

STRYKER CORP  
Form 8-K  
January 05, 2005

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K  
CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **December 30, 2004**

**Stryker Corporation**

(Exact name of registrant as specified in its charter)

**Michigan**  
(State or other jurisdiction  
of incorporation)

**0-9165**  
(Commission  
File Number)

**38-1239739**  
(IRS Employer  
Identification No.)

**2725 Fairfield Road**, Kalamazoo, Michigan  
(Address of principal executive offices)

**49002**  
(Zip Code)

Registrant's telephone number, including area code: **269.385.2600**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

|           |                                            |
|-----------|--------------------------------------------|
| ITEM 1.01 | ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT |
|-----------|--------------------------------------------|

On Thursday, December 30, 2004, the Compensation Committee of the Board of Directors of the Company awarded a special bonus of \$1,000,000, payable on April 1, 2005, to John W. Brown in recognition of the outstanding performance of the Company under his leadership during his 27 years of service as Chief Executive Officer. In accordance with Mr. Brown's wishes, the net amount of the bonus, after giving effect to appropriate federal and state withholding taxes, will be paid directly to the John and Rosemary Brown Family Foundation, which was created by Mr. and Mrs. Brown to benefit those who are interested in furthering their education.

As previously announced, Mr. Brown retired as Chief Executive Officer effective December 31, 2004 but continues to serve as nonexecutive Chairman of the Board.

### SIGNATURES

Pursuant to the requirements 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  
(Registrant)

January 5, 2005  
Date

/s/ DEAN H. BERGY  
Dean H. Bergy  
Vice President,  
Chief Financial Officer and Secretary  
(Principal Financial Officer)