025	Gross Profit	Selling, General & Administrative Expenses	Research, Development & Engineering Expenses	Operating Income	Other Income (Expense), Net	Income Taxes	Net Earnings	Effective Tax Rate	Diluted EPS
Reported	\$ 16,065	\$ 8,651	\$ 1,623	\$ 4,889	\$ (375)	\$ 1,268	\$ 3,246	28.1 %	\$ 8.40
Acquisition and integration-related costs:									
Inventory stepped-up to fair value	173	—	—	173	—	42	131	0.3	0.34
Other acquisition and integration-related (a)	24	(296)	(15)	335	—	36	299	(0.3)	0.78
Amortization of purchased intangible assets	—	—	—	732	—	151	581	0.9	1.49
Structural optimization and other special charges (b)	74	(113)	(4)	191	(27)	24	140	—	0.37
Goodwill and other impairments (c)	—	—	—	170	—	50	120	0.5	0.31
Medical device regulations (d)	1	—	(37)	38	—	8	30	0.1	0.08
Recall-related matters (e)	54	(4)	—	58	—	10	48	—	0.12
Regulatory and legal matters (f)	—	(17)	—	17	—	5	12	—	0.03
Tax matters (g)	—	—	—	—	—	(660)	660	(14.5)	1.71
Adjusted	\$ 16,391	\$ 8,221	\$ 1,567	\$ 6,603	\$ (402)	\$ 934	\$ 5,267	15.1 %	\$ 13.63

2024	Gross Profit	Selling, General & Administrative Expenses	Research, Development & Engineering Expenses	Operating Income	Other Income (Expense), Net	Income Taxes	Net Earnings	Effective Tax Rate	Diluted EPS
Reported	\$ 14,440	\$ 7,685	\$ 1,466	\$ 3,689	\$ (197)	\$ 499	\$ 2,993	14.3 %	\$ 7.76
Acquisition and integration-related costs:									
Inventory stepped-up to fair value	46	—	—	46	—	12	34	0.2	0.09
Other acquisition and integration-related (a)	—	(107)	(1)	108	—	23	85	0.2	0.22
Amortization of purchased intangible assets	—	—	—	623	—	128	495	1.0	1.28
Structural optimization and other special charges (b)	59	(77)	(2)	138	1	29	110	0.3	0.29
Goodwill and other impairments (c)	—	—	—	977	—	125	852	(0.6)	2.21
Medical device regulations (d)	9	—	(49)	58	—	14	44	0.1	0.11
Recall-related matters (e)	11	(29)	—	40	—	10	30	0.1	0.08
Regulatory and legal matters (f)	—	(36)	—	36	—	7	29	0.1	0.08
Tax matters (g)	—	—	—	—	—	(28)	28	(0.9)	0.07
Adjusted	\$ 14,565	\$ 7,436	\$ 1,414	\$ 5,715	\$ (196)	\$ 819	\$ 4,700	14.8 %	\$ 12.19

2023	Gross Profit	Selling, General & Administrative Expenses	Research, Development & Engineering Expenses	Operating Income	Other Income (Expense), Net	Income Taxes	Net Earnings	Effective Tax Rate	Diluted EPS
Reported	\$ 13,058	\$ 7,111	\$ 1,388	\$ 3,888	\$ (215)	\$ 508	\$ 3,165	13.8 %	\$ 8.25
Acquisition and integration-related costs:									
Inventory stepped-up to fair value	—	—	—	—	—	—	—	—	—
Other acquisition and integration-related (a)	—	(20)	—	20	—	(25)	45	(0.8)	0.12
Amortization of purchased intangible assets	—	—	—	635	—	132	503	1.2	1.31
Structural optimization and other special charges (b)	39	(130)	(1)	170	—	38	132	0.4	0.34
Goodwill and other impairments (c)	—	—	—	36	—	9	27	0.1	0.08
Medical device regulations (d)	2	—	(94)	96	—	22	74	0.2	0.19
Recall-related matters (e)	—	(18)	—	18	—	4	14	—	0.04
Regulatory and legal matters (f)	—	(92)	—	92	—	29	63	0.4	0.16
Tax matters (g)	—	—	—	—	(8)	(51)	43	(1.2)	0.11
Adjusted	\$ 13,099	\$ 6,851	\$ 1,293	\$ 4,955	\$ (223)	\$ 666	\$ 4,066	14.1 %	\$ 10.60

(a) Charges represent certain acquisition and integration-related costs associated with acquisitions, including:

	2025	2024	2023
Termination of sales relationships	\$ —	\$ 4	\$ 5
Employee retention and workforce reductions	60	22	6
Changes in the fair value of contingent consideration	21	8	(1)
Manufacturing integration costs	19	3	2
Stock compensation payments upon a change in control	140	22	—
Other integration-related activities	95	49	8
Adjustments to Operating Income	\$ 335	\$ 108	\$ 20
Charges for acquisition-related tax provisions	—	—	—
Other income taxes related to acquisition and integration-related costs	36	23	(25)
Adjustments to Income Taxes	\$ 36	\$ 23	\$ (25)
Adjustments to Net Earnings	\$ 299	\$ 85	\$ 45

Dollar amounts in millions except per share amounts or as otherwise specified.

(b) Structural optimization and other special charges represent the costs associated with:

Employee retention and workforce reductions
 Closure/transfer of manufacturing and other facilities
 Product line exits
 Termination of sales relationships
 Other charges

Adjustments to Operating Income

Adjustments to Other Income (Expense), Net

Adjustments to Income Taxes

Adjustments to Net Earnings

	2025	2024	2023
\$	55	\$ 23	\$ 69
	31	31	50
	13	37	22
	7	8	—
	85	39	29
\$	191	\$ 138	\$ 170
\$	(27)	\$ 1	\$ —
\$	24	\$ 29	\$ 38
\$	140	\$ 110	\$ 132

(c) Goodwill and other impairments represent the costs associated with:

Goodwill impairments
 Certain long-lived and intangible asset write-offs and impairments
 Product line exits (e.g., long-lived asset and specifically-identified intangible asset write-offs)

Adjustments to Operating Income

Adjustments to Income Taxes

Adjustments to Net Earnings

	2025	2024	2023
\$	—	\$ 456	\$ —
	114	466	26
	56	55	10
\$	170	\$ 977	\$ 36
\$	50	\$ 125	\$ 9
\$	120	\$ 852	\$ 27

(d) Charges represent the costs specific to updating our quality system, product labeling, asset write-offs and product remanufacturing to comply with the medical device reporting regulations and other requirements of the new medical device regulations in the European Union.

(e) Charges represent changes in our best estimate of the probable loss, or the minimum of the range of probable losses when a best estimate within a range is not known, to resolve certain recall-related matters.

(f) Charges represent changes in our best estimate of the probable loss, or the minimum of the range of probable losses when a best estimate within a range is not known, to resolve certain regulatory or other legal matters and the amount of favorable awards from settlements.

(g) Benefits / (charges) represent the accounting impact of certain significant and discrete tax items, including:

Adjustments related to the transfer of certain intellectual properties between tax jurisdictions
 Certain tax audit settlements
 Deferred tax benefit on outside basis related to the anticipated sale of the Spinal Implants business
 Other tax matters

Adjustments to Income Taxes

Benefits for certain tax audit settlements

Other tax related adjustments

Adjustments to Other Income (Expense), Net

Adjustments to Net Earnings

	2025	2024	2023
\$	(718)	\$ (185)	\$ (89)
	—	(1)	24
	—	170	—
	58	(12)	14
\$	(660)	\$ (28)	\$ (51)
	—	—	(9)
	—	—	1
\$	—	\$ —	\$ (8)
\$	660	\$ 28	\$ 43

FINANCIAL CONDITION AND LIQUIDITY

	2025	2024	2023
Net cash provided by (used in):	\$ 5,044	\$ 4,242	\$ 3,711
Operating activities	(4,866)	(3,000)	(962)
Investing activities	113	(525)	(1,594)
Financing activities	68	(36)	(28)
Effect of exchange rate changes	—	—	—
Change in cash and cash equivalents	\$ 359	\$ 681	\$ 1,127

We believe our financial condition continues to be of high quality, as evidenced by our ability to generate substantial cash from operations and to readily access capital markets at competitive rates despite the current macroeconomic environment. Operating cash flow provides the primary source of cash to fund operating needs and capital expenditures. Excess operating cash is used first to fund acquisitions to complement our portfolio of businesses. Other discretionary uses include dividends and potentially share repurchases. We supplement operating cash flow with debt to fund our activities as necessary. Our overall cash position reflects our business results and a global cash management strategy that takes into account liquidity management, economic factors and tax considerations.

Operating Activities

Cash provided by operating activities was \$5,044, \$4,242 and \$3,711 in 2025, 2024 and 2023. The increase in 2025 was primarily due to higher cash earnings and working capital improvements. The increase in 2024 from 2023 was primarily due to higher cash earnings partially offset by changes in working capital.

Investing Activities

Cash used in investing activities was \$4,866, \$3,000 and \$962 in 2025, 2024 and 2023. Cash used in 2025 included cash paid for the acquisition of Inari, purchases of property, plant and equipment, partially offset by proceeds from the sale of short term investments and our Spinal Implants business. Cash used in 2024 included cash paid for various acquisitions and purchases of short-term investments partially offset by proceeds from other investing activities.

Financing Activities

Cash provided by financing activities in 2025 was \$113 and used in financing activities in 2024 and 2023 was \$525 and \$1,594. Cash provided by 2025 was primarily driven by dividend payments of \$1,284 and repayments of \$1,400 to pay off maturing senior unsecured notes. These repayments were offset by net proceeds of \$2,979 from the issuance of senior unsecured notes as described in Note 10 to our Consolidated Financial statements. Cash used in 2024 was primarily driven by dividend payments of \$1,219 and repayments of \$2,039 to pay off maturing senior unsecured notes. These repayments were offset by net proceeds of \$3,011 from issuance of senior unsecured notes.

We maintain debt levels that we consider appropriate after evaluating a number of factors including cash requirements for ongoing operations, investment and financing plans (including acquisitions and share repurchase activities) and overall cost of

capital. Refer to Note 10 to our Consolidated Financial Statements for further information.

	2025	2024	2023
Dividends paid per common share	\$ 3.36	\$ 3.20	\$ 3.00
Total dividends paid to common shareholders	\$ 1,284	\$ 1,219	\$ 1,139

Liquidity

Cash, cash equivalents and marketable securities were \$4,100 and \$3,743, and our current assets exceeded current liabilities by \$6,961 and \$7,231 on December 31, 2025 and 2024. We anticipate being able to support our short-term liquidity and operating needs from a variety of sources including cash from operations, commercial paper and existing credit lines. We also have a revolving credit agreement maturing in February 2030 with an aggregate principal amount of \$3,000.

We raised funds in the capital markets in the past and may continue to do so from time-to-time. We continue to have strong investment-grade short-term and long-term debt ratings that we believe should enable us to refinance our debt as needed.

Our cash, cash equivalents and marketable securities held in locations outside the United States was approximately 20% on December 31, 2025 and 2024.

Guarantees and Other Off-Balance Sheet Arrangements

We do not have guarantees or other off-balance sheet financing arrangements, including variable interest entities, of a magnitude that we believe could have a material impact on our financial condition or liquidity.

CONTRACTUAL OBLIGATIONS AND FORWARD-LOOKING CASH REQUIREMENTS

In 2025 we recorded charges for various legal matters as further described in Note 7 to our Consolidated Financial Statements. Recorded reserves represent the best estimate of the probable loss, or the minimum of the range of probable losses when a best estimate within the range is not known. The final outcome of these matters is dependent on many variables that are difficult to predict. The ultimate cost to entirely resolve these matters may be materially different from the amount of the current estimates and could have a material adverse effect on our financial position, results of operations and cash flows. We are not able to reasonably estimate the future periods in which payments will be made.

As further described in Note 11 to our Consolidated Financial Statements, on December 31, 2025 we had a reserve for uncertain income tax positions of \$403. Due to uncertainties regarding the ultimate resolution of income tax audits, we are not able to reasonably estimate the future periods in which any income tax payments to settle these uncertain income tax positions will be made.

As further described in Note 12 to our Consolidated Financial Statements, on December 31, 2025 our defined benefit pension plans were underfunded by \$269, of which approximately \$268 related to plans outside the United States. Due to the rules affecting tax-deductible contributions in the jurisdictions in which the plans are offered and the impact of future plan asset performance, changes in interest rates and potential changes in legislation in the United States and other foreign jurisdictions, we are not able to reasonably estimate the amounts that may be required to fund defined benefit pension plans.

Contractual Obligations

	Total	2026	2027-2028	2029-2030	After 2030
Debt repayments	\$15,973	\$1,000	\$3,988	\$4,256	\$6,729
Interest payments	4,287	536	957	670	2,124
Minimum lease payments	524	164	212	93	55
Other	85	6	28	27	24
Total	\$20,869	\$1,706	\$5,185	\$5,046	\$8,932

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

In preparing our financial statements in accordance with generally accepted accounting principles, there are certain accounting policies, which may require substantial judgment or estimation in their application. We believe these accounting policies and the others set forth in Note 1 to our Consolidated Financial Statements are critical to understanding our results of operations and financial condition. Actual results could differ from our estimates and assumptions, and any such differences could be material to our results of operations and financial condition.

Income Taxes

Our annual tax rate is determined based on our income, statutory tax rates and the tax impacts of items treated differently for tax purposes than for financial reporting purposes. Tax law requires certain items be included in the tax return at different times than the items are reflected in the financial statements. Some of these differences are permanent, such as expenses that are not deductible in our tax return, and some differences are temporary and reverse over time, such as depreciation expense. These temporary differences create deferred tax assets and liabilities.

Deferred tax assets generally represent the tax effect of items that can be used as a tax deduction or credit in future years for which we have already recorded the tax benefit in our income statement. Deferred tax liabilities generally represent tax expense recognized in our financial statements for which payment was deferred, the tax effect of expenditures for which a deduction was taken in our tax return but has not yet been recognized in our financial statements or assets recorded at fair value in business combinations for which there was no corresponding tax basis adjustment.

Inherent in determining our annual tax rate are judgments regarding business plans, tax planning opportunities and expectations about future outcomes. Realization of certain deferred tax assets is dependent upon generating sufficient taxable income in the appropriate jurisdiction prior to the expiration of the carryforward periods. Although realization is not assured, management believes it is more likely than not that our deferred tax assets, net of valuation allowances, will be realized.

We operate in multiple jurisdictions with complex tax policy and regulatory environments. In certain of these jurisdictions, we may take tax positions that management believes are supportable but are potentially subject to successful challenge by the applicable taxing authority. These differences of interpretation with the respective governmental taxing authorities can be impacted by the local economic and fiscal environment. We evaluate our tax positions and establish liabilities in accordance with the applicable accounting guidance on uncertainty in income taxes. We review these tax uncertainties in light of changing facts and circumstances, such as the progress of tax audits, and adjust them accordingly. We have a number of audits in process in various jurisdictions. Although the resolution of these tax positions is uncertain, based on currently available information, we believe that it is more likely than not that the ultimate outcomes will not have a material adverse effect on our financial position, results of operations or cash flows.

Due to the number of estimates and assumptions inherent in calculating the various components of our tax provision, certain changes or future events, such as changes in tax legislation, geographic mix of earnings, completion of tax audits or earnings repatriation plans, could have an impact on those estimates and our effective tax rate.

We received a final audit report and assessments from the German Federal Central Tax Office (FCTO) related to the years 2010 through 2017 of \$754 and expect to receive additional assessments of \$11 based on the final audit report. We intend to defend our filing positions through the FCTO independent appeals process and/or litigation as necessary. If the resolution of this matter results in additional German income taxes, we expect to pursue a claim for associated foreign tax credits. Our unrecognized tax benefits associated with this matter remain unchanged from 2024. Refer to Note 11 to our Consolidated Financial Statements for further discussion.

Acquisitions, Goodwill and Intangibles, and Long-Lived Assets

Our financial statements include the operations of an acquired business starting from the completion of the acquisition. In addition, the assets acquired and liabilities assumed are recorded on the date of acquisition at their respective estimated fair values, with any excess of the purchase price over the estimated fair values of the net assets acquired recorded as goodwill.

Significant judgment is required in estimating the fair value of intangible assets and in assigning their respective useful lives. Accordingly, we typically obtain the assistance of third-party valuation specialists for significant items. The fair value estimates are based on available historical information and on future expectations and assumptions deemed reasonable by management but are inherently uncertain. We typically use an income method to estimate the fair value of intangible assets, which is based on forecasts of the expected future cash flows attributable to the respective assets. Significant estimates and assumptions inherent in the valuations reflect a consideration of other marketplace participants and include the amount and timing of future cash flows (including expected growth rates and profitability), the underlying product or technology life cycles, the economic barriers to entry and the discount rate applied to the cash flows. Unanticipated market or macroeconomic events and circumstances may occur that could affect the accuracy or validity of the estimates and assumptions.

Determining the useful life of an intangible asset also requires judgment. With the exception of certain trade names, the majority of our acquired intangible assets (e.g., certain trademarks or brands, customer and distributor relationships, patents and technologies) are expected to have determinable useful lives. Our assessment as to the useful lives of these intangible assets is based on a number of factors including competitive environment, market share, trademark, brand history, underlying product life cycles, operating plans and the macroeconomic environment of the countries in which the trademarked or branded products are sold. Our estimates of the useful lives of determinable-lived intangibles are primarily based on these same factors. Determinable-lived intangible assets are amortized to expense over their estimated useful life.

In some of our acquisitions, we acquire in-process research and development (IPRD) intangible assets. For acquisitions accounted for as business combinations, IPRD is considered to be an indefinite-lived intangible asset until the research is completed (then it becomes a determinable-lived intangible asset) or determined to have no future use (then it is impaired).

For asset acquisitions, IPRD is expensed immediately unless there is an alternative future use.

Indefinite-lived intangible assets and goodwill are not amortized but are tested annually for impairment or whenever events or circumstances indicate such assets may be impaired. Our annual impairment testing date is October 31. When it is unlikely that an indefinite-lived intangible asset or goodwill of a reporting unit is impaired, we perform a qualitative assessment. For goodwill, that qualitative assessment may be periodically supplemented with a corroborative quantitative analysis.

When necessary, we perform a quantitative impairment test and determine the fair value of the indefinite-lived intangible asset or reporting unit using an income approach. For the quantitative impairment test of goodwill, when appropriate, we corroborate our concluded value under the income approach using a market approach that utilizes trading multiples derived from a peer set of similar companies. The income approach calculates the present value of estimated future cash flows and requires certain assumptions and estimates be made regarding market conditions and our future profitability. Considerable management judgment is necessary to evaluate the impact of operating and macroeconomic changes and to estimate future cash flows used to measure fair value. Assumptions used in our impairment evaluations, such as forecasted growth rates and cost of capital, are consistent with internal business plans. We believe such assumptions and estimates are also comparable to those that would be used by other marketplace participants.

We review our other long-lived assets for indicators of impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The evaluation is performed at the lowest level of identifiable cash flows, which is at the individual asset level or the asset group level. The undiscounted cash flows expected to be generated by the related assets are estimated over their useful life based on updated projections. If the evaluation indicates that the carrying amount of the assets may not be recoverable, any potential impairment is measured based upon the fair value of the related assets or asset group as determined by an appropriate market appraisal or other valuation technique. Assets classified as held for sale, if any, are recorded at the lower of carrying amount or fair value less costs to sell.

In our annual impairment test of goodwill as of October 31, 2024 we performed a quantitative assessment of the Spine reporting unit using a discounted cash flow analysis to estimate the fair value. The carrying value of the Spine reporting unit exceeded its fair value and a charge of \$273 was recognized in goodwill and other impairments in our Consolidated Statements of Earnings. The impairment charge for the Spine reporting unit was driven by a decrease in future product demand due to the competitive environment and an increase in the Spine reporting unit's weighted average cost of capital.

During the fourth quarter 2024 management committed to a plan to sell certain assets associated with the Spinal Implants business (disposal group) and such assets were classified as held for sale beginning November 2024. We tested the net carrying amounts of other assets, such as working capital accounts, and determined that there was no impairment as the fair values of these assets approximated their carrying values.

Goodwill was allocated to the disposal group and the retained portion of the Spine reporting unit based on the relative fair values. Goodwill allocated to the disposal group was tested for impairment which resulted in an impairment charge of \$183. As of

December 31, 2024, there was no goodwill remaining attributable to the Spinal Implants disposal group.

Finally we compared the carrying amount of the disposal group to the fair value less cost to sell. As a result, we recognized an estimated loss of \$362 to record the disposal group at its fair value less cost to sell in goodwill and other impairments in our Consolidated Statements of Earnings.

In April 2025 we completed the sale of the disposal group to the Viscogliosi Brothers, LLC as further discussed in Note 16. In the first half of 2025 we recognized immaterial impairment charges to record the disposal group at its fair value less cost to sell within goodwill and other impairments in our Consolidated Statements of Earnings. The fair value of the disposal group and consideration received was measured using a discounted cash flow analysis based upon the selling price and unobservable inputs, such as market conditions and the rate used to discount the estimated future cash flows to their present value based on factors including the disposal group's cost of equity and market yield rates, which are Level 3 inputs. Consideration could increase by up to \$57 or decrease by up to \$245 based on the amount received.

With the acquisition of Inari in February 2025 discussed in Note 6 to our Consolidated Financial Statements, we established a new Peripheral Vascular reporting unit consisting of the acquired Inari business. Given the proximity of the impairment testing date to the date of acquisition, the fair value of this new reporting unit was not expected to exceed its carrying value by a significant amount. We performed a quantitative impairment test for our Peripheral Vascular reporting unit at October 31, 2025 and determined that its fair value exceeded its carrying amount by 12%. At October 31, 2025, goodwill attributable to this reporting unit was \$3,203. The fair value of this reporting unit was determined using a discounted cash flow analysis, which is a form of the income approach. Significant inputs to the analysis included assumptions for future revenue growth, operating margin and the rate used to discount the estimated future cash flows to their present value, based on the reporting unit's estimated weighted average cost of capital. We believe our estimates are appropriate based upon current and future market conditions and the best information available at the impairment assessment date; however, future impairment charges could be required if we do not achieve our cash flow, revenue and profitability projections or if there is an increase in the weighted average cost of capital.

The assumptions used in the discounted cash flow analysis are subject to inherent uncertainties and subjectivity. The use of different assumptions, estimates or judgments with respect to the estimation of future cash flows and the determination of the discount rate used to reduce such estimated future cash flows to their net present value could materially affect the determination of any impairment charges. Hypothetical changes in our estimates of the discount rate, long-term revenue growth and long-term operating margin would result in impairment charges as follows:

Change in selected assumption	Percentage decline in fair value	Impairment charge
100 bps increase in discount rate	14 %	\$ 198
100 bps decrease in long-term revenue growth	8	—
100 bps decrease in long-term operating margin	2	—

We did not identify any factors in 2025 or 2024 that would lead us to believe that our other reporting units were at risk of a goodwill impairment. Accordingly, we performed qualitative assessments and concluded it was more likely than not that the fair values of those reporting units exceeded their respective carrying amounts.

In 2025 our qualitative assessment was supplemented with a corroborative quantitative analysis which indicated that the implied fair values of our other reporting units exceed their respective carrying amounts by at least 100%. Future changes in the judgments, assumptions and estimates that are used in our impairment testing for goodwill and indefinite-lived intangible assets, including discount rates and cash flow projections, could result in different estimates of fair value. A significant reduction in estimated fair values could result in impairment charges that could materially affect our results of operations.

Legal and Other Contingencies

We are involved in various ongoing proceedings, legal actions and claims arising in the normal course of business, including proceedings related to product, labor, tax, intellectual property and other matters that are more fully described in Notes 7 and 11 to our Consolidated Financial Statements. The outcomes of these matters will generally not be known for prolonged periods of time. In certain of the legal proceedings, the claimants seek damages, as well as other compensatory and equitable relief, that could result in the payment of significant claims and settlements and/or the imposition of injunctions or other equitable relief. For legal matters for which management had sufficient information to reasonably estimate our future obligations, a liability representing management's best estimate of the probable loss, or the minimum of the range of probable losses when a best estimate within the range is not known, for the resolution of these legal matters is recorded. The estimates are based on consultation with legal counsel, previous settlement experience and settlement strategies. If actual outcomes are less favorable than those projected by management, additional expense may be incurred, which could unfavorably affect future operating results. We are currently self-insured for certain claims and expenses. The ultimate cost to us with respect to product liability claims could be materially different than the amount of the current estimates and accruals and could have a material adverse effect on our financial position, results of operations and cash flows.

NEW ACCOUNTING PRONOUNCEMENTS

Refer to Note 1 to our Consolidated Financial Statements for further information.

ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

We sell our products globally and, as a result, our operations and financial results could be significantly affected by market risk exposure from exchange rate risk. Our operating results are primarily exposed to changes in exchange rates among the United States Dollar, Australian Dollar, British Pound, Canadian Dollar, Euro and Japanese Yen. We develop and manufacture products in the United States, Canada, China, Costa Rica, France, Germany, India, Ireland, Israel, Mexico, Poland, Switzerland, Turkey and the United Kingdom and incur costs in the applicable local currencies. This global deployment of facilities serves to partially mitigate the impact of currency exchange rate changes on our cost of sales. Refer to Notes 1, 4 and 5 to our Consolidated Financial Statements for information regarding our use of derivative instruments to mitigate these risks. A hypothetical 10% change in foreign currencies relative to the United States Dollar would change the December 31, 2025 fair value of these instruments by approximately \$449.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA.**Report of Independent Registered Public Accounting Firm**

To the Shareholders and the Board of Directors of Stryker Corporation

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of Stryker Corporation and subsidiaries (the Company) as of December 31, 2025 and 2024, the related consolidated statements of earnings, comprehensive income, shareholders' equity and cash flows for each of the three years in the period ended December 31, 2025, and the related notes and financial statement schedule listed in the Index at Item 15(a) (collectively referred to as the "consolidated financial statements"). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company at December 31, 2025 and 2024, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2025, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2025, based on criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework), and our report dated February 11, 2026 expressed an unqualified opinion thereon.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matters

The critical audit matters communicated below are matters arising from the current period audit of the financial statements that were communicated or required to be communicated to the audit committee and that: (1) relate to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matters below, providing separate opinions on the critical audit matters or on the accounts or disclosures to which they relate.

Uncertain Tax Positions

Description of the Matter As described in Note 11 to the consolidated financial statements, the Company is involved in various income tax matters for which the ultimate outcomes are uncertain. As of December 31, 2025, the Company had unrecognized tax benefits of \$403. The Company received a final audit report and assessments from the German Federal Central Tax Office (FCTO) related to the years 2010 through 2017 of \$754 and expect to receive additional assessments of \$11 based on the final audit report.

Auditing management's evaluation of the uncertain tax positions associated with the FCTO tax assessments was especially challenging due to the level of subjectivity and significant judgment associated with the recognition and measurement of the tax positions.

How We Addressed the Matter in Our Audit We obtained an understanding, evaluated the design and tested the operating effectiveness of controls over the Company's accounting process for uncertain tax positions. For example, we tested controls over management's identification of uncertain tax positions and its application of the recognition and measurement principles, including management's review of developments related to existing uncertain tax positions.

Our audit procedures included, among others, evaluating the assumptions the Company used to assess its uncertain tax positions and related unrecognized tax benefits. We evaluated evidence of management's assessment of the uncertain tax positions related to certain German tax matters. Including inspection of technical memos, inspection of the FCTO tax assessments, and written representations of management. We involved professionals with specialized skill and knowledge to assist in our evaluation of the tax technical merits of the Company's assessments, the amount of the potential benefits to be realized, and the application of relevant tax law. We also assessed the Company's disclosures of uncertain tax positions included in Note 11 related to this tax matter.

Acquisitions

Description of the Matter As described in Note 6 to the consolidated financial statements, in 2025 the Company completed the acquisition of Inari Medical, Inc. (Inari) for total consideration of \$4,810, net of cash acquired. The acquisition was accounted for as a business combination. Auditing the Company's fair value measurement of certain acquired developed technologies was complex and required significant auditor judgment due to the significant estimation uncertainty in determining the fair value of these intangible assets. The Company used an income approach to measure the developed technology intangible assets acquired. The significant assumptions used to estimate the fair value of the intangible assets included discount rates and certain assumptions that form the basis of the forecasted results, including revenue growth rates and profit margins.

How We Addressed the Matter in Our Audit We obtained an understanding, evaluated the design and tested the operating effectiveness of the controls over the identification and measurement of developed technologies. For example, we tested controls over the valuation of intangibles, including the valuation models and underlying assumptions used to develop such estimates.

To test the fair value measurement of developed technologies, we performed audit procedures that included, among others, evaluating the Company's use of the income approach and testing the significant assumptions used in the model, as described above. We involved our valuation specialists in assisting with the evaluation of methodologies used by the Company and significant assumptions included in the fair value measurements. For example, to evaluate the revenue growth rates and projected profit margins, we compared the amounts to historical results of the Company's business, as well as the acquired business' historical results, and current industry and market trends for those in which the Company operates and performed sensitivity analyses on key assumptions. We also evaluated the adequacy of the Company's disclosures included in Note 6 related to these acquisitions.

/s/ Ernst & Young LLP

We have served as the Company's auditor since 1974.
Grand Rapids, Michigan
February 11, 2026

Stryker Corporation and Subsidiaries
CONSOLIDATED STATEMENTS OF EARNINGS

	2025	2024	2023
Net sales	\$ 25,116	\$ 22,595	\$ 20,498
Cost of sales	9,051	8,155	7,440
Gross profit	\$ 16,065	\$ 14,440	\$ 13,058
Research, development and engineering expenses	1,623	1,466	1,388
Selling, general and administrative expenses	8,651	7,685	7,111
Amortization of intangible assets	732	623	635
Goodwill and other impairments	170	977	36
Total operating expenses	\$ 11,176	\$ 10,751	\$ 9,170
Operating income	\$ 4,889	\$ 3,689	\$ 3,888
Interest expense	(607)	(409)	(363)
Other income	232	212	148
Earnings before income taxes	\$ 4,514	\$ 3,492	\$ 3,673
Income taxes	1,268	499	508
Net earnings	\$ 3,246	\$ 2,993	\$ 3,165
Net earnings per share of common stock:			
Basic	\$ 8.49	\$ 7.86	\$ 8.34
Diluted	\$ 8.40	\$ 7.76	\$ 8.25
Weighted-average shares outstanding (in millions):			
Basic	382.2	381.0	379.6
Effect of dilutive employee stock compensation	4.3	4.6	4.1
Diluted	386.5	385.6	383.7

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	2025	2024	2023
Net earnings	\$ 3,246	\$ 2,993	\$ 3,165
Other comprehensive income (loss), net of tax			
Marketable securities	—	—	1
Pension plans	66	32	(59)
Unrealized gains (losses) on designated hedges	11	(8)	(13)
Financial statement translation	(471)	99	(124)
Total other comprehensive income (loss), net of tax	\$ (394)	\$ 123	\$ (195)
Comprehensive income	\$ 2,852	\$ 3,116	\$ 2,970

See accompanying notes to Consolidated Financial Statements.

Stryker Corporation and Subsidiaries
CONSOLIDATED BALANCE SHEETS

	2025	2024
Assets		
Current assets		
Cash and cash equivalents	\$ 4,011	\$ 3,652
Short-term investments	—	750
Marketable securities	89	91
Accounts receivable, less allowance of \$216 (\$213 in 2024)	4,039	3,987
Inventories:		
Materials and supplies	1,349	1,147
Work in process	415	336
Finished goods	3,546	3,291
Total inventories	\$ 5,310	\$ 4,774
Prepaid expenses and other current assets	1,306	1,593
Total current assets	\$ 14,755	\$ 14,847
Property, plant and equipment:		
Land, buildings and improvements	1,793	1,627
Machinery and equipment	5,744	5,056
Total property, plant and equipment	7,537	6,683
Less allowance for depreciation	3,661	3,235
Property, plant and equipment, net	\$ 3,876	\$ 3,448
Goodwill	19,291	15,855
Other intangibles, net	5,681	4,395
Noncurrent deferred income tax assets	1,098	1,742
Other noncurrent assets	3,143	2,684
Total assets	\$ 47,844	\$ 42,971
Liabilities and shareholders' equity		
Current liabilities		
Accounts payable	\$ 1,799	\$ 1,679
Accrued compensation	1,595	1,403
Income taxes	418	539
Dividend payable	337	320
Accrued expenses and other liabilities	2,645	2,266
Current maturities of debt	1,000	1,409
Total current liabilities	\$ 7,794	\$ 7,616
Long-term debt, excluding current maturities	14,859	12,188
Income taxes	402	349
Other noncurrent liabilities	2,369	2,184
Total liabilities	\$ 25,424	\$ 22,337
Shareholders' equity		
Common stock, \$0.10 par value	38	38
Additional paid-in capital	2,597	2,361
Retained earnings	20,472	18,528
Accumulated other comprehensive loss	(687)	(293)
Total shareholders' equity	\$ 22,420	\$ 20,634
Total liabilities & shareholders' equity	\$ 47,844	\$ 42,971

See accompanying notes to Consolidated Financial Statements.

Stryker Corporation and Subsidiaries
CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY

	2025		2024		2023	
	Shares	Amount	Shares	Amount	Shares	Amount
Common stock						
Beginning	381.4	\$ 38	380.1	\$ 38	378.7	\$ 38
Issuance of common stock under stock compensation and benefit plans	1.1	—	1.3	—	1.4	—
Ending	382.5	\$ 38	381.4	\$ 38	380.1	\$ 38
Additional paid-in capital						
Beginning		\$ 2,361		\$ 2,200		\$ 2,034
Issuance of common stock under stock compensation and benefit plans		(7)		(68)		(39)
Share-based compensation		243		229		205
Ending		\$ 2,597		\$ 2,361		\$ 2,200
Retained earnings						
Beginning		\$ 18,528		\$ 16,771		\$ 14,765
Net earnings		3,246		2,993		3,165
Cash dividends declared		(1,302)		(1,236)		(1,159)
Ending		\$ 20,472		\$ 18,528		\$ 16,771
Accumulated other comprehensive (loss) income						
Beginning		\$ (293)		\$ (416)		\$ (221)
Other comprehensive income (loss)		(394)		123		(195)
Ending		\$ (687)		\$ (293)		\$ (416)
Total shareholders' equity		\$ 22,420		\$ 20,634		\$ 18,593

See accompanying notes to Consolidated Financial Statements.

Stryker Corporation and Subsidiaries
CONSOLIDATED STATEMENTS OF CASH FLOWS

	2025	2024	2023
Operating activities			
Net earnings	\$ 3,246	\$ 2,993	\$ 3,165
Adjustments to reconcile net earnings to net cash provided by operating activities:			
Depreciation	461	427	393
Amortization of intangible assets	732	623	635
Goodwill and other impairments	170	977	36
Share-based compensation	243	229	205
Sale of inventory stepped up to fair value at acquisition	173	46	—
Deferred income tax (benefit) expense	392	(370)	(206)
Changes in operating assets and liabilities:			
Accounts receivable	127	(321)	(175)
Inventories	(297)	(206)	(797)
Accounts payable	94	192	77
Accrued expenses and other liabilities	318	74	516
Income taxes	(145)	(116)	(4)
Other, net	(470)	(306)	(134)
Net cash provided by operating activities	\$ 5,044	\$ 4,242	\$ 3,711
Investing activities			
Acquisitions, net of cash acquired	(4,960)	(1,628)	(390)
Proceeds/(Purchases) of short-term investments	750	(750)	—
Purchases of property, plant and equipment	(761)	(755)	(575)
Proceeds from the sale of the Spinal Implants business	165	—	—
Other investing, net	(60)	133	3
Net cash used in investing activities	\$ (4,866)	\$ (3,000)	\$ (962)
Financing activities			
Proceeds (payments) on short-term borrowings, net	—	(32)	540
Proceeds from issuance of long-term debt	2,979	3,011	1,241
Payments on long-term debt	(1,400)	(2,039)	(2,058)
Payments of dividends	(1,284)	(1,219)	(1,139)
Cash paid for taxes from withheld shares	(149)	(195)	(155)
Other financing, net	(33)	(51)	(23)
Net cash provided by (used in) financing activities	\$ 113	\$ (525)	\$ (1,594)
Effect of exchange rate changes on cash and cash equivalents	68	(36)	(28)
Change in cash and cash equivalents	\$ 359	\$ 681	\$ 1,127
Cash and cash equivalents at beginning of year	3,652	2,971	1,844
Cash and cash equivalents at end of year	\$ 4,011	\$ 3,652	\$ 2,971
Supplemental cash flow disclosure:			
Cash paid for income taxes, net of refunds	\$ 1,002	\$ 989	\$ 693
Cash paid for interest on debt	\$ 582	\$ 396	\$ 356

See accompanying notes to Consolidated Financial Statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations: Stryker (the "Company," "we," "us," or "our") is a global leader in medical technologies and, together with our customers, we are driven to make healthcare better. We offer innovative products and services in MedSurg, Neurotechnology and Orthopaedics that help improve patient and healthcare outcomes. Our products include surgical equipment and surgical navigation systems; endoscopic and communications systems; patient handling, emergency medical equipment and intensive care disposable products; clinical communication and artificial intelligence-assisted virtual care platform technology; products for traditional brain and open skull-based surgical procedures; minimally invasive products for the treatment of acute ischemic and hemorrhagic stroke and venous thromboembolism; implants used in joint replacement and trauma surgeries; Mako robotic-arm assisted technology; as well as other products used in a variety of medical specialties.

Basis of Presentation and Consolidation: The Consolidated Financial Statements include the Company and its subsidiaries. All significant intercompany accounts and transactions are eliminated in consolidation. We have no material interests in variable interest entities. Certain prior year amounts have been reclassified to conform with current year presentation in our Consolidated Financial Statements.

Use of Estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities on the date of the financial statements and the reported amounts of net sales and expenses in the reporting period. Actual results could differ from those estimates.

Revenue Recognition: Sales are recognized as the performance obligations to deliver products or services (including services under extended warranty service contracts) are satisfied and are recorded based on the amount of consideration we expect to receive in exchange for satisfying the performance obligations. Our sales are recognized primarily when we transfer control to the customer, which can be on the date of shipment, the date of receipt by the customer or, for most Orthopaedics products, when we have received a purchase order and appropriate notification the product has been used or implanted. Products and services are primarily transferred to customers at a point in time, with some transfers of services taking place over time.

Sales represent the amount of consideration we expect to receive from customers in exchange for transferring products and services. Net sales exclude sales, value added and other taxes we collect from customers. Other costs to obtain and fulfill contracts are generally expensed as incurred due to the short-term nature of most of our sales. We extend terms of payment to our customers based on commercially reasonable terms for the markets of our customers, while also considering their credit quality.

A provision for estimated sales returns, discounts and rebates is recognized as a reduction of sales in the same period that the sales are recognized. Our estimate of the provision for sales returns has been established based on contract terms with our customers and historical business practices and current trends. Shipping and handling costs charged to customers are included in net sales.

Cost of Sales: Cost of sales include direct materials and supplies consumed in the manufacture of product, as well as manufacturing labor, depreciation expense and direct overhead expense necessary to acquire and convert the purchased materials and supplies into finished product. Cost of sales also includes the cost to distribute products to customers, inbound freight costs, warehousing costs and other shipping and handling activity.

Research, Development and Engineering Expenses: Research, development and engineering costs are charged to expense as incurred and include research, development and engineering activities relating to the development of new products, improvement of existing products, technical support of products and compliance with governmental regulations for the protection of customers and patients. Costs primarily include salaries, wages, consulting and depreciation and maintenance of research facilities and equipment.

Selling, General and Administrative Expenses: Costs include selling expenses, marketing expenses, administrative and other indirect overhead costs, amortization of loaner instrumentation, depreciation and amortization expense of non-manufacturing assets and other miscellaneous operating items.

Currency Translation: Financial statements of subsidiaries outside the United States generally are measured using the local currency as the functional currency. Adjustments to translate those statements into United States Dollars are recorded in other comprehensive income (OCI). Transactional exchange gains and losses are included in other income.

Cash Equivalents: Highly liquid investments with remaining stated maturities of three months or less when purchased or other money market instruments that are redeemable upon demand are considered cash equivalents and recorded at cost.

Short-term Investments: Short-term investments that have a maturity greater than three months and less than a year from the date of purchase primarily include time deposits, certificates of deposit, commercial paper, bonds and notes, substantially all of which are denominated in United States Dollars and are stated at cost plus accrued interest, which approximates fair value. We expect to hold all of our short-term investments to maturity.

Marketable Securities: Marketable securities include marketable debt securities and mutual funds. Mutual funds are acquired to offset changes in certain liabilities related to deferred compensation arrangements and are expected to be used to settle these liabilities. Mutual funds are recognized in other noncurrent assets. Pursuant to our investment policy, all individual marketable security investments must have a minimum credit quality of single A (Standard & Poor's and Fitch) and A2 (Moody's Corporation) at the time of acquisition, while the overall portfolio of marketable securities must maintain a minimum average credit quality of double A (Standard & Poor's and Fitch) or Aa (Moody's Corporation). In the event of a rating downgrade below the minimum credit quality subsequent to purchase, the marketable security investment is evaluated to determine the appropriate action to take to minimize the overall risk to our marketable security investment portfolio. Our marketable securities are classified as available-for-sale and trading securities. Investments in trading securities represent participant-directed investments of deferred employee compensation.

Accounts Receivable: Accounts receivable include trade and other miscellaneous receivables. An allowance is maintained for doubtful accounts for estimated losses in the collection of accounts receivable. Estimates are made regarding the ability of customers to make required payments based on historical credit

experience, current market conditions and expected credit losses. Accounts receivable are written off when all reasonable collection efforts are exhausted.

Inventories: Inventories are stated at the lower of cost or net realizable value, with cost generally determined using the first-in, first-out (FIFO) cost method. For excess and obsolete inventory resulting from the potential inability to sell specific products at prices in excess of current carrying costs, reserves are maintained to reduce current carrying cost to net realizable value.

Financial Instruments: Our financial instruments include cash, cash equivalents, marketable securities, accounts receivable, other investments, accounts payable, debt and foreign currency exchange contracts. The carrying value of our financial instruments, with the exception of our senior unsecured notes, approximates fair value on December 31, 2025 and 2024. Refer to Notes 3 and 10 for further details.

All marketable securities are recognized at fair value. Adjustments to the fair value of marketable securities that are classified as available-for-sale are recognized as increases or decreases, net of income taxes, within accumulated other comprehensive income (AOCI) in shareholders' equity and adjustments to the fair value of marketable securities that are classified as trading are recognized in earnings. The amortized cost of marketable debt securities is adjusted for amortization of premiums and discounts to maturity computed under the effective interest method. Such amortization, interest and realized gains and losses are included in other income. The cost of securities sold is determined by the specific identification method.

We review declines in the fair value of our investments classified as available-for-sale to determine whether the decline in fair value is a result of credit loss or other factors. Impairments of available-for-sale marketable debt securities related to credit loss are included in earnings and impairments related to other factors are recognized within AOCI.

Derivatives: All derivatives are recognized at fair value and reported on a gross basis. We enter into forward currency exchange contracts to mitigate the impact of currency fluctuations on transactions denominated in nonfunctional currencies, thereby limiting our risk that would otherwise result from changes in exchange rates. The periods of the forward currency exchange contracts correspond to the periods of the exposed transactions, with realized gains and losses included in the measurement and recording of transactions denominated in the nonfunctional currencies. All forward currency exchange contracts are recorded at their fair value each period.

Forward currency exchange contracts designated as cash flow hedges are designed to hedge the variability of cash flows associated with forecasted transactions denominated in a foreign currency that will take place in the future. These nonfunctional currency exposures principally relate to forecasted intercompany sales and purchases of manufactured products and generally have maturities up to eighteen months. Changes in value of derivatives designated as cash flow hedges are recorded in AOCI in shareholders' equity until earnings are affected by the variability of the underlying cash flows. At that time, the applicable amount of gain or loss from the derivative instrument that is deferred in shareholders' equity is reclassified into earnings and is included in cost of goods sold. Cash flows associated with these hedges are included in cash provided by operating activities in the same category as the cash flows from the items being hedged.

Forward currency exchange contracts are used to offset our exposure to the change in value of specific foreign currency

denominated assets and liabilities, primarily intercompany payables and receivables. These derivatives are not designated as hedges and, therefore, changes in the value of these forward contracts are recognized in earnings, thereby offsetting the current earnings effect of the related changes in value of foreign currency denominated assets and liabilities. The estimated fair value of our forward currency exchange contracts represents the measurement of the contracts at month-end spot rates as adjusted by current forward points.

From time to time, we designate derivative and non-derivative financial instruments as net investment hedges of our investments in certain international subsidiaries. For derivative instruments that are designated and qualify as a net investment hedge, the effective portion of the derivative's gain or loss is recognized in OCI and reported as a component of AOCI. We have elected to use the spot method to assess effectiveness for our derivatives designated as net investment hedges. Accordingly, the change in fair value attributable to changes in the spot rate is recorded in AOCI. We exclude the spot-forward difference from the assessment of hedge effectiveness and amortize this amount separately on a straight-line basis over the term of the forward contracts. This amortization is recognized in other income.

From time to time, we designate forward starting interest rate derivative instruments as cash flow hedges to manage the exposure to interest rate volatility with regard to future issuance and refinancing of debt. Changes in value of derivatives designated as cash flow hedges are recorded in AOCI until earnings are affected by the variability of the underlying cash flows. At that time, the applicable amount of gain or loss from the derivative instrument that is deferred in shareholders' equity is reclassified into earnings and is included in interest expense.

Interest rate derivative instruments designated as fair value hedges have been used in the past to manage the exposure to interest rate movements and to reduce borrowing costs by converting fixed-rate debt into floating-rate debt. Under these agreements, we agree to exchange, at specified intervals, the difference between fixed and floating interest amounts calculated by reference to an agreed-upon notional principal amount.

Property, Plant and Equipment: Property, plant and equipment is stated at cost. Depreciation is generally computed by the straight-line method over the estimated useful lives of three to 30 years for buildings and improvements and three to 15 years for machinery and equipment.

Goodwill and Other Intangible Assets: Goodwill represents the excess of purchase price over fair value of tangible net assets of acquired businesses at the acquisition date, after amounts allocated to other identifiable intangible assets. Factors that contribute to the recognition of goodwill include synergies that are specific to our business and not available to other market participants and are expected to increase net sales and profits; acquisition of a talented workforce; cost savings opportunities; the strategic benefit of expanding our presence in core and adjacent markets; and diversifying our product portfolio.

The fair values of other identifiable intangible assets acquired in a business combination are primarily determined using the income approach. Other intangible assets include, but are not limited to, developed technologies, customer and distributor relationships (which reflect expected continued customer or distributor patronage) and trademarks and patents. Intangible assets with determinable useful lives are amortized on a straight-line basis over their estimated useful lives of four to 40 years. Certain acquired trade names are considered to have indefinite lives and

are not amortized, but are assessed annually for potential impairment as described below.

In some of our acquisitions, we acquire in-process research and development (IPRD) intangible assets. For acquisitions accounted for as business combinations IPRD is considered to be an indefinite-lived intangible asset until the research is completed (then it becomes a determinable-lived intangible asset) or determined to have no future use (then it is impaired). For asset acquisitions IPRD is expensed immediately unless there is an alternative future use.

Goodwill, Intangibles and Long-Lived Asset Impairment

Tests: We perform our annual impairment test for goodwill as of October 31 each year. We consider qualitative indicators of the fair value of a reporting unit when it is unlikely that a reporting unit has impaired goodwill and periodically corroborate that assessment with quantitative information. In certain circumstances, we may also utilize a discounted cash flow analysis that requires certain assumptions and estimates be made regarding market conditions and our future profitability. Indefinite-lived intangible assets are also tested at least annually for impairment by comparing the individual carrying values to the fair value.

We review long-lived assets for indicators of impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The evaluation is performed at the lowest level of identifiable cash flows. Undiscounted cash flows expected to be generated by the related assets are estimated over the asset's useful life based on updated projections. If the evaluation indicates that the carrying amount of the asset may not be recoverable, any potential impairment is measured based upon the fair value of the related asset or asset group as determined by an appropriate market appraisal or other valuation technique.

Assets and Liabilities Held for Sale: We classify assets and liabilities or disposal groups to be sold as held for sale in the period in which all of the following criteria are met: management, having the authority to approve the action, commits to a plan to sell the disposal group; the disposal group is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such disposal groups; an active program to locate a buyer and other actions required to complete the plan to sell the disposal group have been initiated; the sale of the disposal group is probable, and transfer of the disposal group is expected to qualify for recognition as a completed sale within one year, except if events or circumstances beyond our control extend the period of time required to sell the disposal group beyond one year; the disposal group is being actively marketed for sale at a price that is reasonable in relation to its current fair value; and actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

We initially measure a disposal group that is classified as held for sale at the lower of its carrying value or fair value less any costs to sell. Any loss resulting from this measurement is recognized in the period in which the held for sale criteria are met. Conversely, gains are not recognized on the sale of a disposal group until the sale is completed. We assess the fair value of a disposal group, less any costs to sell, each reporting period it remains classified as held for sale and report any subsequent changes as an adjustment to the carrying value of the disposal group, as long as the new carrying value does not exceed the carrying value of the disposal group at the time it was initially classified as held for sale.

Upon determining that a disposal group meets the criteria to be classified as held for sale, we cease depreciation and amortization of the assets and disclose the major classes of assets and liabilities of the disposal group in the Notes to the Consolidated Financial Statements. Refer to Note 16 for further information.

Share-Based Compensation: Share-based compensation is in the form of stock options, restricted stock units (RSUs) and performance stock units (PSUs). Stock options are granted under long-term incentive plans to certain key employees and non-employee directors at an exercise price not less than the fair market value of the underlying common stock, which is the quoted closing price of our common stock on the day prior to the date of grant. The options are granted for periods of up to 10 years and become exercisable in varying installments.

We grant RSUs to key employees and non-employee directors and PSUs to certain key employees under our long-term incentive plans. The fair value of RSUs is determined based on the number of shares granted and the quoted closing price of our common stock on the date of grant, adjusted for the fact that RSUs do not include anticipated dividends. RSUs generally vest in one-third increments over a three-year period and are settled in stock. PSUs are earned over a three-year performance cycle and vest in March of the year following the end of that performance cycle. The number of PSUs that will ultimately be earned is based on our performance relative to pre-established goals in that three-year performance cycle. The fair value of PSUs is determined based on the quoted closing price of our common stock on the day of grant.

Compensation expense is recognized in the Consolidated Statements of Earnings based on the estimated fair value of the awards on the grant date. Compensation expense recognized reflects an estimate of the number of awards expected to vest after taking into consideration an estimate of award forfeitures based on actual experience and is recognized on a straight-line basis over the requisite service period, which is generally the period required to obtain full vesting. Management expectations related to the achievement of performance goals associated with PSU grants is assessed regularly and that assessment is used to determine whether PSU grants are expected to vest. If performance-based milestones related to PSU grants are not met or not expected to be met, any compensation expense recognized associated with such grants will be reversed.

Income Taxes: Deferred income tax assets and liabilities are determined based on differences between financial reporting and income tax bases of assets and liabilities and are measured using the enacted income tax rates in effect for the years in which the differences are expected to reverse. Deferred income tax benefits generally represent the change in net deferred income tax assets and liabilities in the year. Other amounts result from adjustments related to acquisitions and foreign currency as appropriate.

We operate in multiple income tax jurisdictions both within the United States and internationally. Accordingly, management must determine the appropriate allocation of income to each of these jurisdictions based on current interpretations of complex income tax regulations. Income tax authorities in these jurisdictions regularly perform audits of our income tax filings. Income tax audits associated with the allocation of this income and other complex issues, including inventory transfer pricing and cost sharing, product royalty and foreign branch arrangements, may require an extended period of time to resolve and may result in significant income tax adjustments if changes to the income

allocation are required between jurisdictions with different income tax rates.

The Tax Cuts and Jobs Act (the Act) was enacted in 2017 in the United States. The Act also subjects a United States shareholder to tax on Global Intangible Low-Taxed Income (GILTI) earned by certain foreign subsidiaries. We have elected to account for GILTI tax in the year the tax is incurred.

New Accounting Pronouncements Not Yet Adopted

In December 2025 the Financial Accounting Standards Board (FASB) issued ASU 2025-10 (Topic 832): *Accounting for Government Grants Received by Business Entities*. This update establishes guidance on the recognition, measurement and presentation of government grants received by business entities including grants related to the purchase, construction or acquisition of an asset and grants related to income. The update is effective for fiscal years beginning after December 15, 2028 including interim periods within those fiscal years. Early adoption is permitted. We do not expect this ASU to have a significant impact on our Consolidated Financial Statements.

In September 2025 the FASB issued ASU 2025-07 (Topics 815 and 606): *Derivatives and Hedging: Derivatives Scope Refinements and Revenue from Contracts with Customers: Scope Clarification for Share-Based Noncash Consideration from a Customer in a Revenue Contract*. This update expands the scope exception in Topic 815 to certain nonexchange-traded contracts for which settlement is based on operations or activities specific to one of the parties to the contract. The update is effective for fiscal years beginning after December 15, 2026 including interim periods within those fiscal years. Early adoption is permitted. We are evaluating if the ASU will have an impact on our Consolidated Financial Statements.

In September 2025 the FASB issued ASU 2025-06 (Subtopic 350-40): *Intangibles - Goodwill and Other - Internal-Use Software: Targeted Improvements to the Accounting for Internal-Use Software*. This update clarifies and modernizes the accounting for costs related to internal-use software by removing all references to project stages and clarifying that the probable-to-complete threshold is not met if significant development uncertainty exists. The update is effective for fiscal years beginning after December 15, 2027 including interim periods within those fiscal years. Early adoption is permitted. We do not expect this ASU to have a significant impact on our Consolidated Financial Statements.

In July 2025 the FASB issued ASU 2025-05 (Topic 326): *Financial Instruments - Credit Losses: Measurement of Credit Losses for Accounts Receivable and Contract Assets*. This update provides a practical expedient allowing entities to assume that current conditions as of the balance sheet date will remain unchanged for the remaining life of the asset when estimating expected credit losses for current accounts receivable and current contract assets arising from transactions accounting for under Accounting Standards Codification 606, Revenue from Contracts with Customers. The update is effective for fiscal years beginning after December 15, 2025 including interim periods within those fiscal years. Early adoption is permitted. We are evaluating if the ASU will have an impact on our Consolidated Financial Statements.

In November 2024 the FASB issued ASU 2024-03 (Subtopic 220-40): *Income Statement: Reporting Comprehensive Income - Expense Disaggregation Disclosures* which requires disaggregation of certain expense captions into specified categories in disclosures within the Notes to the Consolidated Financial Statements. The new disclosure requirements are

effective for fiscal years beginning after December 15, 2026 and interim periods within fiscal years beginning after December 15, 2027. Early adoption is permitted. We are evaluating these new expanded disclosure requirements.

We evaluate all ASUs issued by the FASB for consideration of their applicability. ASUs not included in our disclosures were assessed and determined to be either not applicable or are not expected to have a material impact on our Consolidated Financial Statements.

Accounting Pronouncements Recently Adopted

We adopted ASU 2023-09 (Topic 740): *Income Taxes: Improvements to Income Tax Disclosures* for the annual period beginning on January 1, 2025. Refer to Note 11 for further information.

NOTE 2 - REVENUE RECOGNITION

We disaggregate our net sales by business and geographic location for each of our segments as we believe it best depicts how the nature, amount, timing and certainty of our net sales and cash flows are affected by economic factors.

Products and services are primarily transferred to customers at a point in time, with some transfers of services taking place over time. In 2025 less than 10% of our sales were recognized as services transferred over time. Refer to Note 1 for further discussion on our revenue recognition policies.

Segment Net Sales

	2025	2024	2023
MedSurg and Neurotechnology:			
Instruments	\$ 3,183	\$ 2,834	\$ 2,534
Endoscopy	3,807	3,389	3,068
Medical	4,204	3,852	3,459
Vascular	1,968	1,307	1,226
Neuro Cranial	2,485	2,136	1,876
	<u>\$ 15,647</u>	<u>\$ 13,518</u>	<u>\$ 12,163</u>
Orthopaedics:			
Knees	\$ 2,656	\$ 2,447	\$ 2,273
Hips	1,865	1,704	1,544
Trauma and Extremities	3,948	3,507	3,147
Spinal Implants	185	707	713
Other	815	712	658
	<u>\$ 9,469</u>	<u>\$ 9,077</u>	<u>\$ 8,335</u>
Total	<u><u>\$ 25,116</u></u>	<u><u>\$ 22,595</u></u>	<u><u>\$ 20,498</u></u>

United States Net Sales

	2025	2024	2023
MedSurg and Neurotechnology:			
Instruments	\$ 2,562	\$ 2,267	\$ 2,016
Endoscopy	3,133	2,792	2,513
Medical	3,510	3,191	2,785
Vascular	1,048	506	483
Neuro Cranial	2,052	1,761	1,531
	<u>\$ 12,305</u>	<u>\$ 10,517</u>	<u>\$ 9,328</u>
Orthopaedics:			
Knees	\$ 1,924	\$ 1,788	\$ 1,676
Hips	1,137	1,059	988
Trauma and Extremities	2,926	2,586	2,297
Spinal Implants	118	489	500
Other	596	504	468
	<u>\$ 6,701</u>	<u>\$ 6,426</u>	<u>\$ 5,929</u>
Total	<u><u>\$ 19,006</u></u>	<u><u>\$ 16,943</u></u>	<u><u>\$ 15,257</u></u>

International Net Sales

	2025	2024	2023
MedSurg and Neurotechnology:			
Instruments	\$ 621	\$ 567	\$ 518
Endoscopy	674	597	555
Medical	694	661	674
Vascular	920	801	743
Neuro Cranial	433	375	345
	<u>\$ 3,342</u>	<u>\$ 3,001</u>	<u>\$ 2,835</u>
Orthopaedics:			
Knees	\$ 732	\$ 659	\$ 597
Hips	728	645	556
Trauma and Extremities	1,022	921	850
Spinal Implants	67	218	213
Other	219	208	190
	<u>\$ 2,768</u>	<u>\$ 2,651</u>	<u>\$ 2,406</u>
Total	<u>\$ 6,110</u>	<u>\$ 5,652</u>	<u>\$ 5,241</u>

MedSurg and Neurotechnology

MedSurg and Neurotechnology products include surgical equipment, patient and caregiver safety technologies, and navigation systems (Instruments), endoscopic and communications systems (Endoscopy), patient handling, emergency medical equipment, intensive care disposable products, clinical communication and artificial intelligence-assisted virtual care platform technology (Medical), minimally invasive products for the treatment of acute ischemic and hemorrhagic stroke and venous thromboembolism (Vascular) and a comprehensive line of products for traditional brain and open skull-based surgical procedures, orthobiologic and biosurgery products, including synthetic bone grafts and vertebral augmentation products (Neuro Cranial). Substantially all MedSurg and Neurotechnology sales are recognized when a purchase order has been received and control has transferred. For certain Endoscopy, Instruments and Medical services, we may recognize sales over time as we satisfy performance obligations that may include an obligation to complete installation, provide training and perform ongoing services, generally performed within one year.

Orthopaedics

Orthopaedics products primarily include implants used in total joint replacements, such as hip, knee and shoulder, ankle and trauma and extremities surgeries. Substantially all Orthopaedics sales are recognized when we have received a purchase order and appropriate notification the product has been used or implanted. For certain Orthopaedic products in the "other" category, we recognize sales at a point in time, as well as over time for performance obligations that may include an obligation to complete installation and provide training and ongoing services. Performance obligations are generally satisfied within one year.

Costs to Obtain or Fulfill a Contract

We typically do not incur costs to fulfill a contract before a product or service is provided to a customer due to the nature of our products and services. Our costs to obtain contracts are typically in the form of sales commissions paid to employees or third-party agents. Certain sales commissions paid to employees prior to recognition of sales are recorded as deferred contract costs. We expense sales commissions associated with obtaining a contract at the time of the sale or as incurred as the amortization period is generally less than one year. These costs have been presented within selling, general and administrative expenses. On December 31, 2025 and 2024 deferred contract costs recorded in our Consolidated Balance Sheets were not significant.

Contract Assets and Liabilities

Our contract assets primarily relate to conditional rights to consideration for work completed but not billed at the reporting date. On December 31, 2025 and 2024 contract assets recorded in our Consolidated Balance Sheets were not significant.

Our contract liabilities arise as a result of consideration received from customers at inception of contracts for certain businesses or where the timing of billing for services precedes satisfaction of our performance obligations. This occurs primarily when payment is received upfront for certain multi-period extended warranty service contracts. Our contract liabilities of \$1,024 and \$978 on December 31, 2025 and 2024 are classified within accrued expenses and other liabilities and other noncurrent liabilities in our Consolidated Balance Sheets based on the timing of when we expect to complete our performance obligations. Changes in contract liabilities during the year were as follows:

	2025	2024
Beginning contract liabilities	\$ 978	\$ 860
Revenue recognized from beginning of year contract liabilities	(546)	(553)
Net advance consideration received during the period	592	671
Ending contract liabilities	\$ 1,024	\$ 978

Transfers and Servicing of Financial Assets

We sell certain customer lease agreements and the related leased assets to third-party financial institutions to accelerate our cash collection cycle. The lease receivables are sold without recourse and are derecognized from our Consolidated Balance Sheets at the time of sale. Under the terms of our arrangements, we collect lease payments on behalf of the financial institutions but maintain no other form of continuing involvement. Sales of these lease agreements are classified as operating activities in our Consolidated Statements of Cash Flows. Fees earned for our servicing activities are immaterial. Revenue related to customer lease agreements sold under these arrangements represented less than 4% of our total revenue for 2025, 2024 and 2023.

NOTE 3 - FAIR VALUE MEASUREMENTS

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Financial assets and liabilities carried at fair value are classified in their entirety based on the lowest level of input and disclosed in one of the following three categories:

- Level 1 Quoted market prices in active markets for identical assets or liabilities.
- Level 2 Observable market-based inputs or unobservable inputs that are corroborated by market data.
- Level 3 Unobservable inputs reflecting our assumptions or external inputs from active markets.

Use of observable market data, when available, is required in making fair value measurements. When inputs used fall within different levels of the hierarchy, the level within which the fair value measurement is categorized is based on the lowest level input that is significant to the fair value measurement. We determine fair value for Level 1 instruments using exchange-traded prices for identical instruments. We determine fair value of Level 2 instruments using exchange-traded prices of similar instruments, where available, or utilizing other observable inputs that take into account our credit risk and that of our counterparties. Foreign currency exchange contracts and interest rate hedges, when outstanding, are included in Level 2 and are primarily valued using standard calculations and models that use readily observable market data as their basis. Our Level 3 liabilities comprise contingent consideration arising from recently

completed acquisitions. We determine fair value of these Level 3 liabilities using a discounted cash flow technique. Significant unobservable inputs were used in our assessment of fair value, including assumptions regarding future business results, discount rates, discount periods and probability assessments based on the likelihood of reaching various targets. We remeasure the fair value of our assets and liabilities each reporting period. We record the changes in fair value within selling, general and administrative expense.

In 2025 we assumed contingent consideration liabilities with a fair value of \$90 related to previous acquisitions made by Inari Medical Inc. (Inari). Refer to Note 6 for further information on the acquisition of Inari.

In 2024 we recorded \$208 of contingent consideration related to various acquisitions described in Note 6.

There were no significant transfers into or out of any level of the fair value hierarchy in 2025.

Assets Measured at Fair Value

	2025	2024
Cash and cash equivalents	\$ 4,011	\$ 3,652
Short-term investments	—	750
Trading marketable securities	307	259
Level 1 - Assets	\$ 4,318	\$ 4,661
Available-for-sale marketable securities:		
Corporate and asset-backed debt securities	\$ 52	\$ 53
United States agency debt securities	—	1
United States treasury debt securities	37	34
Certificates of deposit	—	3
Total available-for-sale marketable securities	\$ 89	\$ 91
Foreign currency exchange forward contracts	46	225
Level 2 - Assets	\$ 135	\$ 316
Total assets measured at fair value	\$ 4,453	\$ 4,977

Liabilities Measured at Fair Value

	2025	2024
Deferred compensation arrangements	\$ 307	\$ 259
Level 1 - Liabilities	\$ 307	\$ 259
Foreign currency exchange forward contracts	\$ 170	\$ 77
Level 2 - Liabilities	\$ 170	\$ 77
Contingent consideration:		
Beginning	\$ 452	\$ 289
Additions	123	208
Change in estimate and foreign exchange	24	8
Settlements	(81)	(53)
Ending	\$ 518	\$ 452
Level 3 - Liabilities	\$ 518	\$ 452
Total liabilities measured at fair value	\$ 995	\$ 788

Fair Value of Available for Sale Securities by Maturity

	2025	2024
Due in one year or less	\$ 41	\$ 47
Due after one year through three years	\$ 48	\$ 44

On December 31, 2025 the aggregate difference between the cost and fair value of available-for-sale marketable securities was nominal. Interest income on cash and cash equivalents, short-term investments and marketable securities income was \$121, \$139 and \$75 in 2025, 2024 and 2023, which was recorded in other income.

Our investments in available-for-sale marketable securities had a minimum credit quality rating of A2 (Moody's), A (Standard & Poor's) and A (Fitch). We do not plan to sell the investments, and it is not more likely than not that we will be required to sell the investments before recovery of their amortized cost basis, which may be maturity.

NOTE 4 - DERIVATIVE INSTRUMENTS

We use operational and economic hedges, foreign currency exchange forward contracts, net investment hedges (both derivative and non-derivative financial instruments) and interest rate derivative instruments to manage the impact of currency exchange and interest rate fluctuations on earnings, cash flow and equity. We do not enter into derivative instruments for speculative purposes. We are exposed to potential credit loss in the event of nonperformance by counterparties on our outstanding derivative instruments but do not anticipate nonperformance by any of our counterparties. Should a counterparty default, our maximum loss exposure is the asset balance of the instrument.

Foreign Currency Hedges

2025	Cash Flow	Net Investment	Non-Designated	Total
Gross notional amount	\$ 1,738	\$ 2,647	\$ 4,391	\$ 8,776
Maximum term in years				8.7
Fair value:				
Other current assets	\$ 33	\$ —	\$ 11	\$ 44
Other noncurrent assets	2	—	—	2
Other current liabilities	(10)	(71)	(21)	(102)
Other noncurrent liabilities	(2)	(66)	—	(68)
Total fair value	\$ 23	\$ (137)	\$ (10)	\$ (124)
2024	Cash Flow	Net Investment	Non-Designated	Total
Gross notional amount	\$ 1,588	\$ 2,338	\$ 5,164	\$ 9,090
Maximum term in years				9.7
Fair value:				
Other current assets	\$ 43	\$ 24	\$ 119	\$ 186
Other noncurrent assets	4	35	—	39
Other current liabilities	(29)	—	(41)	(70)
Other noncurrent liabilities	(3)	(4)	—	(7)
Total fair value	\$ 15	\$ 55	\$ 78	\$ 148

We had €2.3 billion at December 31, 2025 and 2024 in certain forward currency contracts designated as net investment hedges, for which the maximum term is 8.7 years, to hedge a portion of our investments in certain of our entities with functional currencies denominated in Euros. In addition to these derivative financial instruments designated as net investment hedges, we had €5.0 billion at December 31, 2025 and 2024 of senior unsecured notes designated as net investment hedges to selectively hedge portions of our investment in certain international subsidiaries. The currency effects of our Euro-denominated senior unsecured notes are reflected in AOCI within shareholders' equity where they offset gains and losses recorded on our net investment in international subsidiaries.

The total after-tax gain (loss) recognized in OCI related to designated net investment hedges was (\$715) in 2025.

Currency Exchange Rate Gains (Losses) Recognized in Net Earnings

Derivative Instrument	Recognized in:	2025	2024	2023
Cash Flow	Cost of sales	\$ 25	\$ 31	\$ 39
Net Investment	Other income	44	35	34
Non-Designated	Other income	33	40	25
	Total	\$ 102	\$ 106	\$ 98

Pretax gains (losses) on derivatives designated as cash flow hedges of \$39 and net investment hedges of \$38 recorded in AOCI are expected to be reclassified to cost of sales and other income in earnings within 12 months of December 31, 2025. This cash flow hedge reclassification is primarily due to the sale of inventory that includes previously hedged purchases. A component of the AOCI amounts related to net investment

hedges is reclassified over the life of the hedge instruments as we elected to exclude the initial value of the component related to the spot-forward difference from the effectiveness assessment.

Interest Rate Hedges

Pretax gains of \$5 recorded in AOCI related to interest rate hedges closed in conjunction with debt issuances are expected to be reclassified to interest expense in earnings within 12 months of December 31, 2025. The cash flow effect of interest rate hedges is recorded in cash flow from operations.

NOTE 5 - ACCUMULATED OTHER COMPREHENSIVE (LOSS) INCOME (AOCI)

	Pension Plans	Hedges	Financial Statement Translation	Total
2023	\$ (28)	\$ 39	\$ (427)	\$ (416)
OCI	43	26	236	305
Income taxes	(11)	(7)	(110)	(128)
Reclassifications to:				
Cost of sales	—	(31)	—	(31)
Interest expense	—	(4)	—	(4)
Other income	—	—	(35)	(35)
Income taxes	—	8	8	16
Net OCI	\$ 32	\$ (8)	\$ 99	\$ 123
2024	\$ 4	\$ 31	\$ (328)	\$ (293)
OCI	93	37	(562)	(432)
Income taxes	(27)	(4)	125	94
Reclassifications to:				
Cost of sales	—	(25)	—	(25)
Interest expense	—	(3)	—	(3)
Other income	—	—	(44)	(44)
Income taxes	—	6	10	16
Net OCI	\$ 66	\$ 11	\$ (471)	\$ (394)
2025	\$ 70	\$ 42	\$ (799)	\$ (687)

NOTE 6 - ACQUISITIONS

We acquire stock in companies and various assets that continue to support our capital deployment and product development strategies. Cash paid for acquisitions, net of cash acquired was \$4,960 and \$1,628 in 2025 and 2024.

In February 2025 we completed the acquisition of Inari for \$80 per share, or an aggregate purchase price of \$4,810, net of cash acquired. Inari's product portfolio includes minimally invasive products for the treatment of venous thromboembolism. Inari is part of our Peripheral Vascular business within MedSurg and Neurotechnology. The purchase price allocation for Inari is based on preliminary valuations, primarily related to developed technologies and customer relationships. Goodwill attributable to the acquisition reflects the strategic benefits of expanding our market presence, diversifying our product portfolio and advancing innovations. This goodwill is not deductible for tax purposes. Share-based awards for Inari employees vested upon our acquisition and a charge of \$139 was recorded in selling, general and administrative expenses in 2025.

In 2024 we completed various acquisitions for total consideration that includes \$1,628 in upfront payments, net of cash acquired, and \$400 contingent upon the achievement of certain commercial or clinical milestones. The combined acquisition-date fair values of the contingent milestone payments totaled \$208. The acquired companies expand the product portfolios of our Instruments, Endoscopy, Medical and Neuro Cranial businesses within MedSurg and Neurotechnology and our Trauma and Extremities and Joint Replacement businesses within Orthopaedics. Goodwill attributable to the acquisitions reflects the strategic benefits of

expanding our market presence, diversifying our product portfolio and advancing innovations. This goodwill is not deductible for tax purposes.

The purchase price allocations for Inari and the acquisitions completed in the full year 2024 are:

Purchase Price Allocation of Acquired Net Assets

	2025 Inari	2024 Total
Tangible assets acquired:		
Accounts receivable	\$ 78	\$ 40
Inventory	215	99
Deferred income tax assets	59	49
Other assets	84	26
Debt	—	(32)
Deferred income tax liabilities	(486)	(204)
Other liabilities	(191)	(107)
Intangible assets:		
Developed technologies	1,458	596
Customer relationships	330	215
Patents	—	6
Trademarks	—	2
Other intangibles	72	—
Goodwill	3,191	1,146
Purchase price, net of cash acquired of \$64 and \$56	\$ 4,810	\$ 1,836

Weighted-average amortization period at acquisition (years):

Developed technologies	13	12
Customer relationships	13	14
Patents	—	12
Trademarks	—	5
Other intangibles	9	—

NOTE 7 - CONTINGENCIES AND COMMITMENTS

We are involved in various ongoing proceedings, legal actions and claims arising in the normal course of business, including proceedings related to product, labor, tax, intellectual property and other matters, the most significant of which are more fully described below. The outcomes of these matters will generally not be known for prolonged periods of time. In certain of the legal proceedings the claimants seek damages as well as other compensatory and equitable relief that could result in the payment of significant claims and settlements and/or the imposition of injunctions or other equitable relief. For legal matters for which management had sufficient information to reasonably estimate our future obligations, a liability representing management's best estimate of the probable loss, or the minimum of the range of probable losses when a best estimate within the range is not known, is recorded. The estimates are based on consultation with legal counsel, previous settlement experience and settlement strategies. If actual outcomes are less favorable than those estimated by management, additional expense may be incurred, which could unfavorably affect future operating results. We are self-insured for certain claims and expenses. The ultimate cost to us with respect to product liability claims could be materially different than the amount of the current estimates and accruals and could have a material adverse effect on our financial position, results of operations and cash flows.

Previously we were contacted by the United States Securities and Exchange Commission (SEC), United States Department of Justice (DOJ) and certain other regulatory authorities regarding whether certain business activities in certain foreign countries violated provisions of the FCPA and analogous local laws. We have completed our investigation into these matters. During 2025 we were informed by the SEC and DOJ that each agency had closed its inquiry. We are currently responding to inquiries by

certain foreign authorities arising in the normal course of business. We do not expect these matters to have a material effect, if any, on our financial statements.

We have conducted voluntary recalls of certain products, including our Rejuvenate and ABG II Modular-Neck hip stems and certain lot-specific sizes and offsets of LFIT Anatomic CoCr V40 Femoral Heads. Additionally, we are responsible for certain product liability claims, primarily related to certain hip products sold by Wright prior to its 2014 divestiture of the OrthoRecon business.

We have incurred, and expect to incur in the future, costs associated with the defense and settlement of claims and lawsuits. Based on the information that has been received related to the matters discussed above, our accrual for these matters was \$144 at December 31, 2025, representing our best estimate of probable loss. The final outcomes of these matters are dependent on many factors that are difficult to predict. Accordingly the ultimate cost related to these matters may be materially different than the amount of our current estimate and accruals and could have a material adverse effect on our results of operations and cash flows.

Leases

We lease various manufacturing, warehousing and distribution facilities, administrative and sales offices as well as equipment under operating leases. We evaluate our contracts to identify leases, which is generally if there is an identified asset and we have the right to direct the use of and obtain substantially all of the economic benefit from the use of the identified asset. Certain of our lease agreements contain rent escalation clauses (including index-based escalations), rent holidays, capital improvement funding or other lease incentives. We recognize our minimum rental expense on a straight-line basis over the term of the lease beginning with the date of initial control of the asset. Right-of-use assets are recorded in other noncurrent assets on our Consolidated Balance Sheets. Current and noncurrent lease liabilities are recorded in accrued expenses and other liabilities and other noncurrent liabilities, respectively.

We have made certain significant assumptions and judgments when recording leases. For all asset classes, we do not recognize a right-of-use asset and lease liability for short-term leases. We also do not separate non-lease components from lease components to which they relate and account for the combined lease and non-lease components as a single lease component. The determination of the discount rate used in a lease is our incremental borrowing rate which is based on what we would normally pay to borrow on a collateralized basis over a similar term an amount equal to the lease payments.

	2025	2024
Right-of-use assets	\$ 519	\$ 516
Lease liabilities, current	\$ 153	\$ 144
Lease liabilities, noncurrent	\$ 348	\$ 379

Other information:

Weighted-average remaining lease term (years)	5.0	5.1
Weighted-average discount rate	3.77 %	3.87 %

Operating lease expense totaled \$205, \$190 and \$172 in 2025, 2024 and 2023.

Future Obligations

We lease various manufacturing, warehousing and distribution facilities, administrative and sales offices as well as equipment under operating leases. Refer to Note 10 for more information on the debt obligations.

	2026	2027	2028	2029	2030	Thereafter
Debt repayments	\$1,000	\$1,382	\$2,606	\$1,691	\$2,565	\$ 6,729
Minimum lease payments	\$ 164	\$ 125	\$ 87	\$ 55	\$ 38	\$ 55

Other Contractual Obligations and Commitments

We participate in a supplier financing program that enables our suppliers, at their sole discretion, to sell their Stryker receivables to a financial institution on a non-recourse basis in order to be paid earlier than our payment terms provide. Under this program, we agree to pay participating banks the stated amount of confirmed invoices from its designated suppliers on the original maturity dates of the invoices, generally within 90 days of the invoice date. We or the banks may agree to terminate the agreements with advance notice. Separately, the banks may have arrangements with the suppliers that provide them the option to request early payment from the bank for invoices confirmed by us. Our outstanding balances of confirmed invoices in the programs were \$75 and \$71 on December 31, 2025 and 2024 and are included within accounts payable on our Consolidated Balance Sheets.

	2025	2024
Beginning confirmed obligations	\$ 71	\$ 51
Additions	420	392
Settlements	(416)	(372)
Ending confirmed obligations	\$ 75	\$ 71

NOTE 8 - GOODWILL AND OTHER INTANGIBLE ASSETS

In our annual impairment test of goodwill as of October 31, 2024 we performed a quantitative assessment of the Spine reporting unit using a discounted cash flow analysis to estimate the fair value. The carrying value of the Spine reporting unit exceeded its fair value and a charge of \$273 was recognized in goodwill and other impairments in the Consolidated Statements of Earnings. The impairment charge for the Spine reporting unit was driven by a decrease in future product demand due to the competitive environment and an increase in the Spine reporting unit's weighted average cost of capital. Subsequent to the annual goodwill impairment test management committed to a plan to sell certain assets associated with the Spinal Implants business (disposal group). Goodwill was allocated to the disposal group based on the relative fair values of the disposal group and the portion of the Spine reporting unit that will be retained. Goodwill allocated to the disposal group was tested for impairment which resulted in an impairment charge of \$183 recognized in goodwill and other impairments in the Consolidated Statements of Earnings. Refer to Note 16 for additional information on the sale of the Spinal Implants business.

In our annual impairment test as of October 31, 2025 we performed a quantitative impairment test for our Peripheral Vascular reporting unit and determined that its fair value exceeded its carrying amount by 12%. At October 31, 2025, goodwill attributable to the Peripheral Vascular reporting unit was \$3,203. The fair value of this reporting unit was determined using a discounted cash flow analysis, which is a form of the income approach. Significant inputs to the analysis included assumptions for future revenue growth, operating margin and the rate used to discount the estimated future cash flows to their present value, based on the reporting unit's estimated weighted average cost of capital.

For our other reporting units, we considered qualitative indicators of impairment as it was considered more likely than not that the fair values of those reporting units exceeded their respective carrying values. No impairment was identified for those reporting units in 2025 or 2024.

Future changes in the judgments, assumptions and estimates that are used in our impairment testing for goodwill, including discount and tax rates and future cash flow projections, could result in different estimates of the fair values. A significant reduction in the estimated fair values could result in impairment charges that could materially affect our results of operations.

In 2024 goodwill of \$117 previously reported within Orthopaedics was reclassified to MedSurg and Neurotechnology to reflect the reclassification of the Interventional Spine reporting unit from Orthopaedics to MedSurg and Neurotechnology to align with certain updates in our internal reporting structure.

Changes in the Net Carrying Value of Goodwill by Segment

	MedSurg and Neurotechnology	Orthopaedics	Total
2023	\$ 8,270	\$ 6,973	\$ 15,243
Goodwill impairment	—	(456)	(456)
Additions and adjustments	852	300	1,152
Foreign exchange and other	86	(170)	(84)
2024	\$ 9,208	\$ 6,647	\$ 15,855
Additions and adjustments	3,275	(1)	3,274
Foreign exchange and other	73	89	162
2025	\$ 12,556	\$ 6,735	\$ 19,291

Summary of Other Intangible Assets

	Gross Carrying Amount	Less Accumulated Amortization	Net Carrying Amount
Developed technologies			
2025	\$ 7,273	\$ 3,430	\$ 3,843
2024	5,698	2,931	2,767
Customer relationships			
2025	\$ 3,425	\$ 1,844	\$ 1,581
2024	3,055	1,636	1,419
Patents			
2025	\$ 157	\$ 144	\$ 13
2024	153	136	17
Trademarks			
2025	\$ 420	\$ 281	\$ 139
2024	413	256	157
In-process research and development			
2025	\$ 34	\$ —	\$ 34
2024	34	—	34
Other			
2025	\$ 132	\$ 61	\$ 71
2024	63	62	1
Total			
2025	\$ 11,441	\$ 5,760	\$ 5,681
2024	9,416	5,021	4,395

Estimated Amortization Expense

2026	2027	2028	2029	2030
\$ 699	\$ 711	\$ 631	\$ 616	\$ 597

NOTE 9 - CAPITAL STOCK

The aggregate number of shares of all classes of stock which we are authorized to issue is up to 1,000,500,000, divided into two classes consisting of 500,000 shares of \$1 par value preferred stock and 1,000,000,000 shares of common stock with a par value of \$0.10. No shares of preferred stock were outstanding on December 31, 2025.

We made no repurchases of shares in 2025. The manner, timing and amount of repurchases are determined by management based on an evaluation of market conditions, stock price and other factors and are subject to regulatory considerations. Purchases are made from time-to-time in the open market, in privately negotiated transactions or otherwise. On December 31, 2025 the total dollar value of shares of our common stock that

could be purchased under our authorized repurchase program was \$1,033.

Shares reserved for future compensation grants of our common stock were 31 million and 18 million on December 31, 2025 and 2024.

Stock Options

We measure the cost of employee stock options based on the grant-date fair value and recognize that cost using the straight-line method over the period in which a recipient is required to provide services in exchange for the options, typically the vesting period. The weighted-average fair value per share of options is estimated on the date of grant using the Black-Scholes option pricing model.

Option Value and Assumptions

	2025	2024	2023
Weighted-average fair value per share	\$ 141.40	\$ 118.22	\$ 83.59
Assumptions:			
Risk-free interest rate	4.4 %	4.3 %	4.0 %
Expected dividend yield	0.9 %	1.1 %	1.2 %
Expected stock price volatility	29.1 %	29.9 %	29.0 %
Expected option life (years)	6.4	6.3	6.2

The risk-free interest rate for periods within the expected life of options granted is based on the United States Treasury yield curve in effect at the time of grant. Expected stock price volatility is based on the historical volatility of our stock. The expected option life, representing the period of time that options granted are expected to be outstanding, is based on historical option exercise and employee termination data.

2025 Stock Option Activity

	Shares (in millions)	Weighted- Average Exercise Price	Weighted- Average Remaining Term (in years)	Aggregate Intrinsic Value
Outstanding January 1	10.8	\$ 214.87		
Granted	1.0	392.36		
Exercised	(1.2)	158.83		
Canceled or forfeited	(0.2)	313.05		
Outstanding December 31	10.4	\$ 234.56	5.0	\$ 1,246.1
Exercisable December 31	6.9	\$ 195.53	3.7	\$ 1,073.4
Options expected to vest	3.3	\$ 309.91	7.5	\$ 166.7

The aggregate intrinsic value of options, which represents the cumulative difference between the fair market value of the underlying common stock and the option exercise prices, exercised was \$260, \$362 and \$318 in 2025, 2024 and 2023. Exercise prices for options outstanding ranged from \$96.64 to \$392.39 on December 31, 2025. On December 31, 2025 there was \$160 of unrecognized compensation cost related to nonvested stock options granted under the long-term incentive plans. That cost is expected to be recognized as expense over the weighted-average period of approximately 1.5 years.

Restricted Stock Units (RSUs) and Performance Stock Units (PSUs) Activity

	Shares (in millions)		Weighted-Average Grant Date Fair Value	
	RSUs	PSUs	RSUs	PSUs
Nonvested on January 1	0.7	0.2	\$ 290.58	\$ 287.51
Granted	0.3	0.1	385.68	334.24
Vested	(0.3)	(0.1)	277.40	254.47
Canceled or forfeited	(0.1)	—	337.17	—
Nonvested on December 31	0.6	0.2	\$ 344.25	\$ 333.06

On December 31, 2025 there was \$100 of unrecognized compensation cost related to nonvested RSUs. That cost is expected to be recognized as expense over the weighted-average period of approximately one year. The weighted-average grant date fair value per share of RSUs granted was \$385.68 and \$332.64 in 2025 and 2024. The fair value of RSUs and PSUs vested in 2025 was \$91 and \$26. On December 31, 2025 there was \$26 of unrecognized compensation cost related to nonvested PSUs. That cost is expected to be recognized as expense over the weighted-average period of approximately one year.

Employee Stock Purchase Plans (ESPP)

Employees may participate in our ESPP provided they meet certain eligibility requirements. The purchase price for our common stock under the terms of the ESPP is defined as 95% of the closing stock price on the last trading day of a purchase period. We issued 178,090 and 173,708 shares under the ESPP in 2025 and 2024.

NOTE 10 - DEBT AND CREDIT FACILITIES

We have lines of credit issued by various financial institutions that are available to fund our day-to-day operating needs. Certain of our credit facilities require us to comply with financial and other covenants. We were in compliance with all covenants on December 31, 2025.

In February 2025 we entered into a new revolving credit agreement that replaces our previous agreement dated October 2021. The primary changes included increasing the aggregate principal amount of the facility by \$750 to \$3,000 and extending the maturity date to February 25, 2030. On December 31, 2025 there were no borrowings outstanding under our revolving credit facility or our commercial paper program which allows for maturities up to 397 days from the date of issuance. The maximum amount of our commercial paper that can be outstanding at any time is \$3,000.

In February 2025 we issued \$500 of 4.550% senior unsecured notes due February 10, 2027, \$700 of 4.700% senior unsecured notes due February 10, 2028, \$800 of 4.850% senior unsecured notes due February 10, 2030 and \$1,000 of 5.200% senior unsecured notes due February 10, 2035. In June 2025 we repaid \$650 of 1.150% senior unsecured notes. In November 2025 we repaid \$750 of 3.375% senior unsecured notes. The following table summarizes our total debt at December 31:

Summary of Total Debt

Rate	Due	2025	2024
Senior unsecured notes:			
1.150%	June 15, 2025	\$ —	\$ 649
3.375%	November 1, 2025	—	750
3.500%	March 15, 2026	1,000	998
4.550%	February 10, 2027	498	—
2.125%	November 30, 2027	881	777
4.700%	February 10, 2028	697	—
3.650%	March 7, 2028	599	598
4.850%	December 8, 2028	597	596
3.375%	December 11, 2028	704	621
0.750%	March 1, 2029	939	828
4.250%	September 11, 2029	744	743
4.850%	February 10, 2030	794	—
1.950%	June 15, 2030	995	993
2.625%	November 30, 2030	759	669
1.000%	December 3, 2031	876	772
3.375%	September 11, 2032	934	824
4.625%	September 11, 2034	741	740
5.200%	February 10, 2035	990	—
3.625%	September 11, 2036	695	613
4.100%	April 1, 2043	393	393
4.375%	May 15, 2044	396	396
4.625%	March 15, 2046	984	984
2.900%	June 15, 2050	643	643
Other		—	10
Total debt		\$15,859	\$13,597
Less current maturities		1,000	1,409
Total long-term debt		\$14,859	\$12,188
Unamortized debt issuance costs		\$ 70	\$ 63
Borrowing capacity on existing facilities		\$ 2,911	\$ 2,160
Fair value of senior unsecured notes		\$15,344	\$12,780

The fair value of the senior unsecured notes was estimated using quoted interest rates, maturities and amounts of borrowings based on quoted active market prices and yields that took into account the underlying terms of the debt instruments. Substantially all of our debt is classified within Level 2 of the fair value hierarchy.

Interest expense on outstanding debt and credit facilities, including required fees incurred totaled \$582, \$396 and \$356 in 2025, 2024 and 2023.

NOTE 11 - INCOME TAXES

On January 1, 2025 we prospectively adopted ASU 2023-09 (Topic 740): *Income Taxes: Improvements to Income Tax Disclosures* which expands the existing rules on income tax disclosures. This update requires entities to disclose specific categories in the tax rate reconciliation, provide additional information for reconciling items that meet a quantitative threshold and disclose additional information about income taxes paid on an annual basis. In determining the reconciling items we considered the effect of tax rulings as part of the statutory tax rate.

Our effective tax rate was 28.1%, 14.3% and 13.8% for 2025, 2024 and 2023. The effective income tax rate for 2025 increased from 2024 due to the 2025 tax effect of transfers of intellectual property between tax jurisdictions and the 2024 tax effect of the sale of the Spinal Implants business. The effective income tax rate for 2024 increased from 2023 due to the 2023 tax effect of transfers of intellectual property between tax jurisdictions offset by the 2024 tax effect of the sale of the Spinal Implants business.

Effective Income Tax Rate Reconciliation

	2025	
	Amount	Percent
United States federal statutory rate	\$ 948	21.0 %
State and Local Income Taxes, Net of Federal Income Tax Effect ⁽¹⁾	173	3.8
Foreign Tax Effects		
Ireland		
Statutory tax rate difference	(177)	(3.9)
Other	17	0.4
Puerto Rico		
Statutory tax rate difference	(49)	(1.1)
Withholding Tax	60	1.3
Expiration of credits carryforward	78	1.7
Change in valuation allowance	(78)	(1.7)
Other	(4)	(0.1)
Other foreign jurisdictions	20	0.4
Effect of changes in tax laws or rates enacted in the current period	—	—
Effect of Cross-Border Tax Laws		
Direct foreign tax credits	(90)	(2.0)
Global intangible low-taxed income	70	1.6
Tax Credits		
Research and development tax credits	(53)	(1.2)
Changes in Valuation Allowances	—	—
Nontaxable or Nondeductible Items		
Spinal Implants divestiture	(51)	(1.1)
Transfers of intellectual property	405	9.0
Changes in unrecognized Tax Benefits	17	0.4
Other Adjustments	(18)	(0.4)
Effective Tax Rate	\$1,268	28.1 %

⁽¹⁾ State taxes in Pennsylvania, New York, Illinois, Florida, California, Michigan, Indiana, and Tennessee accounted for the majority (greater than 50%) of the tax effect in this category.

Effective Income Tax Rate Reconciliation

	2024	2023
United States federal statutory rate	21.0 %	21.0 %
United States state and local income taxes, less federal deduction	1.1	1.1
Foreign income tax at rates other than 21%	(4.1)	(6.8)
Tax related to repatriation of foreign earnings	0.3	1.2
United States research and development credits	(1.4)	(1.2)
Intellectual property transfers	—	(3.3)
Goodwill impairment	2.8	—
Outside basis difference related to the anticipated sale of the Spinal Implants business	(4.9)	—
Other	(0.5)	1.8
Effective income tax rate	14.3 %	13.8 %

Cash paid for income taxes (net of refunds received)

	2025
United States - Federal	533
United States - State	71
Foreign	
Ireland	175
Other	223
Subtotal	398
Total	\$ 1,002

Earnings Before Income Taxes

	2025	2024	2023
United States	\$ 1,434	\$ 523	\$ 701
International	3,080	2,969	2,972
Total	\$ 4,514	\$ 3,492	\$ 3,673

Components of Income Tax Expense (Benefit)

	2025	2024	2023
Current income tax expense (benefit):			
United States federal	\$ 414	\$ 490	\$ 236
United States state and local	149	90	48
International	313	289	430
Total current income tax expense	\$ 876	\$ 869	\$ 714
Deferred income tax expense (benefit):			
United States federal	\$ 186	\$ (462)	\$ (212)
United States state and local	78	(76)	(20)
International	128	168	26
Total deferred income tax expense (benefit)	\$ 392	\$ (370)	\$ (206)
Total income tax expense	\$ 1,268	\$ 499	\$ 508

Interest included in interest expense was \$18, \$13, and \$1 in 2025, 2024 and 2023. The United States federal deferred income tax expense (benefit) includes the utilization of net operating loss carryforwards of \$32, \$9 and \$189 in 2025, 2024 and 2023.

Deferred Income Tax Assets and Liabilities

	2025	2024
Deferred income tax assets:		
Inventories	\$ 553	\$ 551
Other accrued expenses	401	207
Depreciation and amortization	546	715
State income taxes	90	167
Share-based compensation	117	100
Research and development capitalization	40	408
International interest expense carryforwards	56	52
Net operating loss and credit carryforwards	315	410
Outside basis difference related to the anticipated sale of the Spinal Implants business	—	170
Other	352	310
Total deferred income tax assets	\$ 2,470	\$ 3,090
Less valuation allowances	(148)	(228)
Net deferred income tax assets	\$ 2,322	\$ 2,862
Deferred income tax liabilities:		
Depreciation and amortization	\$ (1,222)	\$ (1,141)
Undistributed earnings	(139)	(61)
Total deferred income tax liabilities	\$ (1,361)	\$ (1,202)
Net deferred income tax assets	\$ 961	\$ 1,660
Reported as:		
Noncurrent deferred income tax assets	\$ 1,098	\$ 1,742
Noncurrent liabilities—Other liabilities	(137)	(82)
Total	\$ 961	\$ 1,660

Accrued interest was \$96 and \$71 on December 31, 2025 and 2024 which was reported in accrued expenses and other liabilities and other noncurrent liabilities.

United States federal loss carryforwards of \$271, with \$57 of associated deferred tax asset and with \$2 being subject to a valuation allowance, begin to expire in 2026. United States state loss carryforwards of \$1,606, with \$64 associated deferred tax asset and with \$33 being subject to a valuation allowance, begin to expire in 2026. International loss carryforwards of \$309, with \$67 of associated deferred tax asset and with \$61 being subject to a valuation allowance, begin to expire in 2026; however, some have no expiration. We also have tax credit carryforwards of \$141 with \$4 being subject to a full valuation allowance. The credits with a full valuation allowance begin to expire in 2026.

We recorded deferred income tax on undistributed earnings of foreign subsidiaries not determined to be indefinitely reinvested. The amount of undistributed earnings of foreign subsidiaries determined to be indefinitely reinvested at December 31, 2025 was approximately \$11.7 billion. Determination of the total amount of unrecognized deferred income tax on undistributed earnings of foreign subsidiaries is not practicable.

Uncertain Income Tax Positions

	2025	2024
Beginning uncertain tax positions	\$ 349	\$ 371
Increases related to current year income tax positions	19	18
Increases related to prior year income tax positions	12	—
Decreases related to prior year income tax positions	—	(4)
Settlements of income tax audits	—	(21)
Statute of limitations expirations and other	(4)	(3)
Foreign currency translation	27	(12)
Ending uncertain tax positions	\$ 403	\$ 349
Reported as:		
Noncurrent liabilities—Income taxes	\$ 403	\$ 349

Our income tax expense would have been reduced by \$279 and \$224 in 2025 and 2024 had our uncertain income tax positions been favorably resolved. It is reasonably possible that the amount of unrecognized tax benefits will significantly change due to one or more of the following events in the next 12 months: expiring statutes, audit activity, tax payments, competent authority proceedings related to transfer pricing or final decisions in matters that are the subject of controversy in various taxing jurisdictions in which we operate, including inventory transfer pricing, cost sharing, product royalty and foreign branch arrangements. We are not able to reasonably estimate the amount or the future periods in which changes in unrecognized tax benefits may be resolved. Interest incurred associated with uncertain tax positions is included in interest expense.

Income tax authorities in various jurisdictions globally conduct routine audits of our income tax returns to determine if they agree with our interpretations of income tax regulations. Any audit assessment, draft audit assessment, or final audit report received is reviewed for new information and evaluated for proper financial statement treatment. We received a final audit report and assessments from the German Federal Central Tax Office (FCTO) related to the years 2010 through 2017 of \$754 and expect to receive additional assessments of \$11 based on the final audit report. We intend to defend our filing positions through the FCTO independent appeals process and/or litigation as necessary. If the resolution of this matter results in additional German income taxes, we expect to pursue a claim for associated foreign tax credits. Our unrecognized tax benefits associated with this matter remain unchanged from 2024.

Income tax years are open from 2019 through 2025 for the United States federal jurisdiction and are open for other major jurisdictions from 2010 through 2025.

NOTE 12 - RETIREMENT PLANS**Defined Contribution Plans**

We provide certain employees with defined contribution plans and other types of retirement plans. A portion of our retirement plan expense under the defined contribution plans is funded with Stryker common stock. The use of Stryker common stock represents a non-cash operating activity that is not reflected in our Consolidated Statements of Cash Flows.

	2025	2024	2023
Plan expense	\$ 399	\$ 376	\$ 327
Expense funded with Stryker common stock	72	62	57
Stryker common stock held by plan:			
Dollar amount	\$ 763	\$ 781	\$ 649
Shares (in millions)	2.2	2.2	2.2
Value as a percentage of total plan assets	8 %	10 %	10 %

Defined Benefit Plans

Certain of our subsidiaries have both funded and unfunded defined benefit pension plans covering some or all of their employees. The majority of our defined benefit pension plans have projected benefit obligations in excess of plan assets.

Discount Rate

The discount rates were selected using a hypothetical portfolio of high quality bonds on December 31 that would provide the necessary cash flows to match our projected benefit payments.

Expected Return on Plan Assets

The expected return on plan assets is determined by applying the target allocation in each asset category of plan investments to the anticipated return for each asset category based on historical and projected returns.

Components of Net Periodic Pension Cost

	2025	2024	2023
Net periodic benefit cost:			
Service cost	\$ (42)	\$ (39)	\$ (32)
Interest cost	(24)	(21)	(23)
Expected return on plan assets	22	19	18
Amortization of prior service credit	2	1	1
Recognized actuarial gain (loss)	(2)	(1)	4
Net periodic benefit cost	\$ (44)	\$ (41)	\$ (32)
Changes in assets and benefit obligations recognized in OCI:			
Net actuarial gain (loss)	\$ 93	\$ 43	\$ (67)
Recognized net actuarial (gain) loss	2	1	(4)
Prior service credit and transition amount	(2)	(1)	(1)
Total recognized in other comprehensive income (loss)	\$ 93	\$ 43	\$ (72)
Total recognized in net periodic benefit cost and OCI	\$ 49	\$ 2	\$ (104)
Weighted-average rates used to determine net periodic benefit cost:			
Discount rate	2.9 %	2.8 %	3.3 %
Expected return on plan assets	4.1 %	4.3 %	4.2 %
Rate of compensation increase	2.9 %	3.0 %	3.0 %
Weighted-average discount rate used to determine projected benefit obligations	3.6 %	2.9 %	2.8 %

The actuarial gain (loss) for all pension plans was primarily related to a change in the discount rate used to measure the benefit obligations of those plans.

Investment Strategy

The investment strategy for our defined benefit pension plans is to meet the liabilities of the plans as they fall due and to maximize the return on invested assets within appropriate risk tolerances.

	2025	2024
Fair value of plan assets	\$ 560	\$ 492
Benefit obligations	(829)	(782)
Funded status	\$ (269)	\$ (290)
Reported as:		
Noncurrent assets—other assets	\$ 72	\$ 48
Current liabilities—accrued compensation	(5)	(3)
Noncurrent liabilities—other liabilities	(336)	(335)
Pre-tax amounts recognized in AOCI:		
Unrecognized net actuarial gain (loss)	101	6
Unrecognized prior service credit	8	8
Total	\$ 109	\$ 14

Change in Benefit Obligations

	2025	2024
Beginning projected benefit obligations	\$ 782	\$ 826
Service cost	42	39
Interest cost	24	21
Foreign exchange impact and other	114	(52)
Employee contributions	9	7
Actuarial (gains) losses	(116)	(40)
Benefits paid	(26)	(19)
Ending projected benefit obligations	\$ 829	\$ 782
Ending accumulated benefit obligations	\$ 786	\$ 748

Change in Plan Assets

	2025	2024
Beginning fair value of plan assets	\$ 492	\$ 485
Actual return	(3)	22
Employer contributions	23	23
Employee contributions	9	7
Foreign exchange impact	60	(31)
Benefits paid	(21)	(14)
Ending fair value of plan assets	\$ 560	\$ 492

Allocation of Plan Assets

	2026 Target	2025 Actual	2024 Actual
Equity securities	26 %	32 %	28 %
Debt securities	41	39	40
Other	33	29	32
Total	100 %	100 %	100 %

Valuation of Plan Assets

2025	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ 16	\$ —	\$ —	\$ 16
Equity securities	9	162	—	171
Debt securities	2	230	—	232
Other	4	83	54	141
Total	\$ 31	\$ 475	\$ 54	\$ 560
2024	Level 1	Level 2	Level 3	Total
Cash and cash equivalents	\$ 17	\$ —	\$ —	\$ 17
Equity securities	8	125	—	133
Debt securities	2	203	—	205
Other	4	76	57	137
Total	\$ 31	\$ 404	\$ 57	\$ 492

Our Level 3 pension plan assets primarily include guaranteed investment contracts with insurance companies. The insurance contracts guarantee us principal repayment and a fixed rate of return. The \$3 decrease in Level 3 pension plan assets is primarily driven by the change in the corresponding pension liability. We expect to contribute \$24 to our defined benefit pension plans in 2026.

Estimated Future Benefit Payments

2026	2027	2028	2029	2030	2031-2035
\$ 29	\$ 32	\$ 33	\$ 34	\$ 38	\$ 223

NOTE 13 - SUMMARY OF QUARTERLY DATA (UNAUDITED)

2025 Quarters	Mar 31	Jun 30	Sep 30	Dec 31
Net sales	\$ 5,866	\$ 6,022	\$ 6,057	\$ 7,171
Gross profit	3,744	3,841	3,852	4,628
Earnings before income taxes	764	1,016	1,029	1,705
Net earnings	654	884	859	849
Net earnings per share of common stock:				
Basic	\$ 1.71	\$ 2.32	\$ 2.25	\$ 2.21
Diluted	\$ 1.69	\$ 2.29	\$ 2.22	\$ 2.20
Dividends declared per share of common stock	\$ 0.84	\$ 0.84	\$ 0.84	\$ 0.88
2024 Quarters	Mar 31	Jun 30	Sep 30	Dec 31
Net sales	\$ 5,243	\$ 5,422	\$ 5,494	\$ 6,436
Gross profit	3,333	3,416	3,517	4,174
Earnings before income taxes	923	998	1,043	528
Net earnings	788	825	834	546
Net earnings per share of common stock:				
Basic	\$ 2.07	\$ 2.17	\$ 2.18	\$ 1.43
Diluted	\$ 2.05	\$ 2.14	\$ 2.16	\$ 1.41
Dividends declared per share of common stock	\$ 0.80	\$ 0.80	\$ 0.80	\$ 0.84

NOTE 14 - SEGMENT AND GEOGRAPHIC DATA

We segregate our operations into two reportable business segments: (i) MedSurg and Neurotechnology and (ii) Orthopaedics which aligns to our internal reporting structure and how our Chief Operating Decision Maker (CODM) assesses performance and allocates resources. The CODM is the Chief

Executive Officer. The CODM makes decisions on resource allocation, assesses performance of the business, and monitors budget versus actual results using segment operating income.

The Corporate and Other category shown in the table below includes corporate and administration, corporate initiatives and share-based compensation, which includes compensation related to employee stock options, restricted stock units and performance stock unit grants and director stock options and restricted stock unit grants.

	2025	2024	2023
Segment Results			
MedSurg and Neurotechnology	\$ 15,647	\$ 13,518	\$ 12,163
Orthopaedics	\$ 9,469	9,077	8,335
Net sales	\$ 25,116	\$ 22,595	\$ 20,498
MedSurg and Neurotechnology	\$ 5,859	\$ 5,320	\$ 4,876
Orthopaedics	\$ 2,570	2,400	2,254
Cost of sales	\$ 8,429	\$ 7,720	\$ 7,130
MedSurg and Neurotechnology	\$ 948	\$ 784	\$ 702
Orthopaedics	\$ 524	540	508
Segment research, development and engineering expenses	\$ 1,472	\$ 1,324	\$ 1,210
MedSurg and Neurotechnology	\$ 3,931	\$ 3,203	\$ 2,934
Orthopaedics	\$ 3,132	3,111	2,922
Segment selling, general and administrative expenses	\$ 7,063	\$ 6,314	\$ 5,856
MedSurg and Neurotechnology	\$ 237	\$ 208	\$ 181
Orthopaedics	423	433	386
Segment depreciation and amortization	\$ 660	\$ 641	\$ 567
Corporate and Other	178	162	139
Amortization of intangible assets	732	623	635
Total depreciation and amortization	\$ 1,570	\$ 1,426	\$ 1,341
MedSurg and Neurotechnology	\$ 4,672	\$ 4,004	\$ 3,470
Orthopaedics	2,820	2,591	2,265
Segment operating income	\$ 7,492	\$ 6,595	\$ 5,735
Items not allocated to segments:			
Corporate and Other	\$ (889)	\$ (880)	\$ (780)
Inventory stepped up to fair value	(173)	(46)	—
Acquisition and integration-related charges	(335)	(108)	(20)
Amortization of intangible assets	(732)	(623)	(635)
Structural optimization and other special charges	(191)	(138)	(170)
Goodwill and other impairments	(170)	(977)	(36)
Medical device regulation	(38)	(58)	(96)
Recall-related matters	(58)	(40)	(18)
Regulatory and legal matters	(17)	(36)	(92)
Consolidated operating income	\$ 4,889	\$ 3,689	\$ 3,888

Segment Assets and Capital Spending

Segment Assets and Capital Spending			
Assets:	2025	2024	
MedSurg and Neurotechnology	\$ 27,647	\$ 23,115	
Orthopaedics	18,641	18,507	
Total segment assets	\$ 46,288	\$ 41,622	
Corporate and Other	1,556	1,349	
Total assets	\$ 47,844	\$ 42,971	
Purchases of property, plant and equipment:	2025	2024	2023
Orthopaedics	\$ 296	\$ 230	\$ 179
MedSurg and Neurotechnology	220	276	183
Total segment purchases of property, plant and equipment	\$ 516	\$ 506	\$ 362
Corporate and Other	245	249	213
Total purchases of property, plant and equipment	\$ 761	\$ 755	\$ 575

We measure the financial results of our reportable segments using an internal performance measure that excludes acquisition and integration-related charges, structural optimization and other special charges, goodwill and other impairments, reserves for certain product recall matters and reserves for certain legal and regulatory matters. Identifiable assets are those assets used exclusively in the operations of each business segment or allocated when used jointly. Corporate assets are principally

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property, plant and equipment and noncurrent assets.

The countries in which we have local revenue generating operations have been combined into the following geographic areas: the United States; Europe, Middle East, Africa; Asia Pacific; and other foreign countries, which include Canada and countries in the Latin American region. Net sales are reported based on the geographic area of the Stryker location where the sales to the customer originated.

Geographic Information

	Net Sales			Net Property, Plant and Equipment	
	2025	2024	2023	2025	2024
United States	\$ 19,006	\$ 16,943	\$ 15,257	\$ 2,084	\$ 1,997
Europe, Middle East, Africa	3,181	2,897	2,618	1,562	1,260
Asia Pacific	2,164	2,020	1,946	97	75
Other countries	765	735	677	133	116
Total	<u>\$ 25,116</u>	<u>\$ 22,595</u>	<u>\$ 20,498</u>	<u>\$ 3,876</u>	<u>\$ 3,448</u>

NOTE 15 - ASSET IMPAIRMENTS

During 2025, 2024 and 2023 we recorded impairment charges of \$109, \$159 and \$36 to write off long-lived and intangible assets excluding long-lived assets held for sale which included charges related to certain product line exits.

NOTE 16 - SALE OF SPINAL IMPLANTS BUSINESS

During the fourth quarter 2024 management committed to a plan to sell certain assets associated with the Spinal Implants business (disposal group) and such assets were classified as held for sale beginning November 2024. As a result we recorded a valuation allowance of \$362 to record the disposal group at its fair value less cost to sell within goodwill and other impairments in our Consolidated Statements of Earnings.

In April 2025 we completed the sale of the disposal group to the Viscogliosi Brothers, LLC. In the first half of 2025 we recognized immaterial impairment charges to record the disposal group at its fair value less cost to sell within goodwill and other impairments in our Consolidated Statements of Earnings. The fair value of the disposal group and consideration received was measured using a discounted cash flow analysis based upon the selling price and unobservable inputs, such as market conditions and the rate used to discount the estimated future cash flows to their present value based on factors including the disposal group's cost of equity and market yield rates, which are Level 3 inputs. Consideration could increase by up to \$57 or decrease by up to \$245 based on the amount received.

The assets associated with the disposal group are reported in our Orthopaedics segment at December 31, 2024. The assets and liabilities held for sale at December 31, 2024 are classified within prepaid expenses and other current assets and accrued expenses and other liabilities in our Consolidated Balance Sheets. The assets and liabilities of the disposal group at the date of sale and at December 31, 2024 were as follows:

	Date of Sale 2025	Held for Sale December 31 2024
Accounts receivable, net	\$ 56	\$ 62
Total inventories	195	183
Prepaid expenses and other current assets	27	10
Property, plant and equipment, net	53	51
Other intangibles, net	323	326
Noncurrent deferred income tax assets	9	9
Other noncurrent assets	179	171
Valuation allowance	(395)	(362)
Total assets	<u>\$ 447</u>	<u>\$ 450</u>
Accounts payable	\$ 41	\$ 28
Accrued compensation	20	26
Accrued expenses and other liabilities	24	29
Other noncurrent liabilities	27	21
Total liabilities	<u>\$ 112</u>	<u>\$ 104</u>

Dollar amounts in millions except per share amounts or as otherwise specified.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE.

Not applicable.

ITEM 9A. CONTROLS AND PROCEDURES.**Evaluation of Disclosure Controls and Procedures**

The Company's management, with the participation of the Chief Executive Officer and Chief Financial Officer (the Certifying Officers), evaluated the effectiveness of the Company's disclosure controls and procedures (as defined in Rules 13a-15(e) or 15d-15(e) promulgated under the Securities Exchange Act of 1934, as amended) (Exchange Act) as of December 31, 2025. Based on that evaluation, the Certifying Officers concluded that the Company's disclosure controls and procedures were effective as of December 31, 2025.

Changes in Internal Control over Financial Reporting

There was no change in our internal control over financial reporting during the fourth quarter of 2025 that materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

Management's Report on Internal Control Over Financial Reporting

The Company's management is responsible for establishing and maintaining adequate internal control over financial reporting, as such term is defined in Exchange Act Rule 13a-15(f). The Company's internal control over financial reporting was designed to provide reasonable assurance to the Company's management and Board of Directors regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles and includes those policies and procedures that: (i) pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the Company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

The Company's management assessed the effectiveness of our internal control over financial reporting on December 31, 2025. In making this assessment, we used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission in *Internal Control—Integrated Framework (2013)*. We have excluded from our assessment the operations and related assets of Inari, which we acquired in February 2025. As of December 31, 2025 Inari represented approximately 10% of our total assets, including the goodwill and intangible assets recorded as part of the purchase price allocation, and approximately 2.3% of our net sales for the year ended December 31, 2025. Based on its assessment, management concluded that our internal control over financial reporting was effective as of December 31, 2025.

Stryker's independent registered public accounting firm has issued an audit report on their assessment of the effectiveness of the Company's internal control over financial reporting.

Report of Independent Registered Public Accounting Firm

To the Shareholders and the Board of Directors of Stryker Corporation

Opinion on Internal Control Over Financial Reporting

We have audited Stryker Corporation and subsidiaries' internal control over financial reporting as of December 31, 2025, based on criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) (the COSO criteria). In our opinion, Stryker Corporation and subsidiaries (the Company) maintained, in all material respects, effective internal control over financial reporting as of December 31, 2025, based on the COSO criteria.

As indicated in the accompanying Management's Annual Report on Internal Control Over Financial Reporting, management's assessment of and conclusion on the effectiveness of internal control over financial reporting did not include the internal controls of Inari Medical, Inc. (Inari), which is included in the 2025 consolidated financial statements of the Company and constituted 10% of total assets as of December 31, 2025 and 2.3% of net sales for the year then ended. Our audit of internal control over financial reporting of the Company also did not include an evaluation of the internal control over financial reporting of Inari.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the 2025 consolidated financial statements of the Company and our report dated February 11, 2026 expressed an unqualified opinion thereon.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Management's Report on Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects.

Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1)

pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ Ernst & Young LLP

Grand Rapids, Michigan
February 11, 2026

ITEM 9B. OTHER INFORMATION.

Trading Plan Arrangements

Certain of our officers or directors have made elections to participate in and are participating in, our employee stock purchase plan and 401(k) plan and have made and may from time to time make elections to have shares withheld to cover withholding taxes due or pay the exercise price of stock options, restricted stock units and performance stock units which may constitute non-Rule 10b5-1 trading arrangements (as defined in Item 408(c) of Regulation S-K).

ITEM 9C. DISCLOSURE REGARDING FOREIGN JURISDICTIONS THAT PREVENT INSPECTIONS.

Not applicable.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE.

Information regarding our executive officers appears under the caption "Information about our Executive Officers" in Part I, Item 1 of this report.

Information regarding our directors and certain corporate governance and other matters appearing under the captions "Proposal 1—Election of Directors," "Corporate Governance," and "Additional Information—Delinquent Section 16(a) Reports" in the 2026 proxy statement is incorporated herein by reference.

We have adopted Corporate Policy 6 (Trading in Securities by Company Personnel) and Insider Trading Guidelines (collectively, Insider Trading Policies) which govern the purchase, sale and/or other disposition of our securities by our directors, officers and employees, as well as by the Company itself, that we believe are reasonably designed to promote compliance with insider trading laws, rules and regulations and New York Stock Exchange listing standards. Copies of the Insider Trading Policies are filed as Exhibits 19(i) and 19(ii) to this report.

The Corporate Governance Guidelines adopted by our Board of Directors, as well as the charters of each of the Audit Committee, the Governance and Nominating Committee and the Compensation Committee and the Code of Conduct applicable to the principal executive officer, president, principal financial officer and principal accounting officer or controller or persons performing similar functions are posted on the "Corporate Governance" section of our website at www.stryker.com.

ITEM 11. EXECUTIVE COMPENSATION.

Information regarding the compensation of our management appearing under the captions "Compensation Discussion and Analysis," "Compensation and Human Capital Committee Report," "Executive Compensation" and "Compensation of Directors" in the 2026 proxy statement is incorporated herein by reference.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS.

The information under the caption "Stock Ownership" in the 2026 proxy statement is incorporated herein by reference.

On December 31, 2025 we had an equity compensation plan under which options were granted at a price not less than fair market value at the date of grant and under which awards of restricted stock units (RSUs) and performance stock units (PSUs) were made. Options and RSUs were also awarded under a previous plan. Additional information regarding our equity compensation plans appears in Note 1 and Note 9 to our Consolidated Financial Statements. On December 31, 2025 we also had a stock performance incentive award program pursuant to which shares of our common stock were and may be issued to certain employees with respect to performance. The status of these plans, each of which were previously submitted to and approved by our shareholders, on December 31, 2025 is as follows:

Plan	Number of securities to be issued upon exercise of outstanding options, warrants and rights	Weighted-average exercise price of outstanding options, warrants and rights	Number of securities remaining available for future issuance under equity compensation plans (excluding shares reflected in the first column)
2008 Employee Stock Purchase Plan	N/A	N/A	4,925,529
2011 Long-Term Incentive Plan ⁽¹⁾	11,165,209	\$ 234.56	31,297,061
2011 Performance Incentive Award Plan	N/A	N/A	335,395
Total			36,557,985

⁽¹⁾ The 2011 Long-Term Incentive Plan securities to be issued upon exercise include 627,908 RSUs and 174,228 PSUs. The weighted-average exercise price does not take these awards into account.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE.

The information under the caption "Corporate Governance" and "Corporate Governance—Certain Relationships and Related Party Transactions" in the 2026 proxy statement is incorporated herein by reference.

ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

The information under the caption "Proposal 2—Ratification of Appointment of our Independent Registered Public Accounting Firm" in the 2026 proxy statement is incorporated herein by reference.

PART IV

ITEM 15. EXHIBITS, FINANCIAL STATEMENT SCHEDULES.

(a) 1. Financial Statements

The following Consolidated Financial Statements are set forth in Part II, Item 8 of this report.

Report of Independent Registered Public Accounting Firm	25
Consolidated Statements of Earnings for 2025, 2024 and 2023	27
Consolidated Statements of Comprehensive Income for 2025, 2024 and 2023	27
Consolidated Balance Sheets on 2025 and 2024	28
Consolidated Statements of Shareholders' Equity for 2025, 2024 and 2023	29
Consolidated Statements of Cash Flows for 2025, 2024 and 2023	30
Notes to Consolidated Financial Statements	31

(a) 2. Financial Statement Schedules

The Consolidated Financial Statement schedule of Stryker Corporation and its subsidiaries is:

SCHEDULE II - VALUATION AND QUALIFYING ACCOUNTS

SCHEDULE II - VALUATION AND QUALIFYING ACCOUNTS						
Description	Balance at Beginning of Period	Additions	Deductions		Balance at End of Period	
		Charged to Costs & Expenses	Uncollectible Amounts Written Off, Net of Recoveries	Effect of Changes in Foreign Currency Exchange Rates		
DEDUCTED FROM ASSET ACCOUNTS						
Allowance for Doubtful Accounts:						
Year ended December 31, 2025	\$ 213	\$ 95	\$ 91	\$ 1	\$ 216	
Year ended December 31, 2024	\$ 182	\$ 69	\$ 36	\$ 2	\$ 213	
Year ended December 31, 2023	\$ 154	\$ 69	\$ 40	\$ 1	\$ 182	

All other schedules for which provision is made in the applicable accounting regulation of the United States Securities and Exchange Commission are not required under the related instructions or are inapplicable and, therefore, have been omitted.

(a) 3. Exhibits

**FORM 10-K—ITEM 15(a) 3. AND ITEM 15(c)
STRYKER CORPORATION AND SUBSIDIARIES
EXHIBIT INDEX**

Exhibit 2—	Plan of Acquisition, Reorganization, Arrangement, Liquidation or Succession
(i)	Purchase Agreement, dated as of November 4, 2019, among Stryker Corporation, Stryker B.V. and Wright Medical Group N.V. — Incorporated by reference to Exhibit 2.1 to the Company's Form 8-K dated November 6, 2019 (Commission File No. 001-13149).
(ii) ▲	Agreement and Plan of Merger, dated as of January 6, 2022, by and among Stryker Corporation, Voice Merger Sub Corp., and Vocera Communications, Inc. — Incorporated by reference to Exhibit 2.1 to the Company's Form 8-K dated January 11, 2022 (Commission File No. 001-13149).
(iii)	Agreement and Plan of Merger, dated January 6, 2025, by and between Stryker Corporation and Inari Medical, Inc. — Incorporated by reference to Exhibit 2.1 to the Company's Form 8-K dated January 7, 2025 (Commission File No. 001-13149).
Exhibit 3—	Articles of Incorporation and By-Laws
(i)	Restated Articles of Incorporation — Incorporated by reference to Exhibit 3(i) to the Company's Form 10-Q for the quarterly period ended September 30, 2018 (Commission File No. 00-09165).
(ii)	Amended and Restated Bylaws - Incorporated by reference to Exhibit 3(ii) to the Company's Form 10-K for the year ended December 31, 2022 (Commission File No. 001-13149).
Exhibit 4—	Instruments defining the rights of security holders, including indentures—We agree to furnish to the Commission upon request a copy of each instrument pursuant to which long-term debt of Stryker Corporation and its subsidiaries not exceeding 10% of the total assets of Stryker Corporation and its consolidated subsidiaries is authorized.
(i)	Indenture, dated January 15, 2010, between Stryker Corporation and U.S. Bank National Association. — Incorporated by reference to Exhibit 4.1 to the Company's Form 8-K dated January 15, 2010 (Commission File No. 000-09165).

(ii)	<u>Fifth Supplemental Indenture (including the form of 2043 note) dated March 25, 2013, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.3 to the Company's Form 8-K dated March 25, 2013 (Commission File No. 000-09165).</u>
(iii)	<u>Seventh Supplemental Indenture (including the form of 2044 note), dated May 1, 2014, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.3 to the Company's Form 8-K dated May 1, 2014 (Commission File No. 000-09165).</u>
(iv)	<u>Eighth Supplemental Indenture (including the form of 2025 note), dated October 29, 2015, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.2 to the Company's Form 8-K dated October 29, 2015 (Commission File No. 000-09165).</u>
(v)	<u>Eleventh Supplemental Indenture (including the form of the 2026 note), dated March 10, 2016, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.4 to the Company's Form 8-K dated March 10, 2016 (Commission File No. 000-09615).</u>
(vi)	<u>Twelfth Supplemental Indenture (including the form of the 2046 note), dated March 10, 2016, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.5 to the Company's Form 8-K dated March 10, 2016 (Commission File No. 000-09615).</u>
(vii)	<u>Fourteenth Supplemental Indenture (including the form of the 2028 note), dated March 7, 2018, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.2 to the Company's Form 8-K dated March 7, 2018 (Commission File No. 000-09615).</u>
(viii)	<u>Sixteenth Supplemental Indenture (including the form of the 2027 note), dated November 30, 2018, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.3 to the Company's Form 8-K dated November 30, 2018 (Commission File No. 000-09615).</u>
(ix)	<u>Seventeenth Supplemental Indenture (including the form of the 2030 note), dated November 30, 2018, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.4 to the Company's Form 8-K dated November 30, 2018 (Commission File No. 000-09615).</u>
(x)	<u>Twentieth Supplemental Indenture (including the form of the 2029 note), dated December 3, 2019, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.3 to the Company's Form 8-K dated December 3, 2019 (Commission File No. 001-13149).</u>
(xi)	<u>Twenty-First Supplemental Indenture (including the form of the 2031 note), dated December 3, 2019, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.4 to the Company's Form 8-K dated December 3, 2019 (Commission File No. 001-13149).</u>
(xii)	<u>Twenty-Second Supplemental Indenture (including the form of the 2025 note), dated June 4, 2020, between Stryker Corporation and U.S. Bank National Association, as trustee - Incorporated by reference to Exhibit 4.2 to the Company's Form 8-K dated June 4, 2020 (Commission File No. 001-13149).</u>
(xiii)	<u>Twenty-Third Supplemental Indenture (including the form of the 2030 note), dated June 4, 2020, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.3 to the Company's Form 8-K dated June 4, 2020 (Commission File No. 001-13149).</u>
(xiv)	<u>Twenty-Fourth Supplemental Indenture (including the form of the 2050 note), dated June 4, 2020, between Stryker Corporation and U.S. Bank National Association.— Incorporated by reference to Exhibit 4.4 to the Company's Form 8-K dated June 4, 2020 (Commission File No. 001-13149).</u>
(xv)	<u>Twenty-Sixth Supplemental Indenture (including the form of the 2028 note), dated December 8, 2023, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.2 to the Company's Form 8-K dated December 8, 2023 (Commission File No. 001-13149).</u>
(xvi)	<u>Twenty-Seventh Supplemental Indenture (including the form of the 2028 note), dated December 11, 2023, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.2 to the Company's Form 8-K dated December 11, 2023 (Commission File No. 001-13149).</u>
(xvii)	<u>Twenty-Eighth Supplemental Indenture (including the form of 2032 note), dated September 11, 2024, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.2 to the Company's Form 8-K dated September 11, 2024 (Commission File No. 001-13149).</u>
(xviii)	<u>Twenty-Ninth Supplemental Indenture (including the form of 2036 note), dated September 11, 2024, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.3 to the Company's Form 8-K dated September 11, 2024 (Commission File No. 001-13149).</u>
(xix)	<u>Thirtieth Supplemental Indenture (including the form of 2029 note), dated September 11, 2024, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.4 to the Company's Form 8-K, dated September 11, 2024 (Commission File No. 001-13149).</u>
(xx)	<u>Thirty-First Supplemental Indenture (including the form of 2034 note), dated September 11, 2024, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.5 to the Company's Form 8-K, dated September 11, 2024 (Commission File No. 001-13149).</u>
(xxi)	<u>Thirty-Second Supplemental Indenture (including the form of 2027 note), dated February 10, 2025, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.2 to the Company's Form 8-K dated February 10, 2025 (Commission File No. 001-13149).</u>
(xxii)	<u>Thirty-Third Supplemental Indenture (including the form of 2028 note), dated February 10, 2025, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.3 to the Company's Form 8-K dated February 10, 2025 (Commission File No. 001-13149).</u>
(xxiii)	<u>Thirty-Fourth Supplemental Indenture (including the form of 2030 note), dated February 10, 2025, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.4 to the Company's Form 8-K dated February 10, 2025 (Commission File No. 001-13149).</u>
(xxiv)	<u>Thirty-Fifth Supplemental Indenture (including the form of 2035 note), dated February 10, 2025, between Stryker Corporation and U.S. Bank Trust Company, National Association, as trustee — Incorporated by reference to Exhibit 4.5 to the Company's Form 8-K dated February 10, 2025 (Commission File No. 001-13149).</u>
(xxv) †	<u>Description of Securities</u>

Exhibit 10—	Material contracts
(i)* †	Form of grant notice and terms and conditions for stock options granted in 2026 under the 2011 Long-Term Incentive Plan.
(ii)* †	Form of grant notice and terms and conditions for restricted stock units granted in 2026 under the 2011 Long-Term Incentive Plan.
(iii)* †	Form of grant notice and terms and conditions for performance stock units granted in 2026 under the 2011 Long-Term Incentive Plan.
(iv)* †	Form of grant notice and terms and conditions for restricted stock units with no retirement provisions granted in 2026 under the 2011 Long-Term Incentive Plan.
(v)*	Form of grant notice and terms and conditions for stock options granted in 2025 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(i) to the Company's Form 10-K for the year ended December 31, 2024 (Commission File No. 001-13149).
(vi)*	Form of grant notice and terms and conditions for restricted stock units granted in 2025 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(ii) to the Company's Form 10-K for the year ended December 31, 2024 (Commission File No. 001-13149).
(vii)*	Form of grant notice and terms and conditions for performance stock units granted in 2025 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(iii) to the Company's Form 10-K for the year ended December 31, 2024 (Commission File No. 001-13149).
(viii)*	Form of grant notice and terms and conditions for restricted stock units with no retirement provisions granted in 2025 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(iv) to the Company's Form 10-K for the year ended December 31, 2024 (Commission File No. 001-13149).
(ix)*	Form of grant notice and terms and conditions for restricted stock units granted in 2025 under the 2011 Long-Term Incentive Plan to non-employee directors — Incorporated by reference to Exhibit 10.1(i) to the Company's Form 10-Q for the quarterly period ended June 30, 2025 (Commission File No. 001-13149).
(x)*	Form of grant notice and terms and conditions for restricted stock units granted in 2024 under the 2011 Long-Term Incentive Plan to non-employee directors — Incorporated by reference to Exhibit 10.1 to the Company's Form 10-Q for the quarterly period ended June 30, 2024 (Commission File No. 001-13149).
(xi)*	Form of grant notice and terms and conditions for stock options granted in 2024 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(i) to the Company's Form 10-K for the year ended December 31, 2023 (Commission File No. 001-13149).
(xii)*	Form of grant notice and terms and conditions for restricted stock units granted in 2024 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(ii) to the Company's Form 10-K for the year ended December 31, 2023 (Commission File No. 001-13149).
(xiii)*	Form of grant notice and terms and conditions for performance stock units granted in 2024 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(iii) to the Company's Form 10-K for the year ended December 31, 2023 (Commission File No. 001-13149).
(xiv)*	Form of grant notice and terms and conditions for restricted stock units granted in 2023 under the 2011 Long-Term Incentive Plan to non-employee directors — Incorporated by reference to Exhibit 10(i) to the Company's Form 10-Q for the quarterly period ended June 30, 2023 (Commission File No. 000-09165).
(xv)*	Form of grant notice and terms and conditions for stock options granted in 2023 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(i) to the Company's Form 10-K for the year ended December 31, 2022 (Commission File No. 001-13149).
(xvi)*	Form of grant notice and terms and conditions for restricted stock units granted in 2023 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(ii) to the Company's Form 10-K for the year ended December 31, 2022 (Commission File No. 001-13149).
(xvii)*	Form of grant notice and terms and conditions for performance stock units granted in 2023 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(iii) to the Company's Form 10-K for the year ended December 31, 2022 (Commission File No. 001-13149).
(xviii)*	Form of grant notice and terms and conditions for restricted stock units granted in 2022 under the 2011 Long-Term Incentive Plan to non-employee directors — Incorporated by reference to Exhibit 10(i) to the Company's Form 10-Q for the quarterly period ended June 30, 2022 (Commission File No. 001-13149).
(xix)*	Form of grant notice and terms and conditions for stock options granted in 2022 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(i) to the Company's Form 10-K for the year ended December 31, 2021 (Commission File No. 001-13149).
(xx)*	Form of grant notice and terms and conditions for stock options granted in 2021 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(i) to the Company's Form 10-K for the year ended December 31, 2020 (Commission File No. 001-13149).
(xxi)*	2011 Long-Term Incentive Plan (as amended and restated effective May 8, 2025) — Incorporated by reference to Appendix B to the Proxy Statement for the Company's 2025 Annual Meeting of Shareholders (Commission File No. 001-13149).
(xxii)*	Form of grant notice and terms and conditions for stock options granted in 2020 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(ii) to the Company's Form 10-K for the year ended December 31, 2019 (Commission File No. 001-13149).
(xxiii)*	Supplemental Savings and Retirement Plan (as amended effective January 1, 2008 and January 1, 2019) — Incorporated by reference to Exhibit 10(vi) to the Company's Form 10-K for the year ended December 31, 2019 (Commission File No. 001-13149).
(xxiv)*	Form of grant notice and terms and conditions for stock options granted in 2019 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(ii) to the Company's Form 10-K for the year ended December 31, 2018 (Commission File No. 001-13149).
(xxv)*	Form of grant notice and terms and conditions for stock options granted in 2018 under the 2011 Long-Term Incentive Plan — Incorporated by reference to Exhibit 10(ii) to the Company's Form 10-K for the year ended December 31, 2017 (Commission File

(xxvi)*	<u>Stryker Corporation Executive Bonus Plan — Incorporated by reference to Exhibit 10.1 to the Company's Form 8-K dated February 21, 2007 (Commission File No. 000-09165).</u>
(xxvii)*	<u>Letter Agreement between Stryker Corporation and Glenn Boehnlein — Incorporated by reference to Exhibit 10.2 to the Company's Form 8-K dated January 26, 2016 (Commission File No. 000-09165)</u>
(xxviii)	<u>Form of Indemnification Agreement for Directors — Incorporated by reference to Exhibit 10 (xiv) to the Company's Form 10-K for the year ended December 31, 2008 (Commission File No. 000-09165).</u>
(xxix)	<u>Form of Indemnification Agreement for Certain Officers—Incorporated by reference to Exhibit 10 (xv) to the Company's Form 10-K for the year ended December 31, 2008 (Commission File No. 000-09165).</u>
(xxx)	<u>Settlement Agreement between Howmedica Osteonics Corp. and the counsel listed on the signature pages thereto, dated as of November 3, 2014 (Rejuvenate and ABF II Hip Implant Products Liability Litigation) — Incorporated by reference to Exhibit 10xxiii</u>
(xxxi)*	<u>Letter Agreement, dated January 27, 2025, between Stryker Corporation and Preston Wells — Incorporated by reference to Exhibit 10.2 to the Company's Form 8-K dated January 28, 2025 (Commission File No. 001-13149).</u>
(xxxii)	<u>Credit Agreement, dated February 25, 2025, between Stryker Corporation, certain subsidiaries as borrowers, Wells Fargo Bank, National Association as Administrative Agent, Swing Line Lender and L/C Issuer, Bank of America, N.A. and Citibank, N.A. as Syndication Agents, the Co-Documentation Agents and Other Lenders party thereto — Incorporated by reference to Exhibit 10.1 to</u>
(xxxiii)*	<u>Letter Agreement, dated December 2, 2025, between Stryker Corporation and Spencer Stiles — Incorporated by reference to Exhibit 10.1 to the Company's Form 8-K dated December 4, 2025 (Commission File No. 001-13149).</u>
(xxxiv)*	<u>Letter Agreement, dated December 2, 2025, between Stryker Corporation and Dylan Crotty — Incorporated by reference to Exhibit 10.2 to the Company's Form 8-K dated December 4, 2025 (Commission File No. 001-13149).</u>
Exhibit 19—	Insider Trading Policy
(i) †	<u>Corporate Policy No. 6</u>
(ii) †	<u>Insider Trading Guidelines</u>
Exhibit 21—	Subsidiaries of the registrant
(i) †	<u>List of Subsidiaries.</u>
Exhibit 23—	Consent of experts and counsel
(i) †	<u>Consent of Independent Registered Public Accounting Firm.</u>
Exhibit 31—	Rule 13a-14(a) Certifications
(i) †	<u>Certification by Principal Executive Officer of Stryker Corporation.</u>
(ii) †	<u>Certification by Principal Financial Officer of Stryker Corporation.</u>
Exhibit 32—	18 U.S.C. Section 1350 Certifications
(i) ††	<u>Certification by Principal Executive Officer of Stryker Corporation.</u>
(ii) ††	<u>Certification by Principal Financial Officer of Stryker Corporation.</u>
Exhibit 97—	Policy Relating to Recovery of Erroneously Awarded Compensation
(i)	<u>Stryker Corporation Mandatory Clawback Policy — Incorporated by reference to Exhibit 97(i) to the Company's Form 10-K for the year ended December 31, 2023 (Commission File No. 001-13149).</u>
Exhibit 101—	iXBRL (Inline Extensible Business Reporting Language) Documents
101.INS	iXBRL Instance Document
101.SCH	iXBRL Schema Document
101.CAL	iXBRL Calculation Linkbase Document
101.DEF	iXBRL Definition Linkbase Document
101.LAB	iXBRL Label Linkbase Document
101.PRE	iXBRL Presentation Linkbase Document
104	Cover Page Interactive Data File (the cover page XBRL tags are embedded within the Inline XBRL document)

* Compensation arrangement

† Filed with this Form 10-K

†† Furnished with this Form 10-K

▲ Schedules have been omitted pursuant to Item 601(a)(5) of Regulation S-K. Stryker hereby agrees to furnish supplementally a copy of any omitted schedule upon request by the U.S. Securities and Exchange Commission.

ITEM 16. FORM 10-K SUMMARY.

None.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

STRYKER CORPORATION

Date: February 11, 2026

/s/ PRESTON W. WELLSPreston W. Wells
Vice President, Chief Financial Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on the date indicated above on behalf of the registrant and in the capacities indicated.

/s/ KEVIN A. LOBOKevin A. Lobo
Chair and Chief Executive Officer
(Principal Executive Officer)/s/ PRESTON W. WELLSPreston W. Wells
Vice President, Chief Financial Officer
(Principal Financial Officer)/s/ WILLIAM E. BERRY JR.William E. Berry, Jr.
Vice President, Chief Accounting Officer
(Principal Accounting Officer)/s/ SHERILYN S. MCCOYSherilyn S. McCoy
Lead Independent Director/s/ ANDREW K. SILVERNAILAndrew K. Silvernail
Director/s/ MARY K. BRAINERDMary K. Brainerd
Director/s/ LISA M. SKEETE TATUMLisa M. Skeete Tatum
Director/s/ GIOVANNI CAFORIOGiovanni Caforio, M.D.
Director/s/ RONDA E. STRYKERRonda E. Stryker
Director/s/ RACHEL M. RUGGERIRachel M. Ruggeri
Director/s/ RAJEEV SURIRajeev Suri
Director/s/ EMMANUEL P. MACEDAEmmanuel P. Maceda
Director

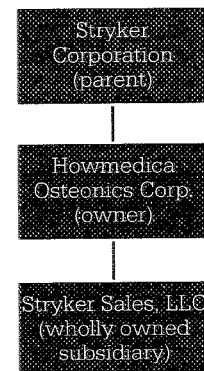
W9s and Stryker's legal entity name

Stryker Sales, LLC

Effective January 1, 2021, Stryker Sales Corporation converted to a limited liability company (LLC) and operates under the name Stryker Sales, LLC, a Michigan limited liability company. With the exception of the name change and change in entity designation (Stryker Sales Corporation to Stryker Sales, LLC), everything relating to the entity remains the same. Stryker Sales, LLC is a wholly owned subsidiary of Howmedica Osteonics Corp. and Stryker Corporation is the ultimate parent.

Why does Stryker provide a Form W-9, Request for Taxpayer Identification Number (TIN) and Certification, to Customers?

An independent contractor fills out a W-9 form to provide their tax-filing name and TIN to the business or employer that will be paying them. As an independent contractor, Stryker provides a Form W-9 to customers that will be paying Stryker for its products and services.



Why is Howmedica Osteonics Corp. listed on Stryker's W-9?

The IRS treats LLCs that are wholly owned by a single owner (i.e., member) as disregarded entities. That means that the IRS does not tax the LLC itself. Instead, the LLC's income or loss is taxed on the *owner's* individual income tax return. This disregarded entity status simply describes how the IRS classifies the LLC and does not affect any operations or personal liability protection of the LLC. When the disregarded entity LLC is asked to provide a Form W-9, the LLC must provide the owner's EIN, not the LLC's EIN. Therefore, **since the sole member/owner of Stryker Sales, LLC is Howmedica Osteonics Corp., the W-9 provided by Stryker Sales, LLC to our customers must reflect Howmedica Osteonics Corp.'s EIN.**

Takeaways

As a Michigan limited liability company, Stryker Sales, LLC is a legal entity and all contracts entered into in the name of Stryker Sales, LLC remain valid and binding agreements. Howmedica Osteonics, Corp. is listed on Stryker Sales, LLC's W-9 for tax purposes only. **Stryker Sales, LLC can continue to be used as the legal entity in our contracts** despite Howmedica Osteonics, Corp. being listed on Stryker's Form W-9. If you have tax related questions, please contact: salesusetax@stryker.com. If you have any questions related to bank accounts, please contact: corporatetreasury@stryker.com

EX-21.1 9 ex21i1231202510k.htm EX-21.1

Exhibit 21(i)

STRYKER CORPORATION LIST OF SUBSIDIARIES
As of December 31, 2025

<u>Name of Subsidiary</u>	<u>State or Country of Incorporation</u>
2Hip Holdings	France
Advanced Medical Balloons GmbH	Germany
Advanced Medical Balloons, Inc.	USA - Delaware
Alcott Indemnity Company	USA - Vermont
Arrinex, Inc.	USA - Delaware
Artelon, Inc.	USA - Delaware
Berchtold + Fritz GmbH	Germany
Berchtold Corporation	USA - Delaware
Berchtold GmbH & Co. KG	Germany
BioMimetic Therapeutics USA, Inc.	USA - Delaware
BioMimetic Therapeutics, LLC	USA - Delaware
Cerus Endovascular, Inc.	USA - Delaware
Cerus Endovascular Limited	United Kingdom
Changzhou Orthmed Medical Instrument Co., Ltd.	China
EnMovi Ltd	United Kingdom
Entellus Medical, Inc.	USA - Delaware
Gongping (Shanghai) Medical Devices Trading Co. Ltd.	China
Guard Medical Inc.	USA - Delaware
Guard Medical	France
HeartSine Technologies Limited	United Kingdom
Howmedica International S. de R.L.	Panama
Howmedica Osteonics Corp.	USA - New Jersey
HyperBranch Medical Technology, Inc.	USA - Delaware
Imascap	France
Imorphics Limited	United Kingdom
Inari Medical Asia PTE. LTD.	Singapore
Inari Medical Australia Pty. Ltd.	Australia
Inari Medical Canada, Inc.	Canada
Inari Medical Chile SpA	Chile
Inari Medical Costa Rica, Srl	Costa Rica
Inari Medical Distribuição de Dispositivos Médicos Ltda.	Brazil
Inari Medical EU Limited	Ireland
Inari Medical Europe GmbH	Switzerland
Inari Medical International, Inc.	USA - Delaware
Inari Medical Japan G.K.	Japan
Inari Medical Latin America, Inc.	USA - Delaware
Inari Medical UK Limited	United Kingdom
Inari Medical, Inc.	USA - Delaware
International Life Sciences, LLC	USA - Delaware
Invuity, Inc.	USA - Delaware
Jolife AB	Sweden
LimFlow Inc.	USA - Delaware
LimFlow	France
LimFlow, GmbH	Germany
MAKO Surgical Corp.	USA - Delaware
Mobius Imaging, LLC	USA - Delaware
MOLLI Surgical Inc.	Canada
Muka Metal Ticaret ve Sanayi Anonim Sirketi	Turkey
Nettrick Limited	Ireland
NICO Corporation	USA - Indiana
North Georgia Industrial Supply, LLC	USA - Delaware
Novadaq Corp.	USA - Delaware
Novadaq Technologies ULC	Canada
N.V. Stryker S.A.	Belgium
OOO Stryker (Stryker Ltd.)	Russia
Orneo Özel Sağlık Hizmetleri Medikal Ticaret Anonim Şirketi	Turkey

Exhibit 21(i)

<u>Name of Subsidiary</u>	<u>State or Country of Incorporation</u>
Orthmed (Hong Kong) Medical Instrument Company Limited	Hong Kong
OrthoSensor, Inc.	USA - Delaware
Ortho-Space Ltd.	Israel
Physio-Control Manufacturing, Inc.	USA - Washington
Physio-Control Operations Netherlands B.V.	Netherlands
Physio-Control, Inc.	USA - Washington
POMedical L.L.C.	USA - Nevada
Protheos	France
REV Neuro, LLC	USA - Delaware
Sage Products Holdings II, LLC	USA - Delaware
Sage Products Holdings III, LLC	USA - Delaware
Sage Products, LLC	USA - Delaware
SCI Calyx	France
SERF Technologies	France
Société d'Etudes de Recherches et de Fabrication	France
Spirox, Inc.	USA - Delaware
SSI Divestiture, Inc.	USA - Massachusetts
Stryker (Barbados) Foreign Sales Corporation	Barbados
Stryker (Beijing) Healthcare Products Co., Ltd.	China
Stryker (Shanghai) Healthcare Products Co., Ltd.	China
Stryker (Suzhou) Medical Technology Co Ltd	China
Stryker (Thailand) Limited	Thailand
Stryker AB	Sweden
Stryker Acquisitions B.V.	Netherlands
Stryker Australia LLC	USA - Delaware
Stryker Australia Pty Ltd	Australia
Stryker Austria GmbH	Austria
Stryker B.V.	Netherlands
Stryker Berchtold B.V.	Netherlands
Stryker Berlin GmbH	Germany
Stryker Beteiligungs GmbH	Germany
Stryker Canada ULC	Canada
Stryker Canadian Technologies ULC	Canada
Stryker Capital B.V.	Netherlands
Stryker China Limited	Hong Kong
Stryker Colombia SAS	Colombia
Stryker Communications, Inc.	USA - Delaware
Stryker Corporation (Chile) y Compania Limitada	Chile
Stryker Corporation (Malaysia) Sdn. Bhd.	Malaysia
Stryker Customs Brokers, LLC	USA - Delaware
Stryker Deutschland Services GmbH	Germany
Stryker do Brasil Ltda.	Brazil
Stryker EMEA Supply Chain Services B.V.	Netherlands
Stryker Employment Company, LLC	USA - Michigan
Stryker European Operations B.V.	Netherlands
Stryker European Operations Holdings I B.V.	Netherlands
Stryker European Operations Holdings I Ltd.	Ireland
Stryker European Operations Holdings II B.V.	Netherlands
Stryker European Operations Holdings II Limited	Ireland
Stryker European Operations Holdings III B.V.	Netherlands
Stryker European Operations Holdings LLC	USA - Delaware
Stryker European Operations Limited	Ireland
Stryker Far East, Inc.	USA - Michigan
Stryker Foreign Acquisitions, Inc.	USA - Delaware
Stryker France	France
Stryker Funding B.V.	Netherlands

Exhibit 21(i)

<u>Name of Subsidiary</u>	<u>State or Country of Incorporation</u>
Stryker Global Technology Center Private Limited	India
Stryker GmbH	Switzerland
Stryker GmbH & Co. KG	Germany
Stryker Grundstücks GmbH & Co KG	Germany
Stryker Grundstücks Verwaltungs GmbH	Germany
Stryker Holdings B.V.	Netherlands
Stryker Iberia, S.L.	Spain
Stryker IFSC Designated Activity Company	Ireland
Stryker India Private Limited	India
Stryker International Acquisitions B.V.	Netherlands
Stryker International Holdings B.V.	Netherlands
Stryker Ireland Global Unlimited Company	Ireland
Stryker Ireland Limited	Ireland
Stryker Ireland Technology Limited	Ireland
Stryker Irish Holdings Unlimited Company	Ireland
Stryker Italia S.r.l.	Italy
Stryker Japan K.K.	Japan
Stryker Korea Limited	South Korea
Stryker Lebanon (Offshore) S.A.L.	Lebanon
Stryker Leibinger GmbH & Co. KG	Germany
Stryker Luxembourg S.à.r.l.	Luxembourg
Stryker Malta Holdings Limited	Malta
Stryker Malta International Limited	Malta
Stryker Manufacturing Holding Company B.V.	Netherlands
Stryker Manufacturing S. de R.L. de C.V.	Mexico
Stryker Mauritius Holding Ltd	Mauritius
Stryker Mexico Holdings B.V.	Netherlands
Stryker Mexico, S.A. de C.V.	Mexico
Stryker Nederland B.V.	Netherlands
Stryker New Zealand Limited	New Zealand
Stryker NV Operations Limited	Ireland
Stryker-Osteonics AG	Switzerland
Stryker Pacific Limited	Hong Kong
Stryker Performance Solutions, LLC	USA - New Jersey
Stryker Poland Manufacturing sp. z. o. o.	Poland
Stryker Poland Services sp. z o.o.	Poland
Stryker Polska Sp.z.o.o.	Poland
Stryker Portugal - Produtos Medicos, Unipessoal, Lda.	Portugal
Stryker Professional Latin America S. de R.L. de C.V.	Mexico
Stryker Puerto Rico Holdings B.V.	Netherlands
Stryker Puerto Rico Sales, LLC	Puerto Rico
Stryker Puerto Rico, LLC	Puerto Rico
Stryker Renovation Services, LLC	USA - Delaware
Stryker Romania SRL	Romania
Stryker Sales, LLC	USA - Michigan
Stryker Saudi Healthcare Services	Saudi Arabia
Stryker Singapore Private Limited	Singapore
Stryker South Africa (Proprietary) Limited	South Africa
Stryker Spain Medtech Holdings, S.L.U.	Spain
Stryker Spine	France
Stryker Sterilization Tijuana, S. de R.L. de C.V.	Mexico
Stryker Sustainability Solutions, Inc.	USA - Delaware
Stryker Tıbbi Cihazları Sanayi ve Ticaret Limited Şirketi	Turkey
Stryker Tijuana Operations, S. de R.L. de C.V.	Mexico
Stryker Trauma GmbH	Germany
Stryker Turkish Holdings B.V.	Netherlands

Exhibit 21(i)

<u>Name of Subsidiary</u>	<u>State or Country of Incorporation</u>
Stryker UK Limited	United Kingdom
Stryker U.S. Investments, Inc.	USA - Delaware
Stryker Verwaltungs GmbH	Germany
SYK Costa Rica Services Sociedad De Responsabilidad Limitada	Costa Rica
Thermedx, LLC	USA - Ohio
TMG France	France
TMJ Solutions, LLC	USA - Florida
Tornier Orthopedics Ireland Limited	Ireland
Tornier	France
Tornier, Inc.	USA - Delaware
Trauson (China) Medical Instrument Company Limited	China
Trauson (Hong Kong) Company Limited	Hong Kong
Trauson Holdings (BVI) Company Limited	British Virgin Islands
Trauson Holdings (Hong Kong) Company Limited	Hong Kong
Trauson Holdings Company Limited	Cayman Islands
Vertos Medical, Inc.	USA - Delaware
Vocera Communications Australia Pty Limited	Australia
Vocera Communications India Private Limited	India
Vocera Communications, Inc.	USA - Delaware
Vuaant, Inc.	USA - Delaware
Wright Medical Costa Rica, S.A.	Costa Rica
Wright Medical Group, Inc.	USA - Delaware
Wright Medical Technology, Inc.	USA - Delaware

Stryker Corporation directly or indirectly owns 100% of the outstanding voting securities of each of the above-named subsidiaries, with the exception of any designated by an asterisk (*), which Stryker Corporation directly or indirectly owns a majority of the outstanding voting securities.

RIDER TO BID

**County of Nassau
(hereinafter referred to as the "County")**

-and-

**Stryker Sales, LLC
(hereinafter referred to as "Stryker")**

1. The terms and conditions of this Rider to Bid (together with any appendices or exhibits hereto, this "Rider") supersede and take precedence over the terms of the Formal Sealed Bid Proposal ("Original Bid") submitted by Stryker and received by the County on April 21, 2026.
2. Any information provided by Stryker as part of any fill-in the blank answers shall remain intact and shall be considered incorporated by reference in the Superseding Bid, attached hereto as Exhibit A.
3. Exhibit A reflects the modifications to the provisions of the Original Bid which are as follows:
 - a. Page 1:
 - i. The bulleted "ALL BIDS..." paragraph shall now read as follows: "ALL BIDS MUST BE F.O.B. ORIGIN, FREIGHT PREPAID AND ADDED TO INVOICE."
 - ii. The "BIDS MUST BE SIGNED..." paragraph shall now read "BIDS MUST BE SIGNED BY DESIGNEE OF OFFICER AUTHORIZED TO SIGN FOR CORPORATION"
 - iii. The box stating "IN EXECUTING THIS BID..." shall include Stryker's insertion so that it now reads as follows: "IN EXECUTING THIS BID, THE BIDDER WARRANTS THAT THE PRICES SUBMITTED HEREIN ARE NOT HIGHER THAN THOSE OFFERED TO ANY GOVERNMENTAL OR COMMERCIAL CONSUMER FOR LIKE DELIVERIES WHEN CONSIDERING SUCH FACTORS SUCH AS COMPARABLE PURCHASING HISTORIES, PARTICIPATING LEVEL, GEOGRAPHY, AND TERMS OF PURCHASE FOR THE PRODUCTS SOLD HEREUNDER."
 - iv. Section 5 titled "SURETY" shall have the contents stricken and replaced with "Not required."
 - b. Page 2:
 - i. Section 6 titled "SAMPLES," all language stricken by Stryker shall be removed and shall include inserted language so that it now reads as follows:

“Samples may be furnished at no cost to the County and in accordance with an Evaluation Agreement between the Parties.

- ii. Section 11 titled “DELIVERIES,” all language stricken by Stryker shall be removed and shall include inserted language so that it now reads as follows: “Upon failure of the Vendor to deliver, or replace rejected items, within a reasonable time in accordance with Vendor’s Return Policy, when so requested immediately or as directed by the Director, the Director may purchase from other sources to take the place of the item rejected or not delivered.
- iii. Section 12 shall be stricken and shall now say “Reserved.”
- iv. Section 13 shall be stricken and shall now say “Reserved.”
- v. Section 17, all language stricken by Stryker shall be removed and shall include inserted language so that it now reads as follows: “The Vendor shall be responsible for delivery of supplies in good condition at point of shipment. The vendor shall work with the County to assist in filing claims with carrier for breakage, imperfections, and other losses occurring during shipment. Shipping Shall be F.O.B. Origin, freight prepaid and added to invoice. The receiving Agency will note for the benefit of Vendor when packages are not received in good conditions.”
- vi. Section 18 shall replace “un-mutilated” with “unmutilated”.
- vii. Section 20 shall include Stryker’s insertions and stricken language to now read as follows: “Equipment must be delivered in accordance with Contract Terms.”
- viii. Section 21 shall be stricken and shall now say “Reserved.”
- ix. Section 22 titled “GUARANTEES BY BIDDER” shall have the following changes in each section as follows:
 1. Section (a), all language stricken by Stryker shall be removed and shall include inserted language so that it now reads as follows: “to indemnify and defend County from any third-party claims against County alleging that County’s use of the Products in accordance with the Products’ labeling, manuals, and/or instructions for use, constitutes an infringement, misappropriation or other violation of any U.S. patent, trademark, copyright, trade secret or other intellectual property right. Should a Product become, or in Bidder’s opinion is likely to become, the subject of a claim of any such infringement, Bidder may, in its sole discretion, either procure for County the right to continue using the Product, or replace it or modify it to make it non-infringing. If the foregoing options are not available on commercially reasonable terms, Bidder may refund the purchase price for the Product pro-rated for depreciation based on a three-year straight line model. The foregoing indemnification does not apply to any claims arising from: (i) the combination of any Bidder’s Product with one or more non-Stryker Products wherein such combination is the sole basis of the claim; (ii) the use of the Products contrary to their labeling, manuals, and/or instructions for use or (iii) modification of any Product by any person other than Bidder without Bidder’s express written authorization.

Bidder will have no liability hereunder unless it is notified promptly of any such claim and given control of the defense and any settlement thereof."

2. Section (b), all language stricken by Stryker shall be removed and shall include inserted language so that it now reads as follows: "Bidder agrees to indemnify and defend County from any third-party claims related to bodily injury or damage to personal property which County may suffer solely as a result of (i) a defect in workmanship or design of the Products or (ii) the gross negligence or willful misconduct or violation of applicable law by Bidder, its employees and authorized agents in their performance under this Agreement. This indemnification does not apply to liability and/or damages arising from; a) the negligence of any person other than an employee or agent of Bidder; b) the failure of any person other than an employee or agent of Bidder to follow any labeling, manuals and/or instructions for use of the Product; or c) the use of any product not purchased from Bidder, or Product that has been modified, altered, reprocessed, or repaired by any person other than an employee or agent of Bidder."
 3. Section (c) shall be stricken and shall now say "Reserved."
 4. Section (d) shall have "ail" replaced with "all".
 5. Section (e), all language stricken by Stryker shall be removed and shall include inserted language, with the exception of any language stating the Bidder may self-insure. This section will now read as follows: "To carry proper insurance set forth in the COI attached to the bid, as reviewed and in the opinion of the Director, and approved by the County Attorney to protect the County from loss."
 6. Section (f), all language stricken by Stryker shall be removed and shall include inserted language so that it now reads as follows: "That he will keep himself fully informed, of all municipal ordinances and regulations, state and national laws in any manner affecting the work or goods herein specified, and shall at all times observe and comply with said ordinances, laws and regulations, including all provisions of the Workmen Compensation and Labor Laws."
 7. Section (g), all language stricken by Stryker shall be removed and shall include inserted language so that it now reads as follows: "That the items furnished shall conform to all the provisions of the bid and Bidder's attached limited warranty shall survive acceptance, or use of any material so furnished."
- c. Page 3:
- i. Section 24 titled "ASSIGNMENT" shall incorporate Stryker's insertion of the following language: "Notwithstanding the foregoing, Bidder may assign contract without the consent of the County to a purchaser of all or substantially all of Bidder's assets to which the contract relates or in connection with Bidder's merger, consolidation, change of control or similar transaction. Any purported assignment in violation of the

proceeding sentence will be void.”

- d. Pages 4 through 28, all language stricken by Stryker shall be removed from the footer and it shall include inserted language so that it now reads as follows: “ALL BIDS MUST BE F.O.B. ORIGIN.”
 - e. Pages 8 through 11, Appendix EE shall revert to its original form. No changes are allowed to this portion of the document.
 - f. Page 12, section titled “Indemnification”, all language stricken by Stryker shall be removed and shall include inserted language so that it now reads as follows: “Contractor agrees to indemnify and defend County from any third-party claims related to bodily injury or damage to personal property which County may suffer solely as a result of (i) a defect in workmanship or design of the Products or (ii) the gross negligence or willful misconduct or violation of applicable law by Bidder, its employees and authorized agents in their performance under this Agreement. This indemnification does not apply to liability and/or damages arising from; (a) the negligence of any person other than an employee or agent of Bidder; (b) the failure of any person other than an employee or agent of Bidder to follow any labeling, manuals and/or instructions for use of the Product; or (c) the use of any product not purchased from Bidder, or Product that has been modified, altered, reprocessed, or repaired by any person other than an employee or agent of Bidder.”
 - g. Page 15, section titled “DELIVERY” shall have the last three sentences stricken.
 - h. Page 17:
 - i. Section titled “WARRANTY”, the language in this section shall be replaced by Stryker’s inserted language.
 - ii. Section titled “REDUCTION IN PRICES” shall have “NO” inserted in the heading to read “NO REDUCTION IN PRICES”.
 - iii. Section titled “PRODUCT LIABILITY INSURANCE” shall be removed.
 - i. Page 18, section titled “INSURANCE AND WORKERS COMPENSATION” the language in this section shall be removed and replaced with Stryker’s inserted language, with the exception of any language stating the Contractor may self-insure.
4. Any language allowing Stryker to comply with any insurance requirements through a program of self-insurance is void.
 5. Any changes made by Stryker to the Original Bid, that are not fill-in the blank answers and are not referenced herein, shall be considered removed and shall revert to its original form.
 6. Exhibit B to this Rider, Stryker Likepak 35 Quote, dated March 13, 2026, is incorporated by reference herein.
 7. Entire Agreement. This Rider and its Exhibits represent the full and entire understanding and agreement between the parties with regard to the subject matter hereof. Should there be any conflict between the terms and conditions of the documents that comprise this Agreement, the order of precedence for the documents shall be as follows: (i) Exhibit A (the “Superseding Bid”) and (ii) this Rider.

8. Mutual Drafting. This Rider was arrived at mutually and is not to be construed against any party hereto as being the drafter hereof or causing the same to be drafted.

IN WITNESS WHEREOF, the Contractor and the County have executed this Agreement as of the date first above written.

STRYKER SALES, LLC

By: Kathryn Janecke

Name: Kathryn Janecke

Title: Sr. Director, Commercial Operations

Date: ~~03/17~~ 06/17/2026
KJ 06/17/2026

NASSAU COUNTY

By: _____

Name: _____

Title: _____

Date: _____

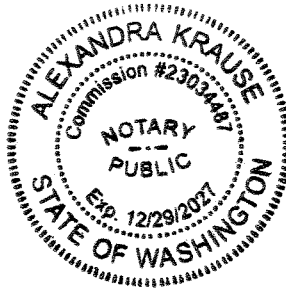
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STATE OF NEW YORK ~~WASHINGTON~~ WASHINGTON AK

)ss.:

COUNTY OF ~~NASSAU~~ KING AK

On the 18th day of June in the year 2026 before me personally came Kathryn Janecke to me personally known, who, being by me duly sworn, did depose and say that he or she resides in the County of King; that he or she is the Sr. Director, Commercial Operations of Stryker Sales, LLC, the corporation described herein and which executed the above instrument; and that he or she signed his or her name thereto by authority of the board of directors of said corporation.



AK
NOTARY PUBLIC

STATE OF NEW YORK)

)ss.:

COUNTY OF NASSAU)

On the _____ day of _____ in the year _____ before me personally came _____ to me personally known, who, being by me duly sworn, did depose and say that he or she resides in the County of _____; that he or she is the _____ of _____, the corporation described herein and which executed the above instrument; and that he or she signed his or her name thereto pursuant to Section 205 of the County Government Law of Nassau County.

NOTARY PUBLIC

EXHIBIT A

SUPERSEDING BID

(The remainder of this page left intentionally blank.)

EXHIBIT B

STRYKER LIFEPAK 35 QUOTE

(The remainder of this page left intentionally blank.)



Lifepak 35 Quote

Quote Number: 11206919

Remit to:

Stryker Sales, LLC
21343 NETWORK PLACE
CHICAGO IL 60673-1213
USA

Version: 1

Division:

Medical

Prepared For: NASSAU COUNTY AMB

Rep:

Con Coakley

Attn:

Email:

cornelius.coakley@stryker.com

Phone Number:

(914) 760-6400

Quote Date: 03/13/2026

Expiration Date: 06/15/2026

Contract Start:

Contract End:

Delivery Address

Sold To - Shipping

Bill To Account

Name: NASSAU COUNTY AMB
Account #: 20044735
Address: 1490 FRANKLIN AVE
MINEOLA
New York 11501-4801

Name: NASSAU COUNTY AMB
Account #: 20044735
Address: 1490 FRANKLIN AVE
MINEOLA
New York 11501-4801

Name: NASSAU COUNTY AMB
Account #: 20044735
Address:

Equipment Products:

#	Product	Description	Qty	Sell Price	Total
1.0	70335-000042	LP35,EN-US,MAS-SP/CO,MED-CO2,SUN-NIBP,12L,WIFI/CELL/LN/CPRIN,STD,BT	50	\$50,559.61	\$2,527,980.50
2.0	11335-000001	LIFEPAK FLEX Lithium-Ion Battery	100	\$312.00	\$31,200.00
3.0	11140-000102	LIFEPAK FLEX Battery Charger	50	\$936.00	\$46,800.00
4.0	11140-000131	AC Power Cord (North America, hospital grade)	100	\$33.90	\$3,390.00
5.0	11335-000005	LIFEPAK Printer Kit	50	\$936.00	\$46,800.00
6.0	11335-000008	LIFEPAK 35 Storage Bag Kit	50	\$187.20	\$9,360.00
7.0	11260-000073	Shoulder Strap	50	\$23.40	\$1,170.00
8.0	11330-000026	LP35 Docking Station	50	\$998.40	\$49,920.00
10.0	11996-000536	15-Lead Patient Simulator (QUIK-COMBO)	5	\$0.00	\$0.00
11.0	11111-000041	LIFEPAK 3-wire extended precordial ECG cable	50	\$37.50	\$1,875.00
12.0	11160-000011	Reusable Cuff, Infant, 8-14 cm	50	\$9.90	\$495.00
13.0	11160-000021	Reusable Cuff, Small, Adult, 18-26 cm	50	\$12.60	\$630.00
14.0	11160-000015	Reusable Cuff, Adult, 26-35 cm	50	\$13.20	\$660.00
15.0	11160-000019	Reusable Cuff, X-Large, Adult, 35-44 cm	50	\$21.60	\$1,080.00
16.0	11996-000519	LNCS-II Reusable rainbow 8-wavelength Adult Sensor	50	\$277.50	\$13,875.00
17.0	11996-000520	LNCS-II Reusable rainbow 8-wavelength Pediatric Sensor	50	\$305.40	\$15,270.00



Lifepak 35 Quote

Quote Number: 11206919

Remit to:

Stryker Sales, LLC
21343 NETWORK PLACE
CHICAGO IL 60673-1213
USA

Version: 1

Division:

Medical

Prepared For: NASSAU COUNTY AMB

Rep:

Con Coakley

Attn:

Email:

cornelius.coakley@stryker.com

Phone Number:

(914) 760-6400

Quote Date: 03/13/2026

Expiration Date: 06/15/2026

Contract Start:

Contract End:

#	Product	Description	Qty	Sell Price	Total
18.0	11996-000456	RD SET DCI Reusable Sensor, Adult	75	\$130.50	\$9,787.50
19.0	11171-000061	RD SET Disposable Sensor, Pediatric (20/box)	25	\$154.50	\$3,862.50
20.0	11171-000062	RD SET Disposable Sensor, Infant (20/box)	25	\$191.10	\$4,777.50
21.0	11996-000093	Pediatric QUIK-COMBO RTS pacing/defibrillation/ECG Electrodes With EDGE System Technology	50	\$18.90	\$945.00
22.0	MVPO	Microstream Advance oral/nasal Filter Line, Pediatric, With O2, Box of 25	10	\$180.60	\$1,806.00
23.0	41335-000003	SHIP KIT, POWER SUPPLY,LP35	50	\$780.00	\$39,000.00
24.0	11160-000013	Reusable Cuff, Pediatric, 13-20 cm	50	\$11.10	\$555.00
28.0	MVAO100U	Microstream Advance oral/nasal Filter Line, Adult, With O2, Box of 100	12	\$523.20	\$6,278.40
Equipment Total:					\$2,817,517.40

Trade In Credit:

Product	Description	Qty	Credit Ea.	Total Credit
TR-PMRX-LP35	TRADE IN PHILIPS MRX FOR LP35	50	-\$10,000.00	-\$500,000.00

ProCare Products:

#	Product	Description	Months	Qty	Sell Price	Total
26.1	LIFEPAK35-FLD-PRO	Lifepak35 for LP35,EN-US,MAS-SP/CO,MED-CO2,SUN-NIBP,12L,WIFI/CELL/LN/CPRIN,STD,BT 05/01/2027 - 04/30/2031	48	50	\$6,784.40	\$339,220.00

ProCare Total: \$339,220.00

Data Solutions:



Lifepak 35 Quote

Quote Number: 11206919

Remit to:

Stryker Sales, LLC
21343 NETWORK PLACE
CHICAGO IL 60673-1213
USA

Version: 1

Division:

Medical

Prepared For: NASSAU COUNTY AMB

Rep:

Con Coakley

Attn:

Email:

cornelius.coakley@stryker.com

Phone Number:

(914) 760-6400

Quote Date: 03/13/2026

Expiration Date: 06/15/2026

Contract Start:

Contract End:

#	Product	Description	Months	Qty	Sell Price	Total
9.0	11150-000020	LIFEPAC Cellular Modem, North America	0	50	\$468.00	\$23,400.00
25.0	81000003	EMS Pro Tier 3: 25,000-75,000 annual run volume. Includes: device set up tools, asset management, transmission connectivity, ePCR integration, LIFENET Care app and browser access for communication, live streaming and post event analytic tools.	60	1	\$6,862.90	\$34,314.50
Data Solutions Total:						\$57,714.50

Price Totals:

Estimated Sales Tax (0.000%):	\$0.00
Shipping and Handling:	\$0.00
Grand Total:	\$2,714,451.90

Prices: In effect for 30 days

Terms: Net 30 Days

Comments:

Value shown for trade-in line item is applicable to this order only. Any future trade-ins will depend on the model/age/condition of those devices at the time.

Shipping & Handling Includes:

Standard freight, special packaging, semi rigging cranes, labor & delivery of equipment to final location, removal of all packaging, pre-delivery site check, education/training

Terms and Conditions:

Deal Consummation: This is a quote and not a commitment. This quote is subject to final credit, pricing, and documentation approval. Legal documentation must be signed before your equipment can be delivered. Documentation will be provided upon completion of our review process and your selection of a payment schedule. Confidentiality Notice: Recipient will not disclose to any third party the terms of this quote or any other information, including any pricing or discounts, offered to be provided by Stryker to Recipient in connection with this quote, without Stryker's prior written approval, except as may be requested by law or by lawful order of any applicable government agency. A copy of Stryker Medical's terms and conditions can be found at https://techweb.stryker.com/Terms_Conditions/index.html.

FORMAL SEALED BID PROPOSAL

	STATE OF NEW YORK		BID NUMBER 46514-04076-056
	COUNTY OF NASSAU		Dated: 03/12/2026
	BIDS WILL BE RECEIVED AND OPENED AT OFFICE OF PURCHASING, 1 WEST STREET, NORTH ENTRANCE, MINEOLA, NEW YORK 11501 OFFICE HOURS 9 AM - NOON & 1 PM - 4:45 PM		BID OPENING DATE 04/07/2026 11:00 A.M. E.S.T.
BUYER MARK CLEMENS		TELEPHONE 516-571-0109	REQUISITION NUMBER KMPDZ000000000

OFFICE OF PURCHASING

PREPARE YOUR BID ON THIS FORM USING BLACK INK OR TYPEWRITER

BID TITLE: CARDIOVASCULAR INSTRUMENTS

APR 21 2026

OPENED 11AM

- ALL BIDS MUST BE F.O.B. ORIGIN, FREIGHT PREPAID AND ADDED TO INVOICE DESTINATION AND INCLUDE DELIVERY WITHIN 90 DAYS UNLESS OTHERWISE SPECIFIED

THE UNDERSIGNED BIDDER AFFIRMS AND DECLARES THAT HE/SHE HAS CAREFULLY EXAMINED THE ADVERTISED INVITATION FOR BIDS, THE BID TERMS AND CONDITIONS, AND DETAILED SPECIFICATIONS, AND CERTIFIES THAT THIS BID IS SIGNED WITH FULL KNOWLEDGE AND ACCEPTANCE OF ALL THE PROVISIONS THEREOF AND OFFERS AND AGREES, IF THIS BID IS ACCEPTED WITHIN NINETY (90) DAYS FROM THE BID OPENING DATE TO FURNISH ANY OR ALL THE ITEMS UPON WHICH PRICES ARE HEREINAFTER QUOTED IN THE QUANTITY AND AT THE PRICES BID.

CASH DISCOUNT OF 0 PERCENT WILL BE ALLOWED FOR PROMPT PAYMENT WITHIN 20 BUSINESS DAYS.

THE BIDDER CERTIFIES THAT: (A) THE BID HAS BEEN ARRIVED AT BY THE BIDDER INDEPENDENTLY AND HAS BEEN SUBMITTED WITHOUT COLLUSION WITH ANY OTHER VENDOR OF MATERIALS, SUPPLIES OR EQUIPMENT OF THE TYPE DESCRIBED IN INVITATION FOR BIDS, AND (B) THE CONTENTS OF THE BID HAVE NOT BEEN COMMUNICATED BY THE BIDDER, NOR, TO ITS BEST KNOWLEDGE AND BELIEF, BY ANY OF ITS EMPLOYEES OR AGENTS, TO ANY PERSON NOT AN EMPLOYEE OR AGENT OF BIDDER OR ITS SURETY ON ANY BOND FURNISHED HERewith PRIOR TO THE OFFICIAL OPENING OF THE BID.

DELIVERY MADE TO:

NASSAU COUNTY POLICE DEPARTMENT EMERGENCY AMBULANCE
1490 FRANKLIN AVENUE
MINEOLA NY 11501

GUARANTEED DELIVERY DATE

Within 6 weeks ARO DAYS AFTER RECEIPT OF ORDER

EMPLOYERS FEDERAL TAX ID NUMBER 22-2183590

TOLL FREE TELEPHONE NUMBER:

BIDS MUST BE SIGNED BY PROPRIETOR, PARTNER OR DESIGNEE OF OFFICER AUTHORIZED TO SIGN FOR CORPORATION

NAME OF BIDDER Stryker Sales, LLC

ADDRESS 11811 Willows Rd NE

CITY Redmond

STATE WA

ZIP CODE 98052

TELEPHONE (800) 442-1142

SIGNATURE OF AUTHORIZED INDIVIDUAL

Kathryn Janecke, Sr. Director, Commercial Operations
PRINT OR TYPE NAME OF SIGNER AND TITLE

IN EXECUTING THIS BID, THE BIDDER WARRANTS THAT THE PRICES SUBMITTED HEREIN ARE NOT HIGHER THAN THOSE OFFERED TO ANY GOVERNMENTAL OR COMMERCIAL CONSUMER FOR LIKE DELIVERIES WHEN CONSIDERING SUCH FACTORS SUCH AS COMPARABLE PURCHASING HISTORIES, PARTICIPATING LEVEL, GEOGRAPHY, AND TERMS OF PURCHASE FOR THE PRODUCTS SOLD HEREUNDER. THE PRICES HEREIN SHOULD NOT INCLUDE ANY FEDERAL EXCISE TAXES OR SALES TAXES IMPOSE BY ANY STATE OR MUNICIPAL GOVERNMENT. SUCH TAXES, IF INCLUDED, MUST BE DEDUCTED BY THE BIDDER WHEN SUBMITTING BID. BIDDERS ARE REQUESTED TO ALSO READ THE TERMS AND CONDITIONS.

BID TERMS AND CONDITIONS

- Bids on equipment must be on standard new equipment, latest model, except as otherwise specifically stated in proposal or detailed specification. Where any part of nominal appurtenances of equipment is not described, it shall be understood that all equipment and appurtenances which The Director of are usually provided in the manufacturer's stock model shall be furnished.
- Bids on materials and supplies must be for new items except as otherwise specifically stated in bid or detailed specifications.
- Bidder declares that the bid is made without any connection with any other Bidder, submitting a bid for the same items, and is in all respects fair and without collusion or fraud.

- PRICES The provisions of the New York State Fair Trade Law (Fedor Crawford Act) and the federal price discrimination law (Robinson-Patman Act) do not apply to purchases made by the County.
- SURETY Not Required. In the event that an award is made hereunder, Purchase reserves the right to request successful bidder to

provide security for faithful performance, with the understanding that the whole or any part thereof may be used by the County of Nassau to supply any deficiency that may arise from any default on the part of the Bidder. Such security must meet all the requirements of the County Attorney and be approved by the County Attorney.

- 6 ~~SAMPLES~~ Samples, when required, must be submitted strictly in accordance with instructions; otherwise bid may not be considered. If samples are requested subsequent to bid opening they shall be delivered within five (5) days of the request for bid to have consideration. Samples ~~must~~ may be furnished free of charge and at no cost to the County and in accordance ~~an Evaluation Agreement between Parties must be accompanied by descriptive memorandum invoices indicating if the Bidder desires their return, also specifying the address to which they are to be returned, provided they have not been used or made useless by tests. Award samples may be held for comparison with deliveries. Samples will be returned at the Bidders risk and expense.~~
- 7 Award The Director, Office of Purchasing reserves the right before making award to make investigations as to whether or not the items, qualifications or facilities offered by the Bidder meet the requirements set forth herein and are sample and sufficient to insure the proper performance in the event of award. The Bidder must be prepared, if requested by the Director, to present evidence of experience, ability and financial standing, as well as a statement as to plant, machinery and capacity of the manufacturer for the production and distribution of the material on which he is bidding. Upon request of the Director, successful bidder shall file certification from the manufacturer relative to authorization, delivery, service and guarantees. If it is found that the conditions of the bids are not complied with or that articles or equipment proposed to be furnished do not meet the requirements called for, or that the qualification, financial standing or facilities are not satisfactory, the Director may reject such bids. It is distinctly understood, however, that nothing in the foregoing shall mean or imply that it is obligatory upon the Director to make any examinations before award; and it is further understood that, if such examination is made, it in no way relieves the Bidder from fulfilling all requirements and conditions of the bid.
- 8 Awards will be made to the lowest responsible Bidder. Cash discounts will not be a factor in determining awards, except in the bids. Consideration will be given to the reliability of the Bidder, the quantities of the materials, equipment or supplies to be furnished, their conformity with the specifications, the purpose for which required and the terms of delivery.
- 9 The Director reserves the right to reject and all bids in whole or in part and to waive technical defects, irregularities and omissions if in his judgment the best interests of the County will be served.
- 10 Unless otherwise indicated herein, the Director reserves the right to make award by items, by classes, by group of items, or as a whole.
- 11 ~~DELIVERIES~~ Upon failure of the Vendor to deliver within the time specified, ~~reasonable time~~ or ~~within reasonable time as interpreted by the Director, or failure to make replacement of rejected articles in accordance with Vendor's Return Policy~~ when so requested immediately or as directed by the Director, the Director may purchase from other sources to take the place of the item rejected or not delivered. ~~The Director reserves the right to authorize immediate purchase from other sources against rejection on any order when necessary. On all such purchases the Vendor agrees to promptly reimburse the County for excess cost occasioned by such purchases. Should the cost be less, the Vendor shall have no claim to the difference. Such purchases will be deducted from order quantity.~~
- ~~12 An order may be canceled at the Vendors expense upon nonperformance. Failure of the Vendor to furnish additional surety within ten (10) days from date of requested shall be sufficient cause for the cancellation of the order.~~
- ~~12 When in the determination of the Director, the articles or equipment delivered fail to meet County specifications or if in the determination of the Director, the Vendor consistently fails to deliver as ordered, the Director reserves the right to cancel the order and purchase the balance from other sources at Vendor expense.~~
- ~~12.12~~ Delivery must be made as ordered and in accordance with the bid. If delivery instructions do not appear on order. It will be interpreted to mean prompt delivery. The decision of the Director as to reasonable compliance with delivery terms shall be final. Burden of proof of delay in receipt of order shall rest with the Vendor.
- ~~13.13~~ The County Agencies will not schedule any deliveries for Saturdays, Sundays or Legal Holiday, except commodities required for daily consumption or where the delivery is an emergency, a replacement, or is overdue, in which event the convenience of the Agency will govern.
- ~~14.14~~ Supplies shall be securely and properly packed for shipment, according to accepted commercial practice, without extra charge for packing cases, reels, bailing or sacks, the containers to remain the property of the agency unless definitely stated otherwise in the bid.
- ~~14.15~~ The Vendor shall be responsible for delivery of supplies in good condition at point of ~~destination shipment~~. The Vendor shall ~~work with the County to assist in filing fire~~ claims with carrier for breakage, imperfections and other losses, ~~occurring during shipment. Shipping shall be F.O.B. Origin, freight prepaid and added to invoice, which will be deducted from invoices.~~ The receiving Agency will note for the benefit of Vendor when packages are not received in good conditions.
- 14.16 All supplies which are customarily labeled or identified must have securely affixed thereto the original ~~an unaltered/unmanipulated~~ label or marking of the manufacturer.
- 14.17 Billings for deliveries must be rendered on County claim forms.
- 14.18 Furniture, machines, and other equipment must be delivered in accordance with Contract Terms, installed and set in place as directed, ready for use unless otherwise specified.
- 14.19 Deliveries are subject to reweighing or destination by the County and payment will be made on the basis of materials delivered. Normal shrinkage will be allowed in such instances where shrinkage is possible. Short weight shall be sufficient cause for cancellation of order at Vendors expense.
- 22-19. GUARANTEES BY BIDDER Bidder hereby guarantees: (a) to indemnify and defend County from any third-party claims against County alleging that County's use of the Products in accordance with the Products' labeling, manuals, and/or instructions for use, constitutes an infringement, misappropriation or other violation of any U.S. patent, trademark, copyright, trade secret or other intellectual property right. Should a Product become, or in Bidder's opinion is likely to become, the subject of a claim of any such infringement, Bidder may, in its sole discretion, either procure for County the right to continue using the Product or replace it or modify it to make it non-infringing. If the foregoing options are not available on commercially reasonable terms, Bidder may refund the purchase price for the Product pro-rated for depreciation based on a three-year straight line model. The foregoing indemnification does not apply to any claims arising from: (i) the combination of any Bidder's Product with one or more non-Striker Products wherein such combination is the sole basis of the claim; (ii) the use of the Products contrary to their labeling, manuals, and/or instructions for use; or (iii) modification of any Product by any person other than Bidder without Bidder's express written authorization. Bidder will have no liability hereunder unless it is notified promptly of any such claim and given control of the defense and any settlement thereof. To save the County, its agents and employees harmless from liability of any nature or kind for the use of any copyrighted or un-copyrighted composition, secret process, patented or unpatented invention, article or appliance furnished or used in the performance hereof of which the Bidder is not the Patentee, assignee or licensee, and to defend any action brought against the County in the name of the County and under the direction of the County Attorney or the sole cost of the Bidder or in the sole option of the Director to pay the cost of such defense to the County; (b) His products against defective material or workmanship and to repair any damages or marking occasioned in transit; Bidder agrees to indemnify and defend County from any third-party claims related to bodily injury or damage to personal property which County may suffer solely as a result of (i) a defect in workmanship or design of the Products or (ii) the gross negligence or willful misconduct or violation of applicable law by Bidder, its employees and authorized agents in their performance under this Agreement. This indemnification does not apply to liability and/or damages arising from: (a) the negligence of any person other than an employee or agent of Bidder; (b) the failure of any person other than an employee or agent of Bidder to follow and labeling, manuals and/or instructions for use of the Product; or (c) the use of any product not purchased from Bidder, or Product that has been modified, altered, reprocessed, or repaired by any person other than an employee or agent of Bidder.
- (c) To furnish adequate protection from damage for all work and to repair damages of any kind, for which he or his workmen are responsible, to the building or equipment to this own work or the work of other Vendors, or in the opinion of the Director to pay for the same by deductions in payments due under this contract.
- (d)(c) To pay for all permits, licenses and fees and give all notices and comply with all laws, ordinances, rules and regulations of the city, village or town in which the installation his to be made, and of the County of Nassau and the State of New York.
- (e)(d) To carry proper insurance set forth in the COI attached to the bid, as reviewed and in the opinion of the Director, and approved by the County Attorney to protect the County from loss in case of accident, fire and theft. Bidder has the right to self-insure to comply.
- (f)(c) That he will keep himself fully informed, of all municipal ordinances and regulations, state and national laws in any manner affecting the work or goods herein specified, and any extra work constructed for by him, and shall at all times observe and comply with said ordinances, laws and regulations, including all provisions of the Workmen Compensation and Labor Laws, and shall indemnify and save harmless the County of Nassau and the Nassau County Legislature from loss and liability upon any and all claims on account of any physical injury to persons, including death, or damage to property and from all cost and expenses in suits which may be brought against the same on account of such injuries, irrespective of the actual cost of the same and irrespective of whether the same shall have been due to the negligence of the Bidder or his agents.
- (g)(f) That the items furnished shall conform to all the provisions of the bid and that the Bidder's attached limited warranty shall survive acceptance, or use of any material so furnished.
- (h)(g) That all deliveries will not be inferior to the accepted bid sample
- 23-20. LABOR LAWS AND ANTIDISCRIMINATION. Upon the vendor acceptance hereof, the vendor agrees to comply with Article IX, Section 2 C of the Constitution of the State of New York, Section 220 220a, 220b, 220d, 220e and 230 of the Labor Law, Section 5 and 12 of the Lien Law, Article 2 of the Uniform Commercial Code, Sections 108 and 109 as well as Article 18 of the General Municipal Law, Section 2218 of the County Government Law of Nassau County, Section 224.2 of the Nassau County Administrative Code, the provisions of the anti-Discrimination Order of Nassau County, and the vendor shall keep himself fully informed of all additional municipal ordinances and regulations, State and National Laws in any manner affecting this order and the goods or services

delivered or rendered or to be delivered or rendered there under, and shall at all times observe and comply with said ordinances, laws and regulations at his sole cost and expense

~~24-21~~ **ASSIGNMENT.** The contractor is hereby prohibited from assigned, transferring, conveying, subletting or otherwise disposing of this contract or his right, title, or interest therein, or his power to execute such contract, to any other person or corporation without the previous consent in writing of the officer, board or agency awarding the contract. Notwithstanding the foregoing, Bidder may assign contract without the consent of the County to a purchaser of all or substantially all of Bidder's assets to which the contract relates or in connection with Bidder's merger, consolidation, change of control or similar transaction. Any purported assignment in violation of the preceding sentence will be void.

~~25-22~~ The County of Nassau will not be responsible nor liable for any shipment or delivery of any materials, supplies, or equipment without it's express written instructions or valid Purchase Order.

~~26-23~~ No agreements, changes, modifications or alterations shall be deemed effective nor shall the same be binding upon the County unless in writing and signed by the Director, Office of Purchasing or his duly designated representative.

Director, Office of Purchasing

DISCLOSURE STATEMENT

THE NASSAU COUNTY LEGISLATURE REQUIRES THE FOLLOWING INFORMATION PRIOR TO CONSIDERATION FOR AN AWARD.

Bidders Name: Stryker Sales, LLC

Address: 11811 Willows Rd NE, Redmond, WA 98052

Telephone No:

Fax No:

1. State Whether: A Corporation (LIMITED LIABILITY CORPORATION) X
Individual _____
Partnership _____

GUIDELINES FOR DISCLOSURE

THE NASSAU COUNTY LEGISLATURE REQUIRES THE NAMES AND HOME* ADDRESSES OF ALL PRINCIPALS. DISCLOSURE MUST BE PROVIDED AS INDICATED BY TYPE OF OWNERSHIP. (PLEASE LIST ALL REQUIRED INFORMATION ON A SEPARATE SHEET AND ATTACH TO BID.)

- 1) Sole Proprietorship/Individual. The Name and Home Address of the Sole Proprietorship/Individual.
- 2) Closely Held Corporation. The Name and Home Addresses of all Shareholders, Officers and Directors.
- 3) ☒ Publicly Traded Corporation. Only the page(s) of the SEC FORM 10-K setting forth the name of all officers and directors.
- 4) Not for Profit Corporation. The Names and Home Addresses of all members, Officer and Directors.
- 5) Partnership. The Names and Home Address of all General and Limited Partners.
- 6) Limited Liability Company. The Names and Home Addresses of all Members.
- 7) Limited Liability Partnership. The Name and Home Addresses of all Members.
- 8) Joint Venture. The Names and Home Addresses of all Joint Ventures.

NOTE: IF ANY ENTITY IS TIERED, YOU MUST ALSO LIST ALL INDIVIDUAL PRINCIPALS OF THE TIERED ENTITY.
*IN THE CASE OF PUBLICLY TRADED CORPORATIONS THE SEC FORM 10K SUFFICES AND HOME ADDRESSES ARE NOT NECESSARY.

~~ALL BIDS MUST BE F.O.B. ORIGIN DESTINATION AND INCLUDE DELIVERY WITHIN DOORS UNLESS OTHERWISE SPECIFIED.~~
BIDDER SIGN HERE Kathryn E. Jonecke BIDDER

Sr. Director, Commercial Operations
TITLE

QUALIFICATION STATEMENT

BIDDER'S NAME:

STRYKER SALES, LLC

ADDRESS:

11811 WILLOWS RD NE, REDMOND, WA 98052

1. STATE WHETHER: CORPORATION ☒ INDIVIDUAL ☐ PARTNERSHIP ☐

2. IF A CORPORATION OR PARTNERSHIP LIST NAME(S) AND ADDRESS(S) OF OFFICER(S) OR MEMBER(S)
PRESIDENT

Please see attached 10k document for Stryker Corporation, owner of Stryker Sales, LLC.

VICE PRESIDENT

SECRETARY

TREASURER

3. HAVE YOU FILED A QUALIFICATION STATEMENT WITH THE COUNTY OF NASSAU? Yes, 2023
IF SO WHEN?

4. HOW MANY YEARS HAS YOUR ORGANIZATION BEEN IN BUSINESS UNDER YOUR PRESENT NAME? 47 years

5. HAVE YOU, OR YOUR FIRM, EVER FAILED TO COMPLETE ANY WORK AWARDED TO YOU? No
IF SO, WHERE AND WHY?

6. IN WHAT OTHER LINES OF BUSINESS ARE YOU OR YOUR FIRM INTERESTED? Medical device and equipment manufacturing

7. WHAT IS THE EXPERIENCE OF THE PRINCIPAL INDIVIDUALS OF YOUR ORGANIZATION RELATING TO THE SUBJECT OF THIS BID?

INDIVIDUALS NAME	PRESENT POSITION	YEARS OF EXPERIENCE	MAGNITUDE AND TYPE OF WORK	IN WHAT CAPACITY
Cornelius Coakley, Account Manager, Stryker Emergency Care, Long Island/NYC Area Sales				

8. IN WHAT MANNER HAVE YOU INSPECTED THIS PROPOSED WORK? EXPLAIN IN DETAIL

All of the requirements have been read thoroughly and addressed. The quote has been created with the customer's needs in mind, and all relevant product information is included within this proposal.

9. THE CONTRACT, IF AWARDED TO YOU OR YOUR FIRM, WILL HAVE THE PERSONAL SUPERVISION OF WHOM? GIVE NAME AND PRESENT POSITION

ALL BIDS MUST BE F.O.B. ORIGIN DESTINATION AND INCLUDE DELIVERY WITHIN DOORS UNLESS OTHERWISE SPECIFIED.
BIDDER SIGN HERE Kathryn E. Janicke

BIDDER

Sr. Director, Commercial Operations
TITLE

OFFICE OF PURCHASING
COUNTY OF NASSAU STATE OF NEW YORK
Cornelius Coakley, Account Manager, Stryker Emergency Care

FORMAL SEALED BID PROPOSAL
46514-04076-056

Cornelius.Coakley@stryker.com (914) 760-6400

10. BIDDERS ARE REQUIRED TO COMPLETE THIS FORM PROVIDING THREE (3) REFERENCES OF PAST PERFORMANCE. REFERENCES SHOULD INVOLVE PROJECTS AND/OR SERVICE SITUATIONS OF SIMILAR SIZE AND SCOPE TO THIS BID. REFERENCES MUST HAVE HAD DEALING WITH THE BIDDER WITHIN THE LAST THIRTY-SIX (36) MONTHS. THE COUNTY RESERVES THE RIGHT TO CONTACT ANY OR ALL OF THE REFERENCES SUPPLIED FOR AN EVALUATION OF PAST PERFORMANCE IN ORDER TO ESTABLISH THE RESPONSIBILITY OF THE BIDDER BEFORE THE ACTUAL AWARD OF THE BID AND/OR CONTRACT. COMPLETION OF THE REFERENCE FORM IS REQUIRED.

NASSAU COUNTY (AND ANY OF ITS AGENCIES) MAY BE LISTED AS AN ADDITIONAL REFERENCE, BUT MAY NOT BE SUBSTITUTED FOR ANY OF THE THREE REQUIRED REFERENCES.

1. REFERENCE'S NAME:

Oceanside Fire District

ADDRESS:

65 Foxhurst Road, Oceanside, NY 11572

TELEPHONE: 516-376-1379

CONTACT PERSON Jose Piniero

CONTRACT DATE:

2024 through present date.

2. REFERENCE'S NAME:

Glen Cove Volunteer Ambulance

ADDRESS:

8 Glen Cove Avenue Glen Cove NY, 11542

TELEPHONE: 516-780-3883

CONTACT PERSON Charlie Picoli

CONTRACT DATE:

2024 through present date.

3. REFERENCE'S NAME:

Manhasset Lakeville Water and Fire Department

ADDRESS:

170 E Shore Road Great Neck, NY 11023

TELEPHONE: 516-225-3029

CONTACT PERSON Lee Genser

CONTRACT DATE:

2023 through present date.

USE SEPARATE PAGE IF ADDITIONAL SPACE IS NEEDED.

I certify that all the statements contained in this document are true, complete and correct to the best of my knowledge

ALL BIDS MUST BE F.O.B. ORIGIN DESTINATION AND INCLUDE DELIVERY WITHIN DOORS UNLESS OTHERWISE SPECIFIED.

BIDDER SIGN HERE

Kathryn E. Janicke
BIDDER

Sr. Director, Commercial Operations
TITLE

OFFICE OF PURCHASING
COUNTY OF NASSAU STATE OF NEW YORK

FORMAL SEALED BID PROPOSAL
46514-04076-056

and belief and are made in good faith, including data contained in the Organization's Relevant Experience. A false certification or failure to disclose information shall be grounds for disqualification or termination of any award.

~~ALL BIDS MUST BE F.O.B. ORIGIN DESTINATION AND INCLUDE DELIVERY WITHIN DOORS UNLESS OTHERWISE SPECIFIED.~~

BIDDER SIGN HERE

Kathryn E. Janicki
BIDDER

Sr. Director, Commercial Operations

TITLE

IRAN DIVESTMENT ACT COMPLIANCE CERTIFICATION

Pursuant to General Municipal Law Section 103-g, which generally prohibits the County from entering into contracts with persons engaged in investment activities in the energy sector of Iran, the Bidder submits the following certification:

PLEASE CHECK ONE:

☒ By submission of this Bid, I certify, and in the case of a joint Bid each party thereto certifies as to its own organization, under penalty of perjury, that to the best of my knowledge and belief, that the Bidder is not on the list created pursuant to paragraph (b) of subdivision 3 of Section 165-a of the State Finance Law.

OR

☐ I am unable to certify that the Bidder does not appear on the list created pursuant to paragraph (b) of subdivision 3 of Section 165-a of the State Finance Law. I have attached a signed statement setting forth in detail why I cannot so certify.

Dated: 4/1/2026

Kathryn E. Janecke
(Signature of Bidder)

Print Name: Kathryn Janecke

Print Title: Sr. Director, Commercial Operations

~~ALL BIDS MUST BE F.O.B. ORIGIN - DESTINATION AND INCLUDE DELIVERY WITHIN DOORS UNLESS OTHERWISE SPECIFIED.~~

BIDDER SIGN HERE Kathryn E. Janecke
BIDDER

Sr. Director, Commercial Operations
TITLE

Appendix EE

EQUAL EMPLOYMENT OPPORTUNITIES FOR MINORITIES AND WOMEN

The provisions of this Appendix EE are hereby made a part of the document to which it is attached.

The Contractor shall comply with all applicable federal, State and local statutory ~~and constitutional anti-discrimination provisions obligations required law~~. In addition, Local Law No. 14-2002, entitled "Participation by Minority Group Members and Women in Nassau County Contracts," governs all County Contracts as defined by such title and solicitations for bids or proposals for County Contracts. In accordance with Local Law 14-2002:

(a) The Contractor shall not discriminate against employees or applicants for employment because of race, gender, gender identity, creed, religion, color, national origin, sex, age, disability, Veteran or marital status in recruitment, employment, job assignments, promotions, upgradings, demotions, transfers, layoffs, terminations, and rates of pay or other forms of compensation. The Contractor will undertake or continue existing programs related to recruitment, employment, job assignments, promotions, upgradings, transfers, and rates of pay or other forms of compensation to ensure that minority group members and women are afforded equal employment opportunities without discrimination.

(b) ~~At the request of the County contracting agency, the Contractor shall request each employment agency, labor union, or authorized representative of workers with which it has a collective bargaining or other agreement or understanding, to furnish a written statement that such employment agency, union, or representative will not discriminate on the basis of race, creed, color, national origin, sex, age, disability, or marital status and that such employment agency, labor union, or representative will affirmatively cooperate in the implementation of the Contractor's obligations herein.~~

~~(c)(b)~~ The Contractor shall state, in all solicitations or advertisements for employees, that, in the performance of the County Contract, all consider all qualified applicants will be afforded equal employment opportunities without discrimination because of race, creed, color, national origin, sex, age, disability or marital status as set forth in section above.

~~(d)(c)~~ The Contractor shall make Best Efforts commercially reasonable efforts to solicit active participation by certified minority or women-owned business enterprises ("Certified M/WBES") as defined in Section 101 of Local Law No. 14-2002 to the extent available and applicable, including the granting of Subcontracts.

~~(e)~~ The Contractor shall, in its advertisements and solicitations for Subcontractors, indicate its interest in receiving bids from Certified M/WBES and the requirement that Subcontractors must be equal opportunity employers.

~~(f)~~ Contractors must notify and receive approval from the respective Department Head prior to issuing any Subcontracts and, at the time of requesting such authorization, must submit a signed Best Efforts Checklist.

~~(g)~~ Contractors for projects under the supervision of the County's Department of Public Works shall also submit a utilization plan listing all proposed Subcontractors so that, to the greatest extent feasible, all Subcontractors will be approved prior to commencement of work. Any additions or changes to the list of subcontractors under the utilization plan shall be approved by the Commissioner of the Department of Public Works when made. A copy of the utilization plan any additions or changes thereto shall be submitted by the Contractor to the Office of Minority Affairs simultaneously with the submission to the Department of Public Works.

~~(h)~~ At any time after Subcontractor approval has been requested and prior to being granted, the contracting agency may require the Contractor to submit Documentation Demonstrating Best Efforts to Obtain Certified Minority or Women-owned Business Enterprises. In addition, the contracting agency may require the Contractor to submit such documentation at any time after Subcontractor approval when the contracting agency has reasonable cause to believe that the existing Best Efforts Checklist may be inaccurate. Within ten working days (10) of any such request by the contracting agency, the Contractor must submit Documentation.

~~(i)~~ In the case where a request is made by the contracting agency or a Deputy County Executive acting on behalf of the contracting agency, the Contractor must, within two (2) working days of such request, submit evidence to demonstrate that it employed Best Efforts to obtain Certified M/WBE participation through proper documentation.

~~(j)~~ Award of a County Contract alone shall not be deemed or interpreted as approval of all Contractor's Subcontracts and Contractor's fulfillment of Best Efforts to obtain participation by Certified M/WBES.

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Sr. Director, Commercial Operations
TITLE

OFFICE OF PURCHASING
COUNTY OF NASSAU STATE OF NEW YORK

FORMAL SEALED BID PROPOSAL
46514-04076-056

(d) A Contractor shall maintain Documentation Demonstrating Best Efforts to Obtain Certified Minority or Women-owned Business Enterprises for a period of six (6) years or in accordance with applicable law. Failure to maintain such records shall be deemed failure to make Best Efforts to comply with this Appendix EE, evidence of false certification as M/WBE compliant or considered breach of the County Contract.

(c) The Contractor shall be bound by the provisions of Section 109 of Local Law No. 14-2002 providing for enforcement of violations as follows:

- a. Upon receipt by the Executive Director of a complaint from a contracting agency that a County Contractor has failed to comply with the provisions of Local Law No. 14-2002, this Appendix EE or any other contractual provisions included in furtherance of Local Law No. 14-2002, the Executive Director will try to resolve the matter.
- b. If efforts to resolve such matter to the satisfaction of all parties are unsuccessful, the Executive Director shall refer the matter, within thirty days (30) of receipt of the complaint, to the American Arbitration Association for proceeding thereon.
- c. Upon conclusion of the arbitration proceedings, the arbitrator shall submit to the Executive Director his recommendations regarding the imposition of sanctions, fines or penalties. The Executive Director shall either (i) adopt the recommendation of the arbitrator (ii) determine that no sanctions, fines or penalties should be imposed or (iii) modify the recommendation of the arbitrator, provided that such modification shall not expand upon any sanction recommended or impose any new sanction, or increase the amount of any recommended fine or penalty. The Executive Director, within ten days (10) of receipt of the arbitrators award and recommendations, shall file a determination of such matter and shall cause a copy of such determination to be served upon the respondent by personal service or by certified mail return receipt requested. The award of the arbitrator, and the fines and penalties imposed by the Executive Director, shall be final determinations and may only be vacated or modified as provided in the civil practice law and rules ("CPLR").

(f) The contractor shall provide contracting agency with information regarding all subcontracts awarded under any County Contract, including the amount of compensation paid to each Subcontractor and shall complete all forms provided by the Executive Director or the Department Head relating to subcontractor utilization and efforts to obtain M/WBE participation..

Failure to comply with provisions (a) through (m) above, as ultimately determined by the Executive Director, shall be a material breach of the contract constituting grounds for immediate termination. Once a final determination of failure to comply has been reached by the Executive Director, the determination of whether to terminate a contract shall rest with the Deputy County Executive with oversight responsibility for the contracting agency.

Provisions (a), (b) and (c) shall not be binding upon Contractors or Subcontractors in the performance of work or the provision of services or any other activity that are unrelated, separate, or distinct from the County Contract as expressed by its terms.

The requirements of the provisions (a), (b) and (c) shall not apply to any employment or application for employment outside of this County or solicitations or advertisements therefore or any existing programs of affirmative action regarding employment outside of this County and the effect of contract provisions required by these provisions (a), (b) and (c) shall be so limited.

The Contractor shall include provisions (a), (b) and (c) in every Subcontract in such manner that these provisions shall be binding upon each Subcontractor as to work in connection with the County Contract.

As used in this Appendix EE the term "Best Efforts Checklist" shall mean a list signed by the Contractor, listing the procedures it has undertaken to procure Subcontractors in accordance with this Appendix EE.

As used in this Appendix EE the term "County Contract" shall mean (i) a written agreement or purchase order instrument, providing for a total expenditure in excess of twenty-five thousand dollars (\$25,000), whereby a County contracting agency is committed to expend or does expend funds in return for labor, services, supplies, equipment, materials or any combination of the foregoing, to be performed for, or rendered or furnished to the County; or (ii) a written agreement in excess of one hundred thousand dollars (\$100,000), whereby a County contracting agency is committed to expend or does expend funds for the acquisition, construction, demolition, replacement, major repair or renovation of real property and improvements thereon. However, the term

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BIDDER

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TITLE

OFFICE OF PURCHASING
COUNTY OF NASSAU STATE OF NEW YORK

FORMAL SEALED BID PROPOSAL
46514-04076-056

"County Contract" does not include agreements or orders for the following services: banking services, insurance policies or contracts, or contracts with a County contracting agency for the sale of bonds, notes or other securities.

As used in this Appendix EE the term "County Contractor" means an individual, business enterprise, including sole proprietorship, partnership, corporation, not-for-profit corporation, or any other person or entity other than the County, whether a contractor, licensor, licensee or any other party, that is (i) a party to a County Contract, (ii) a bidder in connection with the award of a County Contract, or (iii) a proposed party to a County Contract, but shall not include any Subcontractor.

As used in this Appendix EE the term "County Contractor" shall mean a person or firm who will manage and be responsible for an entire contracted project.

As used in this Appendix EE "Documentation Demonstrating Best Efforts to Obtain Certified Minority or Women-owned Business Enterprises" shall include, but is not limited to the following:

- a. Proof of having advertised for bids, where appropriate, in minority publications, trade newspapers/notices and magazines, trade and union publications, and publications of general circulation in Nassau County and surrounding areas or having verbally solicited M/WBEs whom the County Contractor reasonably believed might have the qualifications to do the work. A copy of the advertisement, if used, shall be included to demonstrate that it contained language indicating that the County Contractor welcomed bids and quotes from M/WBE Subcontractors. In addition, proof of the date(s) any such advertisements appeared must be included in the Best Effort Documentation. If verbal solicitation is used, a County Contractor's affidavit with a notary's signature and stamp shall be required as part of the documentation.
- b. Proof of having provided reasonable time for M/WBE Subcontractors to respond to bid opportunities according to industry norms and standards. A chart outlining the schedule/time frame used to obtain bids from M/WBEs is suggested to be included with the Best Effort Documentation.
- c. Proof or affidavit of follow-up of telephone calls with potential M/WBE subcontractors encouraging their participation. Telephone logs indicating such action can be included with the Best Effort Documentation.
- d. Proof or affidavit that M/WBE Subcontractors were allowed to review bid specifications, blue prints and all other bid/RFP related items at no charge to the M/WBEs, other than reasonable documentation costs incurred by the County Contractor that are passed onto the M/WBE.
- e. Proof or affidavit that sufficient time prior to making award was allowed for M/WBEs to participate effectively, to the extent practicable given the timeframe of the County Contract.
- f. Proof or affidavit that negotiations were held in Best Efforts with interested M/WBEs, and that M/WBEs were not rejected as unqualified or unacceptable without sound business reasons based on (1) a thorough investigation of M/WBE qualifications and capabilities reviewed against industry custom and standards and (2) cost of performance. The basis for rejecting any M/WBE deemed unqualified by the County Contractor shall be included in the Best Effort Documentation.
- g. If an M/WBE is rejected based on cost, the County Contractor must submit a list of all sub-bidders for each item of work solicited and their bid prices for the work.
- h. The conditions of performance expected of Subcontractors by the County Contractor must also be included with the Best Effort Documentation.
- i. County Contractors may include any other type of documentation they feel necessary to further demonstrate their Best Efforts regarding their bid documents.

As used in this Appendix EE the term "Executive Director" shall mean the Executive Director of the Nassau County Office of Minority Affairs; provided, however, that Executive Director shall include a designee of the Executive Director except in the case of final determinations issued pursuant to Section (a) through (l) of these rules.

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As used in this Appendix EE the term "Subcontract" shall mean an agreement consisting of part or parts of the contracted work of the County Contractor.

As used in this Appendix EE, the term "Subcontractor" shall mean a person or firm who performs part or parts of the contracted work of a prime contractor providing services, including construction services, to the County pursuant to a county contract. Subcontractor shall include a person or firm that provides labor, professional or other services, materials or supplies to a prime contractor that are necessary for the prime contractor to fulfill its obligations to provide services to the County pursuant to a county contract. Subcontractor shall not include a supplier of materials to a contractor who has contracted to provide goods but no services to the County, nor a supplier of incidental materials to a contractor, such as office supplies, tools and other items of nominal cost that are utilized in the performance of a service contract.

Provisions requiring contractors to retain or submit documentation of best efforts to utilize certified subcontractors and requiring Department head approval prior to subcontracting shall not apply to inter-governmental agreements. In addition, the tracking of expenditures of County dollars by not-for-profit corporations, other municipalities, States, or the federal government is not required.

Prohibition of Gifts. In accordance with County Executive Order 2-2018, the Contractor shall not offer, give, or agree to give anything of value to any County employee, agent, consultant, construction manager, or other person or firm representing the County (a "County Representative"), including members of a County Representative's immediate family, in connection with the performance by such County Representative of duties involving transactions with the Contractor on behalf of the County, whether such duties are related to this Agreement or any other County contract or matter. As used herein, "anything of value" shall include, but not be limited to, meals, holiday gifts, holiday baskets, gift cards, tickets to golf outings, tickets to sporting events, currency of any kind, or any other gifts, gratuities, favorable opportunities or preferences. For purposes of this subsection, an immediate family member shall include a spouse, child, parent, or sibling. The Contractor shall include the provisions of this subsection in each subcontract entered into under this Agreement.

Disclosure of Conflicts of Interest. In accordance with County Executive Order 2-2018, the Contractor has disclosed as part of its response to the County's Business History Form, or other disclosure form(s), any and all instances where the Contractor employs any spouse, child, or parent of a County employee of the agency or department that contracted or procured the goods and/or services described under this Agreement. The Contractor shall have a continuing obligation, as circumstances arise, to update this disclosure throughout the term of this Agreement.

Vendor Code of Ethics. By executing this Agreement, the Contractor hereby certifies and covenants that:

- 1) The Contractor has been provided a copy of the Nassau County Vendor Code of Ethics issued on June 5, 2019, as may be amended from time to time (the "Vendor Code of Ethics"), and will comply with all of its provisions;
- 2) All of the Contractor's Participating Employees, as such term is defined in the Vendor Code of Ethics (the "Participating Employees"), have been provided a copy of the Vendor Code of Ethics prior to their participation in the underlying procurement;
- 3) All Participating Employees have completed the acknowledgement required by the Vendor Code of Ethics;
- 4) The Contractor will retain all of the signed Participating Employee acknowledgements for the period it is required to retain other records pertinent under this Agreement;
- 5) The Contractor will continue to distribute the Vendor Code of Ethics, obtain signed Participating Employee acknowledgements as new Participating Employees are added or changed during the term of this Agreement, and retain such signed acknowledgements for the period the Contractor is required to retain other records pertinent to performance under this Agreement; and
- 6) The Contractor has obtained the certifications required by the Vendor Code of Ethics from any subcontractors or other lower tier participants who have participated in procurements for work under this Agreement.

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Sr. Director, Commercial Operations

TITLE

INDEMNIFICATION:

Contractor agrees to indemnify and hold harmless defend County and its agents, officers and employees, from and against any third-party claims related to bodily injury or damage to personal property which County may suffer solely as a result of (i) a defect in workmanship or design of the Products or (ii) the gross negligence or willful misconduct or violation of applicable law by Bidder, its employees and authorized agents in their performance under this Agreement. This indemnification does not apply to liability and/or damages arising from: (a) the negligence of any person other than an employee or agent of Bidder; (b) the failure of any person other than an employee or agent of Bidder to follow and labeling, manuals and/or instructions for use of the Product; or (c) the use of any product not purchased from Bidder, or Product that has been modified, altered, reprocessed, or repaired by any person other than an employee or agent of Bidder, and all losses, costs, expenses (including attorneys' fees and disbursements), damages and liabilities, arising out of or in connection with any acts or omissions of Contractor, its officers, agents or employees, provided, however, that Contractor shall not be responsible for that portion, if any, of a loss that is caused by the negligence of the County; and provided, further, that Contractor shall not be liable for consequential, indirect or special damages. Contractor shall, at County's demand and at County's direction, defend at its own risk and expense any and all suits, actions or legal proceedings which may be brought against County, its agents, officers or employees in connection with a loss for which Contractor is responsible under this paragraph.

DEFINITIONS:

- The term "County" as used herein, shall be deemed as reference to the County of Nassau, State of New York.
- The term "Contractor" as used herein, shall be deemed as reference to the successful bidder, vendor, proprietor, partnership, or corporation receiving an award to perform any or all of the services specified herein in accordance with the terms of this agreement.
- The term "agency" as used herein, shall be deemed as the department, division, bureau, office, agency or other Nassau County establishment authorized to receive the service specified herein.
- The term "Director" as used herein, shall be deemed as reference to the Director of the Office of Purchasing.
- The term "Blanket Order" as used herein, shall be deemed as the multiple use pricing agreement as a result of this bid.
- The term "Purchase Order" as used herein, shall be deemed as the single use pricing agreement as a result of this bid.
- The term "complete" as written in this bid must include all equipment, delivery and installation of same in its entirety, as listed in the contract documents, and is to include all supervision, labor, materials, plant equipment, transportation, testing, (if required) incidentals, and other facilities as necessary and/or required to execute all the work as herein specified, or as incidentally required to provide a complete operating installation.

NOTE: INSERT FEDERAL IDENTIFICATION NUMBER IN SPACE PROVIDED ON PAGE 1.

M/WBE, SDVOB and DBE Participation: The County encourages the participation of certified Service-Disabled Veteran-Owned Businesses ("SDVOB"), Minority or Women-Owned Business Enterprises ("M/WBE"), and Disadvantaged Business Enterprises ("DBE") in the bidding process. A Contractor that is certified by New York State or the County as a SDVOB, M/WBE, and/or DBE should include this information in their bid. For more information regarding the County's SDVOB, M/WBE, or DBE programs, please visit the Nassau County Office of Minority Affairs website

IMPORTANT

PRICE MUST BE INSERTED WITH TYPEWRITER OR INK. BIDS MUST BE SIGNED IN INK. TO ASSURE OFFER REACHING IN TIME, **YOU ARE URGED TO MAIL YOUR FORMAL SEALED BID EARLY. THIS FORMAL SEALED BID MUST REACH OUR OFFICE BY 11:00 A.M.** LATE FORMAL SEALED BIDS WILL NOT BE ACCEPTED.

1
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BIDDER SIGN HERE *Rachyn E. Janicki*

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TITLE

REQUIRED VENDOR DISCLOSURE FORMS

Prior to the bid opening, the following disclosure forms (the "Disclosure Forms") must be submitted in the Nassau County Vendor Portal at

https://apex5.nassaucountyny.gov/ords/f?p=312:LOGIN_DESKTOP:3445712403627:

- a. A duly completed and verified Business History Form, together with a current certified or verified financial statement and/or other commercially reliable written evidence of the bidder's credit, financial standing and capacity to perform in accordance with the terms of the Contract.
- b. All officers, and any individuals who hold a ten percent (10%) or greater ownership interest in the bidder, shall complete and verify the Principal Questionnaire.
- c. The County of Nassau Consultant's, Contractor's and Vendor's Disclosure Form
- d. Additionally, if the bidder utilizes the services of any individual or organization for the purposes of conducting lobbying activities and is awarded the contract, the successful proposer will be required to provide a copy of the Lobbyist Registration and Disclosure Form, completed and verified by that individual/organization.

PLEASE NOTE:

- If a bidder has previously submitted the Disclosure Forms in the Nassau County Vendor Portal, the bidder must ensure that the forms on file in the Portal are current, accurate, and have been recertified within three (3) months prior to the bid opening date. The bidder must also ensure that their response to question 7, and its subparts, on the Consultant's, Contractor's, and Vendor's Disclosure Form is provided in relation to the specific solicitation under consideration.

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TITLE

REQUESTS FOR INFORMATION OR CLARIFICATION

Before bidding, bidders must examine all of the Contract documents, including the specifications, any drawings, and all instructions. If the bidder finds any inconsistency, ambiguity, omission or error in the specifications, drawings, instructions or any other Contract document, or if the bidder is in doubt as to the meaning of any term or condition of the Contract, the bidder must promptly so notify the **Office of Purchasing** in writing prior to the bid opening. The failure of the bidder to notify the **Office of Purchasing**, prior to the bid opening of any inconsistency, ambiguity, omission or error that the bidder actually found, or that should have been discovered by a reasonably prudent bidder, will preclude and negate acceptance of the bidder's claim.

If the **Office of Purchasing** receives a notification from a bidder of a differing site condition or an inconsistency, ambiguity, omission or error in the Contract documents, the **Office of Purchasing** will, as it deems necessary or desirable, issue a written interpretation or correction to the Contract documents as an amendment to the Contract documents. Any such amendment will be made available electronically to each person that received a copy of the Contract documents as reflected in the records of the **Office of Purchasing**, and any such amendment will also be available at the place where the Contract documents are available for inspection by prospective bidders.

Upon such mailing or delivery, such amendment shall become part of the Contract documents and shall be binding on all bidders, whether or not they have had actual notice of such addendum.

Please note that all bidder requests for information or clarification must be received by the Authority at least 72 hours prior to the bid opening. Any bidder requests for information or issues with the contract documents presented after that time may not be addressed by the Office of Purchasing.

Ordinance # 153-2018

Pursuant to Ordinance # 153-2018, a bidder that is awarded a contract under this bid is required to pay the County an administrative service charge in accordance with the following schedule:

<u>Value of Contract</u>	<u>Administrative Fee</u>
\$0-\$10,000	\$0
Over \$10,000-\$50,000	\$160
Over \$50,000-\$100,000	\$266
Over \$100,000	\$533

After an award, the successful bidder(s) will be notified by the Director of Shared Services, or their designee, when payment of the administrative charge is due. Please note, if you are a religious, charitable, nonprofit, or not-for-profit organization, please include this information in your bid for consideration by the Director of the Shared Services to waive the fee.

Ordinance # 72-2014

The bidder declares that they are a registered vendor with the County. All registered vendors must pay a Two Hundred Seventy-Five Dollar (\$275.00) per contract fee to register Blanket contracts on the County's procurement website, as required under Ordinance # 72-2014.

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INTENT

SCOPE: It is the INTENT of the County of Nassau to properly describe by these specifications, terms and conditions an adequate method of providing CARDIOVASCULAR INSTRUMENTS for the agency or agencies named herein in order that they may enjoy uninterrupted service in consideration for payment of the price bid.

AWARD: Award, if any, will be made to the lowest responsible bidder, who in the opinion of the Director of Purchasing, meets the specifications and qualifications stated herein. The Director of Purchasing reserves the right to make an award be items, groups, or classes of items or as a whole. Awards will be made in accordance with the terms and conditions attached hereto and made part hereof.

PURPOSE: The purpose of this bid is to establish a price structure on which items and/or services listed herein will be purchased at once by Purchase Order.

DELIVERY: Bidders are required to state guaranteed delivery date in terms of days after receipt of order in the space provided below and on page one. ~~Bidders are cautioned to post realistic delivery dates. Guaranteed delivery dates will be strictly enforced. Must be made within 15 days A/R/O unless stated otherwise below:~~

Delivery to be made Within forty five (45) **Days A/R/O.**

Delivery shall be made **ONLY** upon receipt of a Purchase Order, or in the case of a Blanket Order, upon receipt of a Direct Purchase Order(s) from a using agency authorized to use the Blanket Order which will be issued to the successful bidder. Purchase Order and Direct Purchase Order shall indicate the destination address. Inside delivery is required on all deliveries.

Bidders agree that all orders shall be effective and binding upon the contractor when PLACED IN THE MAIL addressed to the Contractor at the address shown on the Blanket Order/Purchase Order PRIOR TO MIDNIGHT OF THE FINAL DAY OF CONTRACT.

BILLING: Shall be made on County claim forms or Certified Invoices to the individual using County Agency upon completion of deliveries made against applicable Purchase Order(s) or Direct Purchase Order(s).

NO PARTIAL PAYMENTS WILL BE PAID.

*****VENDOR CLAIM CERTIFICATION*****

IF A CLAIM VOUCHER IS NOT BEING SUBMITTED, THE FOLLOWING CERTIFICATION **MUST** APPEAR ON THE INVOICE:

I HEREBY CERTIFY THAT ALL ITEMS OR SERVICES WERE DELIVERED OR RENDERED AS SET FORTH IN THIS CLAIM; THAT THE PRICES CHARGED ARE IN ACCORDANCE WITH REFERENCED PURCHASE ORDER, DIRECT PURCHASE ORDER OR CONTRACT, THAT THE CLAIM IS JUST, TRUE AND CORRECT; THAT THE BALANCE STATED HEREIN IS ACTUALLY DUE AND OWING AND HAS NOT BEEN PREVIOUSLY CLAIMED; THAT NO TAXES FROM WHICH THE COUNTY IS EXEMPT ARE INCLUDED; AND THAT ANY AMOUNTS CLAIMED FOR DISBURSEMENTS HAVE ACTUALLY AND NECESSARILY BEEN MADE.

_____ CLAIMANT NAME	_____ DATE
_____ BY (SIGNATURE)	_____ TITLE

CLAIM VOUCHERS AND CERTIFIED INVOICES NOT PROPERLY COMPLETED WILL BE RETURNED TO YOU UNPAID*

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Rachana E. Janakie

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TITLE

TOTAL CONSUMPTION: Total consumption of order awarded may be PLUS/MINUS those quantities without any price change.

INSPECTION: Bidders should be aware of Inspection and Delivery requirements as stipulated.

PRICE DISCREPANCY: In the event of a discrepancy between the unit price and the extension price, the unit price will govern.

RETENTION OF BID: Vendor is required to make a copy of his completed bid document and applicable attachments. Any purchase orders issued against this bid will refer to the bid and attachments to designate items awarded.

METHOD OF BIDDING: Please submit unit price in the appropriate column.

ADDITIONAL BIDS: The County reserves the right, for any un-contemplated additional requirements of extraordinary quantities of particular items to call for new bids, therefore, whenever in the opinion of the Director of the Office of Purchase it is in the best interests of the County of Nassau to do so.

TAX PROVISION: Purchases made by the County of Nassau are not subject to State, Local Sales Taxes or Federal Excise Taxes. Federal Exemption #A-109538 State Exemption #EX 7213062C. The County of Nassau is not subject to any Existing "Fair Trade Agreements" and bidders should be governed accordingly.

SPECIFICATIONS: Submit complete specifications and illustrations of products offered with the bid. Acceptance of a bid and designation of a manufacturer's catalog description, brand name or number in any Purchase or Blanket Order resulting therefrom shall not be construed as qualification of the specifications of this bid or relief therefrom, except as specifically stated in the Purchase or Blanket Order.

PRODUCT IDENTIFICATION: If a product(s) is identified by a BRAND NAME, a substitute of equal quality, construction, finish, composition, size, workmanship and performance characteristics may be acceptable. In submitting a bid, each bidder warrants that the substitute product being offered is an equal. Bid sheets shall be so noted of the manufacturer's name and brand of the product offered as an equal. If as a result of an award, a delivery is made of a brand or product represented as an equal which is subsequently deemed to be unacceptable, the Contractor shall be required, at his expense, to pick up the rejected item and replace it with brand(s) listed in this bid, or an acceptable equal which will have the approval of the Director.

PROTECTION FROM CLAIM AGAINST "OR EQUAL": In the event of any claim by any unsuccessful bidder concerning or relating to the issue of "equal or better" or "or equal", the successful bidder agrees, at his own cost and expense, to defend such claims or claims and agrees to hold the County of Nassau free and harmless from any and all claims for loss or damage arising out of this transaction for any reason whatsoever.

EQUIVALENT BIDS: Bidders may offer a product of the same capability, but of different manufacture and model than that specified in this bid. The use of the name of a manufacturer, brand, make or catalog designation is specifying items described herein does not restrict or preclude bidders from offering equivalent or better product bids. Such a designation is used only to indicate the character, quality and minimum performance desired. Equal or better product bids are permissible. A bidder submitting an equal or better product shall, at his own cost and expense be responsible for submitting proof and/or a demonstration of equivalence, compatibility and performance. However, acceptance of an equivalent product shall be strictly at the discretion of the Director. Any omission of the term "or equal" in any specific bid item listing should be disregarded by the bidder. All bidders shall have an absolute right to submit "equivalent" bids notwithstanding any other provision of the bid specifications.

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TITLE

WARRANTY: ANY WARRANTIES PROVIDED BY COMPANY WITH RESPECT TO A GIVEN PRODUCT ARE AS DESCRIBED IN THE LABELING ACCOMPANYING UNITS OF THAT PRODUCT ON PURCHASE. COMPANY HEREBY EXPRESSLY DISCLAIMS ANY AND ALL EXPRESS OR IMPLIED WARRANTIES REGARDING THE PRODUCTS INCLUDING, BUT NOT LIMITED TO, MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE. The successful bidder warrants the equipment furnished and all associated equipment against any defects in design, workmanship and materials against failure to operate satisfactorily for one (1) year from the date of acceptance by the using department and/or agency of the equipment, other than defects or failure shown by the Contractor that have arisen solely from accident or abuse occurring after delivery to the Nassau County agency. Contractor agrees to replace any parts, which in the opinion of the user, shall fail from the above reasons.

IMPORTANT NOTES: If a company policy or trade practice requires a different warranty period, the bidder may so state without fear of disqualifications. However, the bidder is cautioned that the length of warranty may, in some cases, be a deciding factor in making an award.

Equipment furnished hereunder shall meet the standards set forth in the Occupational Safety and Health Act of 1970.

BIDDER SHALL STATE WARRANTY

PERIOD: 1 year from date of delivery

NOTE: All warranties take effect only upon written acceptance of equipment by using agency and shall run full term from that point.

BIDDER SHALL INDICATE COST AND TERM OF ANY EXTENDED WARRANTY OPTION, IF AVAILABLE:

Service plan costs available upon request.

NO REDUCTION IN PRICES: If an award is made, the Contractor agrees, should prices be reduced to the general trade during the requirement period, the County shall receive the benefit of such reduction immediately upon effect. It shall be incumbent upon the Contractor to notify the Purchasing Department of such price reductions. No reduction in Prices.

NON-ASSIGNMENT: In accordance with Section 138 of the State Finance Law, the contract may not be assigned by the Contractor or its right, title or interest therein assigned, transferred, conveyed, sublet or otherwise disposed of without the previous consent, in writing, of Nassau County and any attempts to assign the contract without the County's written consent are null and void.

PRICE PROTECTION: Bidders are required to state period of price protection (in terms of days) after the bid opening.

STATE PRICE PROTECTION PERIOD: 90 **DAYS AFTER BID OPENING**

EXTENSION OF PRICE: It is anticipated that additional quantities of items specified herein may be required in the ensuing year. According, the County of Nassau requests that the prices bid be protected and be available to the County of Nassau for one (1) year from the date of the award. Economic conditions may not permit the price protection for an entire year. Bidders are requested to state the period for which bid prices will be applicable to potential additional orders.
180 days.

PRODUCT LIABILITY INSURANCE: The successful bidder agrees to obtain from an insurance company authorized to do business in the State of New York, and keep in force during the term of an agreement, a policy of Product Liability Insurance, including foreign

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BIDDER SIGN HERE

Kathryn E. Janecke
BIDDER

Sr. Director, Commercial Operations

TITLE

OFFICE OF PURCHASING
COUNTY OF NASSAU STATE OF NEW YORK

FORMAL SEALED BID PROPOSAL
46514-04076-056

objects, with a combined minimum single limit of one million dollars (\$1,000,000.00) for each occurrence, at the Contractor's sole cost and expense, and shall furnish a certificate showing evidence of current coverage. Evidence of insurance may be required prior to Notice of Award or issuance of a Purchase Order.

INSURANCE AND WORKERS COMPENSATION: ~~The successful bidder agrees to obtain from an insurance company, authorized to do business in the State of New York, and keep in force during the term of any agreement, a policy of Comprehensive and General Liability Insurance naming the Contractor as an insured, and naming the County of Nassau as an additional insured, including but not limited to the torts and negligence of Contractor's personnel, with a combined minimum single limit of three million dollars (\$3,000,000.00) for bodily injury and property damage for any one occurrence at the Contractor's sole cost and expense. Evidence of insurance may be required prior to Notice of Award or issuance of a Purchase Order.~~ The successful bidder agrees to obtain from an insurance company, authorized to do business in the State of New York, and keep in force during the term of the agreement, a policy of Commercial General Liability Insurance, including coverage for Products and Completed Operations liability, naming the Contractor as an insured, and including the County of Nassau as an additional insured with respect to County's vicarious liability which occurs as a result of Contractor's performance under the agreement, including but not limited to the torts of negligence of Contractor's personnel, with a combined single limit of three million dollars (\$3,000,000.00) for bodily injury and property damage for any one occurrence, three million dollars (\$3,000,000.00) general aggregate and three million dollars (\$3,000,000.00) products and completed operations aggregate, at the Contractor's sole cost and expense. Notwithstanding any other insurance requirements within the agreement to the contrary, to the extent allowed by applicable law or regulation, Contractor shall be permitted to comply with these insurance requirements through a program of self-insurance. Evidence of insurance may be required prior to Notice of Award or issuance of a Purchase Order.
The Contractor shall comply with all provisions of the Workers' Compensation Law and shall furnish a certificate showing evidence of current coverage.

NEW YORK STATE PRICES: Bidders must represent and warrant that if they are under contract with New York State for items specified herein, that the price quoted to the County is not higher than the price per unit quoted to New York State for like quantities.

VENDOR RESPONSIBILITY CRITERIA: The Director of Purchasing reserves the right before making an award to make investigations as to whether or not the qualifications, services, facilities or items offered by the bidder meet the requirements set forth herein and are ample and sufficient to ensure the proper performance in the event of an award. The bidder must be prepared, if requested by the Director of Purchasing, to present evidence of experience, ability, financial standing, as well as a statement as to plant, machinery, trained personnel and capacity for the rendition of the service on which the vendor is bidding. Upon request of the Director, the successful bidder shall file certification from the manufacturer relative to authorization, delivery, service and guarantees. If it is found that the conditions of the bid are not complied with or that the services or equipment proposed to be furnished do not meet the requirements called for, or that the qualifications, financial standing, or facilities are not satisfactory, the Director may reject such bids. It is distinctly understood, however, that nothing in the forgoing shall mean or imply that it is obligatory upon the Director to make any examinations before an award; and it is further understood that, if such examination is made, it in no way relieves the bidder from fulfilling all requirements and conditions of the bid.

Pursuant to State Finance Law §§139-j and 139-k, this Bid includes and imposes certain restrictions on communications between a Governmental Entity and an Offeror/bidder during the procurement process. An Offeror is restricted from making contacts from the earliest posting, on a Governmental Entity's website, in a newspaper of general circulation, or in the procurement opportunities newsletter in accordance with article four-C of the economic development law of written notice, advertisement or solicitation of a request for proposal, invitation for bids, or solicitation of proposals, or any other method provided for by law or regulation for soliciting a response from Offerors intending to result in a Procurement Contract with a Governmental Entity through final award and approval of the Procurement Contract by the Governmental Entity and, if applicable, the Office of the State Comptroller ("Restricted Period") to other than the Designated Contacts for the Governmental Procurement unless it is a Contact that is included among certain statutory exceptions set forth in State Finance Law §139-j(3)(a). The Designated Contact(s) for this Governmental Procurement, as of the date hereof, are identified on the first page of this solicitation. County employees also are required to obtain certain information when

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BIDDER SIGN HERE *Rachynne E. Janice*

BIDDER

Sr. Director, Commercial Operations

TITLE

**OFFICE OF PURCHASING
COUNTY OF NASSAU STATE OF NEW YORK**

**FORMAL SEALED BID PROPOSAL
46514-04076-056**

Contacted during the Restricted Period and make a determination of the responsibility of the Offeror pursuant to these two statutes. Certain findings of non-responsibility can result in rejection for contract award and in the event of two findings within a 4-year period, the Offeror is debarred from obtaining governmental Procurement Contracts. Further information about these requirements can be found on the County's website. All questions or concerns regarding this Bid must be directed to the designated contact person named on the first page of the bid.

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BIDDER SIGN HERE

Kathryn E. Janicko
BIDDER

Sr. Director, Commercial Operations

TITLE

**OFFEROR'S AFFIRMATION OF
UNDERSTANDING OF AND AGREEMENT
PURSUANT TO STATE FINANCE LAW
§139-j(3) and §139-j(6)(b)**

Offeror Certification:

Offeror affirms that it understands and agrees to comply with the procedures of the Government Entity relative to permissible
Contracts as required by State Finance Law §139-j(3) and §139-j(6)(b).

Date:

4/1/2026

Signature:

Kathryn E. Janecke

Name:

Kathryn Janecke

Title:

Sr. Director, Commercial Operations

Contractor Name:

Stryker Sales, LLC

Contractor Address:

11811 Willows Rd NE, Redmond, WA 98052

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BIDDER SIGN HERE Kathryn E. Janecke

BIDDER

Sr. Director, Commercial Operations
TITLE

NON-COLLUSIVE BIDDING CERTIFICATION REQUIRED BY SECTION 139-D OF THE STATE FINANCE LAW

BY SUBMISSION OF THIS BID, BIDDER AND EACH PERSON SIGNING ON BEHALF OF BIDDER CERTIFIES, AND IN THE CASE OF A JOINT BID, EACH PARTY THERETO CERTIFIES AS TO ITS OWN ORGANIZATION, UNDER PENALTY OR PERJURY, THAT TO THE BEST OF HIS/HER KNOWLEDGE AND BELIEF:

- [1] The prices of this bid have been arrived at independently, without collusion, consultation, communication, or agreement for the purposes of restricting competition, as to any matter relating to such prices with any other Bidder or with any competitor;
- [2] Unless otherwise required by law, the prices which have been quoted in this bid have not been knowingly disclosed by the Bidder and will not knowingly be disclosed by the Bidder prior to opening, directly or indirectly, to any other Bidder or to any competitor; and
- [3] No attempt has been made or will be made by the Bidder to induce any other person, partnership or corporation to submit or not to submit a bid for the purpose of restricting competition.

A BID SHALL NOT BE CONSIDERED FOR AWARD NOR SHALL ANY AWARD BE MADE WITH [1], [2], [3] ABOVE HAVE NOT BEEN COMPLETE WITH; PROVIDED HOWEVER, THAT IF IN ANY CASE THE BIDDER(S) CANNOT MAKE THE FOREGOING CERTIFICATION, THE BIDDER SHALL SO STATE AND SHALL FURNISH BELOW A SIGNED STATEMENT WHICH SETS FORTH IN DETAIL THE REASONS THEREFORE:

[AFFIX ADDENDUM TO THIS PAGE IF SPACE IS REQUIRED FOR STATEMENT]

Subscribed to under penalty of perjury under the laws of the State of New York,

this 1st day of April, 2025 as the act and deed of said Corporation or Partnership.

Identifying Data:

Potential Contractor:
Stryker Sales, LLC

Address:
11811

Street:
Willows Rd NE

City, Town, etc:
Redmond, WA 98052

Telephone: (800) 442-1142 Title: Sr. Director, Commercial Operations

If applicable, responsible Corporate Officer

Name Kathryn Janecke Title Sr. Director, Commercial Operations

Signature: Kathryn E. Janecke

Sign Here

FAILURE TO COMPLETE THIS FORM AND SIGN IN APPROPRIATE PLACE MAY RESULT IN REJECTION OF THE BID.

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BIDDER SIGN HERE Kathryn E. Janecke BIDDER

Sr. Director, Commercial Operations
TITLE

GENERAL INSTRUCTIONS: All bidders must adhere to the following conditions:

As per New York State Municipal Law 103, no exception can be taken to any material term and/or condition of this bid with the exception of any warranties as presented in this bid for the specific commodity or service required.

Any language in any proposal or document submitted by a bidder as part of their bid that is accepted by the County of Nassau cannot be in conflict with any material term and/or condition relevant to this bid with the exception of any warranties or the specifications of the commodity of service required by this bid. If there is any conflict between the bidder's terms and conditions and the terms and conditions of this bid, the terms and conditions of this bid shall govern.

Bidders must insert **FEDERAL IDENTIFICATION NUMBER** in the space provided on page one of this bid.

Late Formal Sealed Bids will NOT be accepted. Bidders are urged to mail bids early to assure delivery on time. Bids must be received by 11:00 A.M. on the bid opening date.

Prices **MUST** be inserted with **TYPEWRITER OR INK**. Entries with **WHITE OUT, CROSS-OUTS OR LIFT-OFF TAPE** **MUST** BE INITIALED or that entry will be disqualified.

Bidders should submit bid with unit price in the appropriate column on bid pages or forms attached hereto. In the event of a discrepancy between the unit price and the extension, the unit price shall govern. Bidders shall submit one (1) original bid document and all applicable attachments. Any order issued against this bid will refer to the bid and attachments to designate items awarded. Bidders agree that all, Direct Purchase Orders and/or Purchase Orders shall be effective and binding upon the Contractor when placed in the mail, addressed to the Contractor at the address shown on the Direct Purchase Order or the Purchase Order.

Bidders **MUST** state manufacturer's name and catalog number of each item bid.

ABSOLUTELY NO MINIMUM ORDERS shall be applied to this bid.

Purchases made by Nassau County are not subject to State or Local Sales Tax or Federal Excise Taxes.

Federal Exemption Number: A-109538 **State Exemption Number: EX 7213062C**

Inside (receiving dock) delivery is required on all orders.

The rights and obligations of the parties under this agreement shall be governed by the laws of the State of New York.

Bids are hereby solicited for the commodities and/or services specified herein which are to be delivered and/or performed at the locations indicated, and in strict accordance with all specifications, terms and conditions attached hereto and made part hereof.

Bid document must be signed by proprietor, partner or corporate officer.

The clauses contained in these bid forms set forth the wishes of the County of Nassau in regard to the purchase and/or services required. However, the Director reserves the right to waive irregularities, omissions, or other technical defects if, in its judgment, the best interest of the County of Nassau will be served accordingly.

Bidders may take exception to paragraphs of the bid under a separate cover letter to be attached to this bid, indicating the specific bid page, paragraph and the exception(s). In any event, the decision of the Director will be final.

Qualification statement **MUST BE COMPLETED** and submitted with bid. See page 4 for further details

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BIDDER SIGN HERE

Rachynne E. Jancke

BIDDER

Sr. Director, Commercial Operations

TITLE

IMPORTANT NOTE: The Director reserves the right to accept or reject any and all bids, or separable portions of offers, and waive technicalities, irregularities, and omissions if the Director determines the best interests of the County of Nassau will be served. The Director, in his sole discretion, may accept or reject illegible, incomplete or vague bids and his decision shall be final. A conditional or revocable bid which clearly communicates the terms or limitations of acceptance may be considered and contract award may be made in compliance with the bidder's conditional or revocable terms in the offer. Prior to award, the Director reserves the right to seek clarifications, request bid revisions, or to request any information deemed necessary for proper evaluation of bids from all bidders deemed to be eligible for contract award. Failure to provide requested information may result in rejection of the bid.

EVALUATION:

The Director of the Office of Purchasing (hereinafter known as the Director) reserves the right before making award to make investigations as to whether or not the items, qualifications, services or facilities offered by the Bidder meet the requirements set forth herein and are ample and sufficient to insure the proper performance in the event of an award. The Bidder must be prepared, if requested by the Director, to present evidence of experience, ability and financial standing, as well as a statement as to plant, machinery, trained personnel and capacity for the rendition of the service on which he is bidding. Upon request of the Director of Purchasing, successful bidder shall file certification from the manufacturer relative to authorization, delivery, service and guarantees. If it is found that the conditions of the bids are not complied with or that the services or equipment proposed to be furnished do not meet the requirements called for, or that the qualifications, financial standing or facilities are not satisfactory, the Director may reject such bids. It is distinctly understood, however, that nothing in the foregoing shall mean or imply that it is obligatory upon the Director to make any examinations before award; and it is further understood that, if such examination is made, it in no way relieves the Bidder from fulfilling all requirements and conditions of the bid.

Contractor shall retain complete and accurate records and documents related to this Agreement for six (6) years following the later of termination or final payment. Such records shall at all times be available for audit and inspection by the County.

Governing Law – Consent to Jurisdiction and Venue; Governing Law. Unless otherwise specified in this Agreement or required by Law, exclusive original jurisdiction for all claims or actions with respect to this Agreement shall be in the Supreme Court in Nassau County in New York State and the parties expressly waive any objections to the same on any grounds, including venue and forum non conveniens. This Agreement is intended as a contract under, and shall be governed and construed in accordance with, the Laws of New York State, without regard to the conflict of laws provisions thereof.

**PLEASE FILL OUT ALL DISCLOSURE FORMS IN THE NASSAU COUNTY PORTAL
PRIOR TO BID OPENING**

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BIDDER SIGN HERE Kathryn E. Janeske

BIDDER

Sr. Director, Commercial Operations
TITLE

SPECIFICATIONS

Item #	Qty.	Unit	Description	Unit Price	Total Price
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01	50	EACH.			
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MANUFACTURED BY ZOLL

ITEM# 8116-11-41-23101-10-USA

ZENIX MONITOR/DEFIBRILLATOR, EMS, FIRE CONFIGURATION 12-LEAD, PACING,
SPO2, SPCO, ETCO2, NIBP, REAL BVM HELP, REAL CPR HELP

INCLUDES:

SUREPOWER 4 BATTERY, ZENIX POWER CORD (NA), ZENIX MFC CABLE, ZENIX
12-LEAD ECG CABLE (AAMI), MASIMO RD RAINBOW SET PATIENT CABLE (4 FT,
EMS), ZENIX AC-DC EXTERNAL POWER SUPPLY, ZENIX ACCUVENT Z-LINK CABLE,
ZENIX NIBP PATIENT HOSE, ZENIX NIBP CUFF (REUSABLE, ADULT PLUS), ZENIX
Z-FOLD PAPER, ZENIX MFC SELF TEST PLUG KIT,

ONE (1)-YEAR EMS WARRANTY.

INCLUDES TRADE-IN CREDIT FOR MRX UNITS

Substitute: 70335-000042 Stryker LIFEPAK 35 - LP35,EN-US,MAS-SP/CO,MED-CO2,SUN-NIBP,12L,WIFI/
CELL/LN/CPRIN,STD,BT

				\$ 50,559.61	\$ 2,527,980.50
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02	50	EACH.	Substitute: 11335-000001 Stryker LIFEPAK FLEX Lithium-Ion Battery		
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ZOLL ZENIX SUREPOWER 4 BATTERY
MFR: ZOLL

				\$ 312.00	\$ 31,200.00
--	--	--	--	-----------	--------------

03	20	EACH.	Substitute: 11140-000102 Stryker LIFEPAK FLEX Battery Charger		
----	----	-------	---	--	--

ZOLL ZENIX SUREPOWER 4 CHARGER ADAPTER
MFR: ZOLL

				\$ 936.00	\$ 46,800.00
--	--	--	--	-----------	--------------

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BIDDER SIGN HERE Kathryn E. Janeske BIDDER

Sr. Director, Commercial Operations
TITLE

OFFICE OF PURCHASING
COUNTY OF NASSAU STATE OF NEW YORK

FORMAL SEALED BID PROPOSAL
46514-04076-056

Item #	Qty.	Unit	Description	Unit Price	Total Price
04	5	EACH.	Substitute: 11330-000026 Stryker LP35 Docking Station SUREPOWER CHARGING STATION 4 CHARGING BAYS, MULTIPLE CHEMISTRY COMPATIBLE, 200-WATT CAPACITY, GRAPHIC DRIVEN USER INTERFACE, RS-232 COMMUNICATION PORT, STANDARD ONE (1) YEAR WARRANTY MFR: ZOLL	\$ 998.40	\$ 49,920.00
05	50	EACH.	Substitute: 11160-000015 Reusable Cuff, Adult, 26-35 cm ZOLL ZENIX NIBP CUFF, LARGE ADULT PLUS MFR: ZOLL	\$ 13.20	\$ 660.00
06	50	EACH.	Substitute: 11160-000021 Reusable Cuff, Small, Adult, 18-26 cm ZOLL ZENIX NIBP CUFF, SMALL ADULT PLUS MFR: ZOLL	\$ 12.60	\$ 630.00
07	50	EACH.	Substitute: 11160-000013 Reusable Cuff, Pediatric, 13-20 cm ZOLL ZENIX NIBP CUFF, CHILD MFR: ZOLL	\$ 11.10	\$ 555.00
08	50	EACH.	MASIMO RD SET REUSABLE SPO2 SENSOR, ADULT, 3 FT MFR: MASIMO	\$ 130.50	\$ 9,787.50

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FORMAL SEALED BID PROPOSAL
46514-04076-056

Item #	Qty.	Unit	Description	Unit Price	Total Price
09	50	EACH.	MASIMO LNCS-II RAINBOW DCI 8 SPCO ADULT SENSOR, 3FT MFR: MASIMO	\$ 277.50	\$ 13,875.00
10	50	EACH.	MASIMO RD SET REUSABLE SPO2 SENSOR, PEDIATRIC/SLENDER DIGIT, 3 FT MFR: MASIMO	\$ 154.50	\$ 3,862.50
11	50	EACH.	MASIMO LNCS-II RAINBOW SPCO SENSOR, PEDIATRIC, 3 FT MFR: MASIMO	\$ 305.40	\$ 15,270.00
12	5	BOXES.	MASIMO NOMOLINE LH AIRWAY ADAPTER SET, ADULT/PEDIATRIC, BOX OF 25 MFR: MASIMO	\$	\$
13	5	BOXES.	MVAO100U Microstream Advance oral/nasal Filter Line, Adult, With O2, Box of 100 MASIMO NOMOLINE LH NASAL/ORAL CO2 CANNULA W/ O2, ADULT, BOX OF 25 MFR: MASIMO	\$ 523.20	\$ 6,278.40
14	50	EACH.	Substitute: 11335-000008 LIFEPAK 35 Storage Bag Kit ZOLL ZENIX CARRY CASE, LARGE MFR: ZOLL	\$ 187.20	\$ 9,360.00

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46514-04076-056

Item #	Qty.	Unit	Description	Unit Price	Total Price
15	50	EACH.	Substitute: 11150-000020 LIFEPAK Cellular Modem, North America GLOBAL 5G MOBILE HOTSPOT, USA	\$ 468.00	\$ 23,400.00
16	5	BOXES.	ACCUVENT SENSORS, BOX OF 10 MFR: ZOLL	\$ -	\$ -
17	5	BOXES.	Substitute: 11335-000005 Stryker LIFEPAK Printer Kit ZOLL ZENIX FAN FOLDER PAPER, GRID, BOX OF 10 MFR:ZOLL	\$ 936.00	\$ 46,800.00
18	50	EACH.	ZENIX WORRY-FREE SERVICE PLAN - 4 YEARS - ON-SITE- AT TIME OF SALE INCLUDES: ANNUAL PREVENTIVE MAINTENANCE, BATTERY CHARGER REPAIRS PER ZOLL LIMITED PRODUCT WARRANTY, SUREPOWER 4 BATTERY REPLACEMENT UPON VERIFIED FAILURE, ACCIDENTAL DAMAGE COVERAGE, ON-SITE SERVICE, AND POD REPLACEMENT UPON VERIFIED FAILURE. SHIPPING AND USE OF A SERVICE LOANER UPON REQUEST, DURING DEVICE SERVICE, NO CHARGE SHIPPING. SERVICE PLAN IS A CONTINUATION OF ZOLL LIMITED PRODUCT WARRANTY. BATTERY REPLACEMENT AND ACCIDENTAL DAMAGE GUIDELINES CAN BE FOUND IN THE EXPERT CARE SERVICE PLAN TERMS AND CONDITIONS ON THE ZOLL WEBSITE. MFR: ZOLL	\$ 6,784.40	\$ 339,220.00

Substitute: Stryker ProCare service plan--includes parts, labor, travel, annual PM, and battery service

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COUNTY OF NASSAU STATE OF NEW YORK

FORMAL SEALED BID PROPOSAL
46514-04076-056

Item #	Qty.	Unit	Description	Unit Price	Total Price
019	6	CASES.	STAT-PADZ HVP MULTI-FUNCTION ELECTRODES - 12 PAIR/CASE MFR: ZOLL	\$ -	\$ -

IF BIDDING ON ALTERNATE PRODUCTS PLEASE SUPPLY MANUFACTURER NAME, NUMBER AND SPECIFICATIONS

This award will be made to the lowest (aggregate) responsible bidder
meeting specifications and bid terms for all items

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~~SPECIFIED.~~
BIDDER SIGN HERE Kathryn E. Yanecke

BIDDER

Sr. Director, Commercial Operations
TITLE

REQUISITION

RQPD26000031 17/JUN/2026

VENDOR:
STRYKER HOWMEDICA OSTEONICS
11811 WILLOWS RDNE

REDMOND WA 90852

TEL: (914) 760-6400

FAX: () -

REQUISITIONER:

PD POLICE DEPARTMENT
NCPD EMERGENCY AMBULANCE BUR. OXYGE
1490 FRANKLIN AVENUE
MINEOLA NY 11501
ADEA J. O'MELIA/CR1/FED//205
TEL: (516) 573-3161
FAX: () -

ITEM	DESCRIPTION	QTY	U/M	UNIT COST	TOTAL
001	465-14 CARDIOVASCULAR INSTRUMENTS LP35 EN-US MAS-SP/CO MED-CO2 SUN-NIBP 12L WIFI/CELL/LN/CPRIN STD BT #70335-000042 (\$10K CREDIT PER UNIT REFLECTED IN UNIT COST) AS PER QUOTE # 11206919	50.00	EA	40,559.6100	2,027,980.50
002	465-14 CARDIOVASCULAR INSTRUMENTS LIFEPAK FLEX LITHIUM-ION BATTERY #11335-000001	100.00	EA	312.0000	31,200.00
003	465-14 CARDIOVASCULAR INSTRUMENTS LIFEPAK FLEX BATTERY CHARGER #11140-000102	50.00	EA	936.0000	46,800.00
004	465-14 CARDIOVASCULAR INSTRUMENTS AC POWER CORD (NORTH AMERICA, HOSPITAL GRADE) #11140-000131	100.00	EA	33.9000	3,390.00

REQUISITION

RQPD26000031 17/JUN/2026

VENDOR:
 STRYKER HOWMEDICA OSTEONICS
 11811 WILLOWS RDNE
 REDMOND WA 90852
 TEL: (914) 760-6400
 FAX: () -

REQUISITIONER:
 PD POLICE DEPARTMENT
 NCPD EMERGENCY AMBULANCE BUR. OXYGE
 1490 FRANKLIN AVENUE
 MINEOLA NY 11501
 ADEA J. O'MELIA/CR1/FED//205
 TEL: (516) 573-3161
 FAX: () -

ITEM	DESCRIPTION	QTY	U/M	UNIT COST	TOTAL	
005	465-14 CARDIOVASCULAR INSTRUMENTS LIFEPAK PRINTER KIT #11335-000005	50.00	EA	936.0000	46,800.00	
006	465-14 CARDIOVASCULAR INSTRUMENTS LIFEPAK 35 STORAGE BAG #11335-000008	50.00	EA	187.2000	9,360.00	
007	465-14 CARDIOVASCULAR INSTRUMENTS SHOULDER STRAP #11260-000073	50.00	EA	23.4000	1,170.00	
008	465-14 CARDIOVASCULAR INSTRUMENTS LP35 DOCKING STATION #11330-000026	50.00	EA	998.4000	49,920.00	
009	465-14 CARDIOVASCULAR INSTRUMENTS 15-LEAD PATIENT SIMULATOR (QUIK-COMBO) PRODUCT #11996-000536	5.00	EA	.0001		

REQUISITION

RQPD26000031 17/JUN/2026

VENDOR:
 STRYKER HOWMEDICA OSTEONICS
 11811 WILLOWS RDNE
 REDMOND WA 90852
 TEL: (914) 760-6400
 FAX: () -

REQUISITIONER:
 PD POLICE DEPARTMENT
 NCPD EMERGENCY AMBULANCE BUR. OXYGE
 1490 FRANKLIN AVENUE
 MINEOLA NY 11501
 ADEA J. O'MELIA/CR1/FED//205
 TEL: (516) 573-3161
 FAX: () -

ITEM	DESCRIPTION	QTY	U/M	UNIT COST	TOTAL	
010	465-14 CARDIOVASCULAR INSTRUMENTS LIFEPAK 3-WIRE EXTENDED PRECORDIAL ECG CABLE PRODUCT # 11111-000041	50.00	EA	37.5000	1,875.00	
011	465-14 CARDIOVASCULAR INSTRUMENTS REUSABLE CUFF INFANT 8-14 CM PRODUCT # 11160-000011	50.00	EA	9.9000	495.00	
012	465-14 CARDIOVASCULAR INSTRUMENTS REUSABLE CUFF SMALL, ADULT, 18-26 CM PRODUCT # 11160-000021	50.00	EA	12.6000	630.00	
013	465-14 CARDIOVASCULAR INSTRUMENTS REUSABLE CUFF ADULT 26-35 CM PRODUCT #11160-000015	50.00	EA	13.2000	660.00	
014	465-14 CARDIOVASCULAR INSTRUMENTS REUSABLE CUFF X-LARGE ADULT 35-44 CM PRODUCT #11160-000019	50.00	EA	21.6000	1,080.00	

REQUISITION

RQPD26000031 17/JUN/2026

VENDOR:
STRYKER HOWMEDICA OSTEONICS
11811 WILLOWS RDNE

REDMOND WA 90852

TEL: (914) 760-6400

FAX: () -

REQUISITIONER:
PD POLICE DEPARTMENT
NCPD EMERGENCY AMBULANCE BUR. OXYGE
1490 FRANKLIN AVENUE
MINEOLA NY 11501
ADEA J. O'MELIA/CR1/FED//205
TEL: (516) 573-3161
FAX: () -

ITEM	DESCRIPTION	QTY	U/M	UNIT COST	TOTAL	
015	465-14 CARDIOVASCULAR INSTRUMENTS LNCS-II REUSABLE RAINBOW 8-WAVELENGTH ADULT SENSOR PRODUCT #11996-000519	50.00	EA	277.5000	13,875.00	
016	465-14 CARDIOVASCULAR INSTRUMENTS LNCS-II REUSABLE RAINBOW 8-WAVELENGTH PEDIATRIC SENSOR PRODUCT #11996-000520	50.00	EA	305.4000	15,270.00	
017	465-14 CARDIOVASCULAR INSTRUMENTS RD SET DCI REUSABLE SENSOR ADULT PRODUCT #11996-000456	75.00	EA	130.5000	9,787.50	
018	465-14 CARDIOVASCULAR INSTRUMENTS RD SET DISPOSABLE SENSOR PEDIATRIC (20/BOX) PRODUCT #11171-000061	25.00	BX	154.5000	3,862.50	
019	465-14 CARDIOVASCULAR INSTRUMENTS RD SET DISPOSABLE SENSOR INFANT (20/BOX) PRODUCT #11171-000062	25.00	BX	191.1000	4,777.50	

REQUISITION

RQPD26000031 17/JUN/2026

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TEL: (516) 573-3161
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ITEM	DESCRIPTION	QTY	U/M	UNIT COST	TOTAL	
020	465-14 CARDIOVASCULAR INSTRUMENTS PEDIATRIC QUIK-COMBO RTS PACING/DEFIBRILLATION/ECG ELECTRODES WITH EDGE SYSTEM TECHNOLOGY PRODUCT #11996-000093	50.00	EA	18.9000	945.00	
021	465-14 CARDIOVASCULAR INSTRUMENTS MICROSTREAM ADVANCE ORAL/NASAL FILTER LINE, PEDIATRIC WITH O2 (BOX OF 25) PRODUCT #MVPO	10.00	BX	180.6000	1,806.00	
022	465-14 CARDIOVASCULAR INSTRUMENTS SHIP KIT POWER SUPPLY LP35 PRODUCT #41335-000003	50.00	EA	780.0000	39,000.00	
023	465-14 CARDIOVASCULAR INSTRUMENTS REUSABLE CUFF PEDIATRIC 13-20 CM PRODUCT #11160-000013	50.00	EA	11.1000	555.00	
024	465-14 CARDIOVASCULAR INSTRUMENTS MICROSTREAM ADVANCE ORAL/NASAL FILTER LINE, ADULT WITH O2 (BOX OF 100) PRODUCT #MVA0100U	12.00	BX	523.2000	6,278.40	

REQUISITION

RQPD26000031 17/JUN/2026

VENDOR:
 STRYKER HOWMEDICA OSTEONICS
 11811 WILLOWS RDNE
 REDMOND WA 90852
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 FAX: () -

REQUISITIONER:
 PD POLICE DEPARTMENT
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 1490 FRANKLIN AVENUE
 MINEOLA NY 11501
 ADEA J. O'MELIA/CR1/FED//205
 TEL: (516) 573-3161
 FAX: () -

ITEM	DESCRIPTION	QTY	U/M	UNIT COST	TOTAL
025	946-35-000-001	1.00	EA		.0001
	CREDIT APPLIED TO PURCHASE ORDERS				
	TRADE IN PHILIPS MRX FOR LP35 (QTY 50)				
	CREDIT EACH -\$10,0000				
	CREDIT TOTAL -\$500,000				
	PRODUCT #TR-PMRX-LP35				
026	465-14	50.00	EA	6,784.4000	339,220.00
	CARDIOVASCULAR INSTRUMENTS				
	LIFEPAK35 FOR LP35 EN-US MAS-SP/CO MED-CO2 SUN-NIBP 12L WIFI/CELL/LN/				
	CPRIN STD BT				
	5/01/2027 - 4/30/2031				
	(48 MONTHS)				
027	465-14	50.00	EA	468.0000	23,400.00
	CARDIOVASCULAR INSTRUMENTS				
	LIFEPAK CELLULAR MODEM NORTH AMERICA				
	PRODUCT #11150-000020				
028	465-14	5.00	EA	6,862.9000	34,314.50
	CARDIOVASCULAR INSTRUMENTS				
	EMS PRO TIER 3 25,000-75,000 ANNUAL RUN VOLUME. INCLUDES: DEVICE SETUP				
	TOOLS, ASSET MGMT, TRANSMISSION CONNECTIVITY, EPCR INTEGRATION,				
	LIFENET CARE APP AND BROWSER ACCESS FOR COMMUNICATION, LIVE STREAMING				
	AND POST EVENT ANALYTIC TOOLS.				
	PRODUCT #81000003				
	(5 YEARS/60 MONTHS)				

REQUISITION

RQPD26000031 17/JUN/2026

VENDOR:
STRYKER HOWMEDICA OSTEONICS
11811 WILLOWS RDNE

REDMOND WA 90852

TEL: (914) 760-6400

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REQUISITIONER:
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NCPD EMERGENCY AMBULANCE BUR. OXYGE
1490 FRANKLIN AVENUE
MINEOLA NY 11501
ADEA J. O'MELIA/CR1/FED//205
TEL: (516) 573-3161
FAX: () -

ESTIMATED TOTAL: 2,714,451.90

FORMAL BID RECOMMENDATION - COMMENTS

DATE: June 18, 2026

BID NUMBER: 46514-04076-056

OPEN: April 26, 2026

TITLE: CARDIOVASCULAR INSTRUMENTS

COMMENT:

Awarding to Stryker Sales LLC quoting an equivalent (LIFEPAK 35) approved by
James B. O'Melia
Emergency Ambulance Bureau
Documentation enclosed.

Clemens, Mark

From: O'Melia, James <JOMelia@PDCN.ORG>
Sent: Thursday, April 23, 2026 4:14 PM
To: Clemens, Mark
Cc: Colasurdo, Claudia
Subject: Cardiovascular Instruments Bid

Follow Up Flag: Follow up
Flag Status: Flagged

After review of the lowest bidder's submission, EAB approves the alternative product submitted by Stryker. All the proposed items are acceptable. Please move forward with the award.

Thank you for all you help,
Jim O'Melia



James B. O'Melia, EMT-P
Assistant Director
Deputy Commanding Officer
Emergency Ambulance Bureau
Nassau County Police Department

O 516.573.3161
C 516.729.5225
F 516.573.3145
JOMelia@pdcn.org

OPENED: April 7, 2026 AT 11:00 A.M.
BID NO: 46514-04076-056 PP 4/21/2026
REQ. NO: RQPD26000031
TITLE: CARDIOVASCULAR INSTRUMENTS

[illegible]

Kimberly Stanton hereby certifies that the bids listed at place specified therein and that the above is a correct received.

PUBLIC BID OFFICE

PUBLIC BID OFFICER

Low Vendor Participation for formal sealed bid 46514-04076-056

CARDIOVASCULAR INSTRUMENTS

- 1) Review the specification to ensure that it is not unduly restrictive so as to limit competition. Some factors to consider in this regard include: 1) Is any component of the solicitation so restrictive that only one or a small number of vendors can respond to the solicitation? 2) If so, were those vendors notified of the solicitation?
yes.
- 2) This was a commodity purchase. The commodity code use was the best code in the county's system that described the item (s) that were requested. The commodity specifications were such that the vendor understood what the County was requesting. **All vendors listed were notified.**
- 3) Was the solicitation advertised and posted on the County website as required **yes**
- 4) Would the County be likely to obtain greater vendor participation by advertising in other venues (e.g. New York State Contract Reporter, trade journals, other local media, etc.)? **Advertised in NY State Contract Reporter**
- 5) Was the commodity code used to conduct the solicitation appropriate? Were appropriate vendors registered with the County for that commodity code or otherwise notified **yes**
- 6) Is the market for the specified goods or services structurally limited (i.e. are there geographic, capital, vendor capacity, service schedule, or other requirements) that may inhibit greater vendor participation. **No.**
- 7) Was the solicitation conducted in a manner consistent with this Policy **yes**
- 8) Survey vendors that received notice of the solicitation but did not respond to determine why the vendor chose not to do so. Questions to be asked include: Why did the vendor decline to bid or propose?
Was there anything in the County's specifications, terms or conditions that caused them not to bid? If so, what?
What changes, if any, could the County make to the solicitation to encourage competition? **none**
- 9) If a vendor indicates that they did not bid or propose due to the specifications, terms or conditions, or if one indicates a change to the solicitation could enhance competition, then such feedback must be conveyed in writing to the subject matter expert responsible for the specification and the DCCO for consideration prior to recommending an award or reissuing the solicitation. **No.**

NASSAU COUNTY OFFICE OF SHARED SERVICES
1 WEST STREET
MINEOLA, NY 11501

CALL LOG
June 18, 2026

SOLICITATION NO.: 46514-04076-056
CONTRACT TITLE: CARDIOVASCULAR INSTRUMENTS
BID START DATE: 03/12/2026 08:00 AM
BID DUE DATE: 04/21/2026 11:00 AM

Vendor	Date Solicitation Viewed	Contact Name (Vendor)	Phone	Email	Plans to Bid	Reason For Not Bidding
Altima Care INC.	04/02/2026	Folima Mukhi-Vision	(516) 280-4580	FMUKHI@ALTIMACAREINC.COM		no answer
Blockheart Distribution Corp	04/15/2026	Stella Harvey	(646) 768-9520	OPERATIONS@THEBHCOMPANIES.COM	no	does not handle
Bound Tree Medical, LLC	03/12/2026	Christopher Fyfe	(614) 760-5374	CHRISTOPHER.FYFE@BOUNDTREE.COM	no	does not handle
Cardiotronic	03/13/2026	Ernie Devine	(855) 433-3427	EMMA.DEVINE@CARDIOTRONIXHEALTH.COM		no answer
Cold Office Water Corp	03/16/2026	Sam Fuchs	(646) 644-7997	SAM@COLDOFFICEWATER.COM	no	does not handle
Foxtelnet	03/26/2026	Matthew Peiers	(570) 801-2127	MAPEIERS@FASTENAL.COM		no answer
Fisher Scientific Company, LLC	03/27/2026	Phillip Denis		PHILIP.DENIS@THERMOFISHER.COM	no	does not handle
G. E. PICKERING INC.	03/11/2026	Lisa Morales	(800) 492-0255	LISA@GEPICKERING.COM	no	does not handle
Holzberg Communications, Inc.	03/12/2026	Andy Holzberg	(800) 654-9550	ANDYHOLZBERG.HCI@GMAIL.COM	no	does not handle
Hommedica Osteonics Corp	03/13/2026	Con Coddley	(914) 760-6400	CORNELIUS.COAKLEY@STRYKER.COM	yes	
INTELLIVISION INC	03/16/2026	UME MEMON	(516) 619-6524	YOURDREAMPROPERTYES01@GMAIL.COM		no answer
Lifesavers, Inc	03/12/2026	Marcus Pierre	(917) 332-8409	CONTACT@LIFESAVERS.NY.COM		no answer
Madison Medical Corporation	03/13/2026	JON LANDIS	(303) 339-4305	JLANDIS@MARATHONMED.COM		no answer
McHade Pharmaceuticals Inc	03/13/2026	Melissa Mulia	(516) 893-1786	MESAM.MULIA@WCHADE.COM		no answer
McKesson Medical-Surgical Gov Solution	03/13/2026	Proposal Manager	(833) 343-2700	GOVERNMENT.BIDS@MCKESSON.COM	no	does not handle
Mt. Cheapo.com LLC	03/18/2026	Pierre Hecaport	(201) 222-3750	PH@STUYVESANTPARTNERS.COM	no	does not handle
Silver State Medical Supply LLC	04/01/2026	Rocco Towbin	(702) 960-2003	ROCCO@ICMEDICORE.COM		no answer
St. Williams & Associates	03/12/2026	Susan Williams	(631) 331-5797	SUSAN.W@DIRECTIACCESSMED.COM	no	does not handle
Vega Square, LLC	03/23/2026	Veronica Rom Perri	(631) 627-1647	HELLO@VEGASQUARE.COM		no answer
W. L. Collins Corp	03/13/2026	Danny O'Connor	(646) 483-5037	DANNY.OCONNOR@COLLINSSPORTS.COM		no answer
W.W. Grainger Inc.	04/07/2026	Thomas McCausland	(631) 458-2854	TOM.MC.CAUSLAND@GRAINGER.COM		no answer
Willben LLC	03/27/2026	William Copenry	(347) 693-7944	WILLBENLLC@GMAIL.COM		no answer
Williams Distribution LLC	03/13/2026	Andie Williams	(317) 749-0006	AWILLIAMS@WILLIAMSDISTILC.COM		no answer
Wilson Emergency Medical Training LLC	03/12/2026	John Wilson	(646) 246-2942	WILSONEMT5@GMAIL.COM	no	does not handle
ZOLL Medical Corporation	03/12/2026	Irene Soth	(351) 500-4920	BIDS@ZOLL.COM	yes	



CERTIFICATE OF LIABILITY INSURANCE

DATE(MM/DD/YYYY)
07/01/2026

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Aon Risk Services Central, Inc. 2237 wealthy S.E. Suite 200 East Grand Rapids MI 49506 USA	CONTACT NAME:		
	PHONE (A/C. No. Ext): (866) 283-7122	FAX (A/C. No.): (800) 363-0105	
E-MAIL ADDRESS:			
INSURER(S) AFFORDING COVERAGE			
NAIC #			
INSURED Stryker Corporation & Subsidiaries 1941 Stryker Way Portage MI 49002 USA	INSURER A:	Old Republic Insurance Company	24147
	INSURER B:		
	INSURER C:		
	INSURER D:		
	INSURER E:		
	INSURER F:		

Holder Identifier :

COVERAGES **CERTIFICATE NUMBER:** 570121609235 **REVISION NUMBER:**

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

Limits shown are as requested

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	☒ COMMERCIAL GENERAL LIABILITY ☐ CLAIMS-MADE ☒ OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: ☒ POLICY ☐ PRO-JECT ☐ LOC ☐ OTHER:	Y		MWZY31876425	11/01/2025	11/01/2026	EACH OCCURRENCE \$3,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$100,000 MED EXP (Any one person) Excluded PERSONAL & ADV INJURY \$2,000,000 GENERAL AGGREGATE \$3,000,000 PRODUCTS - COM/POP AGG \$3,000,000
	AUTOMOBILE LIABILITY ☐ ANY AUTO ☐ OWNED AUTOS ONLY ☐ HIRED AUTOS ONLY ☐ SCHEDULED AUTOS ☐ NON-OWNED AUTOS ONLY						COMBINED SINGLE LIMIT (Ea accident) BODILY INJURY (Per person) BODILY INJURY (Per accident) PROPERTY DAMAGE (Per accident)
	UMBRELLA LIAB ☐ OCCUR EXCESS LIAB ☐ CLAIMS-MADE ☐ DED ☐ RETENTION						EACH OCCURRENCE AGGREGATE
A	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR / PARTNER / EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N N	N/A	MWC31875925 AOS MWXS31876125 Excess WC - MI SIR applies per policy terms & conditions	11/01/2025	11/01/2026	☒ PER STATUTE ☐ OTH-ER E.L. EACH ACCIDENT \$2,000,000 E.L. DISEASE-EA EMPLOYEE \$2,000,000 E.L. DISEASE-POLICY LIMIT \$2,000,000

Certificate No : 570121609235

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

County of Nassau is included as Additional Insured (CG 2026 1219) in accordance with the policy provisions of the commercial General Liability policy, but only if or to the extent required by written contract.

CERTIFICATE HOLDER**CANCELLATION**

Nassau County State of New York 1 West Street Mineola NY 11501 USA	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE <i>Aon Risk Services Central, Inc.</i>