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

FORM 10-Q

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended March 31, 2026

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	**38-1239739**
(State of incorporation)	(I.R.S. Employer Identification No.)
1941 Stryker Way Portage, Michigan	**49002**
(Address of principal executive offices)	(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**

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 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 the 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 is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

There were 383,360,762 shares of Common Stock, $0.10 par value, on March 31, 2026.

PART I – FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

Stryker Corporation and Subsidiaries
CONSOLIDATED STATEMENTS OF EARNINGS (Unaudited)

	Three Months	
	2026	**2025**
Net sales	**$ 6,020**	**$ 5,866**
Cost of sales	2,210	2,122
Gross profit	**$ 3,810**	**$ 3,744**
Research, development and engineering expenses	413	405
Selling, general and administrative expenses	2,281	2,300
Amortization of intangible assets	180	167
Goodwill and other impairments	—	35
Total operating expenses	$ 2,874	$ 2,907
Operating income	**$ 936**	**$ 837**
Interest expense	(148)	(137)
Other income	62	64
Earnings before income taxes	**$ 850**	**$ 764**
Income taxes	105	110
Net earnings	**$ 745**	**$ 654**
Net earnings per share of common stock:		
Basic	$ 1.95	$ 1.71
Diluted	$ 1.93	$ 1.69
Weighted-average shares outstanding (in millions):		
Basic	382.9	381.7
Effect of dilutive employee stock compensation	3.6	4.7
Diluted	**386.5**	**386.4**
Cash dividends declared per share of common stock	**$ 0.88**	**$ 0.84**

Anti-dilutive shares excluded from the calculation of dilutive employee stock options were de minimis in all periods.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (Unaudited)

	Three Months	
	2026	**2025**
Net earnings	**$ 745**	**$ 654**
Other comprehensive income (loss), net of tax:		
Marketable securities	—	—
Pension plans	(1)	—
Unrealized gains (losses) on designated hedges	(18)	(14)
Financial statement translation	123	(102)
Total other comprehensive income (loss), net of tax	**$ 104**	**$ (116)**
Comprehensive income	**$ 849**	**$ 538**

See accompanying notes to Consolidated Financial Statements.

CONSOLIDATED BALANCE SHEETS

	March 31 2026 (Unaudited)	December 31 2025
Assets		
Current assets		
Cash and cash equivalents	$ 2,878	$ 4,011
Short-term investments	—	—
Marketable securities	87	89
Accounts receivable, less allowance of $225 ($216 in 2025)	3,571	4,039
Inventories:		
Materials and supplies	1,473	1,349
Work in process	435	415
Finished goods	3,511	3,546
Total inventories	**$ 5,419**	**$ 5,310**
Prepaid expenses and other current assets	1,383	1,306
Total current assets	**$ 13,338**	**$ 14,755**
Property, plant and equipment:		
Land, buildings and improvements	1,795	1,793
Machinery and equipment	5,835	5,744
Total property, plant and equipment	$ 7,630	$ 7,537
Less allowance for depreciation	3,743	3,661
Property, plant and equipment, net	**$ 3,887**	**$ 3,876**
Goodwill	19,188	19,291
Other intangibles, net	5,516	5,681
Noncurrent deferred income tax assets	1,193	1,098
Other noncurrent assets	3,169	3,143
Total assets	**$ 46,291**	**$ 47,844**
Liabilities and shareholders' equity		
Current liabilities		
Accounts payable	$ 1,592	$ 1,799
Accrued compensation	885	1,595
Income taxes	476	418
Dividends payable	337	337
Accrued expenses and other liabilities	2,526	2,645
Current maturities of debt	499	1,000
Total current liabilities	**$ 6,315**	**$ 7,794**
Long-term debt, excluding current maturities	14,224	14,859
Income taxes	403	402
Other noncurrent liabilities	2,370	2,369
Total liabilities	**$ 23,312**	**$ 25,424**
Shareholders' equity		
Common stock, $0.10 par value	38	38
Additional paid-in capital	2,646	2,597
Retained earnings	20,878	20,472
Accumulated other comprehensive loss	(583)	(687)
Total shareholders' equity	**$ 22,979**	**$ 22,420**
Total liabilities and shareholders' equity	**$ 46,291**	**$ 47,844**

See accompanying notes to Consolidated Financial Statements.

Dollar amounts are in millions except per share amounts or as otherwise specified. 2

CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY (Unaudited)

	Three Months	
	2026	**2025**
Common stock shares outstanding (in millions)		
Beginning	382.5	381.4
Issuance of common stock under stock compensation and benefit plans	0.9	0.7
Ending	**383.4**	**382.1**
Common stock		
Beginning	$ 38	$ 38
Issuance of common stock under stock compensation and benefit plans	—	—
Ending	**$ 38**	**$ 38**
Additional paid-in capital		
Beginning	$ 2,597	$ 2,361
Issuance of common stock under stock compensation and benefit plans	(38)	(6)
Share-based compensation	87	84
Ending	**$ 2,646**	**$ 2,439**
Retained earnings		
Beginning	$ 20,472	$ 18,528
Net earnings	745	654
Cash dividends declared	(339)	(320)
Ending	**$ 20,878**	**$ 18,862**
Accumulated other comprehensive income (loss)		
Beginning	$ (687)	$ (293)
Other comprehensive income (loss)	104	(116)
Ending	**$ (583)**	**$ (409)**
Total shareholders' equity	**$ 22,979**	**$ 20,930**

See accompanying notes to Consolidated Financial Statements.

CONSOLIDATED STATEMENTS OF CASH FLOWS (Unaudited)

	Three Months	
	2026	**2025**
Operating activities		
Net earnings	**$ 745**	**$ 654**
Adjustments to reconcile net earnings to net cash provided by operating activities:		
Depreciation	120	105
Amortization of intangible assets	180	167
Asset impairments	—	35
Share-based compensation	87	84
Sale of inventory stepped-up to fair value at acquisition	—	34
Deferred income tax (benefit) expense	(33)	14
Changes in operating assets and liabilities:		
Accounts receivable	444	144
Inventories	(127)	(93)
Accounts payable	(198)	(309)
Accrued expenses and other liabilities	(654)	(504)
Income taxes	42	49
Other, net	(25)	(130)
Net cash provided by operating activities	**$ 581**	**$ 250**
Investing activities		
Acquisitions, net of cash acquired	(22)	(4,749)
Purchases of marketable securities	(5)	(11)
Proceeds/(Purchases) of short-term investments	—	750
Proceeds from sales of marketable securities	7	17
Purchases of property, plant and equipment	(166)	(123)
Other investing, net	1	(20)
Net cash used in investing activities	**$ (185)**	**$ (4,136)**
Financing activities		
Proceeds from issuance of long-term debt	—	2,979
Payments on long-term debt	(1,000)	—
Payments of dividends	(337)	(320)
Cash paid for taxes from withheld shares	(139)	(101)
Other financing, net	(34)	(24)
Net cash provided by (used in) financing activities	**$ (1,510)**	**$ 2,534**
Effect of exchange rate changes on cash and cash equivalents	(19)	20
Change in cash and cash equivalents	**$ (1,133)**	**$ (1,332)**
Cash and cash equivalents at beginning of period	4,011	3,652
Cash and cash equivalents at end of period	**$ 2,878**	**$ 2,320**

See accompanying notes to Consolidated Financial Statements.

Dollar amounts are in millions except per share amounts or as otherwise specified. 4

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (Unaudited)

NOTE 1 - BASIS OF PRESENTATION

General Information

Management believes the accompanying unaudited Consolidated Financial Statements contain all adjustments, including normal recurring items, considered necessary to fairly present the financial position of Stryker Corporation and its consolidated subsidiaries ("Stryker," the "Company," "we," "us" or "our") on March 31, 2026 and the results of operations for the three months 2026. The results of operations included in these Consolidated Financial Statements may not necessarily be indicative of our annual results. These statements should be read in conjunction with our Annual Report on Form 10-K for 2025.

In the first quarter 2026 we announced a change in our organizational structure. Our new Ortho Tech business combines the orthopaedic instruments portfolio from our Instruments business with the Mako and enabling technologies portfolio from our Other Orthopaedics business. By bringing Mako, power tools, cutting accessories, enabling technologies and the teams behind these products together under one business, we are simplifying the customer experience and striving to increase our speed to market through focused innovation. We are reporting under this new structure beginning with this Quarterly Report on Form 10-Q for the period ended March 31, 2026.

Following this reorganization we will continue to have two business segments - (i) MedSurg and Neurotechnology and (ii) Orthopaedics, each of which comprise a reportable segment. All historical segment financial information has been recast to conform to this new reporting structure in our financial statements and accompanying notes.

New Accounting Pronouncements Not Yet Adopted

In September 2025 the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (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 non-exchange-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 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

On January 1, 2026 we adopted 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 adoption of this update did not have a material impact on our Consolidated Financial Statements.

NOTE 2 - REVENUE RECOGNITION

Our policies for recognizing sales have not changed from those described in our Annual Report on Form 10-K for 2025.

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.

In the first quarter 2026 we announced a change in our organizational structure. Our new Ortho Tech business combines the orthopaedic instruments portfolio (Orthopaedic Instruments) from Instruments with Other Orthopaedics. In addition, Neuro Cranial and the spine enabling technologies portfolio (Enabling Technologies) from Other Orthopaedics was combined with the remaining Instruments business to align with our internal reporting structure. Ortho Tech includes sales related to Orthopaedic Instruments of $489 and $484 and Other Orthopaedics of $157 and $133. Instruments includes sales related to Neuro Cranial of $606 and $563 and Enabling Technologies of $26 and $29 for the three months 2026 and 2025. We have reflected these changes in all historical periods presented.

Net Sales by Business

	Three Months	
	2026	2025
MedSurg and Neurotechnology:		
Instruments	$ 920	$ 838
Endoscopy	868	867
Medical	902	945
Vascular	517	406
	$ 3,207	**$ 3,056**
Orthopaedics:		
Knees	$ 670	$ 639
Hips	460	443
Trauma and Extremities	1,035	945
Ortho Tech	646	617
Spinal Implants	2	166
	$ 2,813	**$ 2,810**
Total	**$ 6,020**	**$ 5,866**

Dollar amounts are in millions except per share amounts or as otherwise specified. 5

Net Sales by Geography

	Three Months 2026		Three Months 2025	
	United States	International	United States	International
MedSurg and Neurotechnology:				
Instruments	$ 766	$ 154	$ 702	$ 136
Endoscopy	701	167	710	157
Medical	747	155	802	143
Vascular	280	237	203	203
	$ 2,494	**$ 713**	**$ 2,417**	**$ 639**
Orthopaedics:				
Knees	$ 472	$ 198	$ 464	$ 175
Hips	276	184	269	174
Trauma and Extremities	767	268	713	232
Ortho Tech	467	179	459	158
Spinal Implants	—	2	118	48
	$ 1,982	**$ 831**	**$ 2,023**	**$ 787**
Total	**$ 4,476**	**$ 1,544**	**$ 4,440**	**$ 1,426**

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 March 31, 2026 and December 31, 2025 deferred contracts 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 March 31, 2026 and December 31, 2025 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 service contracts. Our contract liabilities of $1,035 and $1,024 on March 31, 2026 and December 31, 2025 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 three months 2026 were as follows:

	March 31 2026
Beginning contract liabilities	**$ 1,024**
Revenue recognized from beginning of year contract liabilities	(288)
Net advance consideration received during the period	299
Ending contract liabilities	**$ 1,035**

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 the three months 2026 and 2025.

NOTE 3 - ACCUMULATED OTHER COMPREHENSIVE (LOSS) INCOME (AOCI)

Three Months 2026	Pension Plans	Hedges	Financial Statement Translation	Total
Beginning	**$ 70**	**$ 42**	**$ (799)**	**$ (687)**
OCI	(1)	(7)	134	126
Income taxes	1	1	(3)	(1)
Reclassifications to:				
Cost of sales	—	(13)	—	(13)
Interest expense	—	(1)	—	(1)
Other income	(1)	—	(10)	(11)
Income taxes	—	2	2	4
Net OCI	$ (1)	$ (18)	$ 123	$ 104
Ending	**$ 69**	**$ 24**	**$ (676)**	**$ (583)**

Three Months 2025	Pension Plans	Hedges	Financial Statement Translation	Total
Beginning	**$ 4**	**$ 31**	**$ (328)**	**$ (293)**
OCI	—	(16)	(160)	(176)
Income taxes	—	4	66	70
Reclassifications to:				
Cost of sales	—	(2)	—	(2)
Interest expense	—	(1)	—	(1)
Other income	—	—	(11)	(11)
Income taxes	—	1	3	4
Net OCI	$ —	$ (14)	$ (102)	$ (116)
Ending	**$ 4**	**$ 17**	**$ (430)**	**$ (409)**

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. We have not changed our hedging strategies, accounting practices or objectives from those disclosed in our Annual Report on Form 10-K for 2025.

Dollar amounts are in millions except per share amounts or as otherwise specified. 6

Foreign Currency Hedges

March 2026	Cash Flow	Net Investment	Non-Designated	Total
Gross notional amount	**$ 1,242**	**$ 2,583**	**$ 3,744**	**$ 7,569**
Maximum term in years				8.5
Fair value:				
Other current assets	$ 24	$ —	$ 49	$ 73
Other noncurrent assets	—	9	—	9
Other current liabilities	(16)	(47)	(10)	(73)
Other noncurrent liabilities	(1)	(28)	—	(29)
Total fair value	**$ 7**	**$ (66)**	**$ 39**	**$ (20)**

December 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)**

We had €2.3 billion at March 31, 2026 and December 31, 2025 in certain forward currency contracts designated as net investment hedges, for which the maximum term is 8.5 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 March 31, 2026 and December 31, 2025 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 $154 in the three months 2026.

Currency Exchange Rate Gains (Losses) Recognized in Net Earnings

		Three Months	
Derivative Instrument	**Recognized in:**	**2026**	**2025**
Cash Flow	Cost of sales	$ 13	$ 2
Net Investment	Other income	10	11
Non-Designated	Other income	(1)	13
	Total	**$ 22**	**$ 26**

Pretax gains (losses) on derivatives designated as cash flow hedges of $23 and net investment hedges of $34 recorded in AOCI are expected to be reclassified to cost of sales and other income in earnings within 12 months of March 31, 2026. 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 $6 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 March 31, 2026. The cash flow effect of interest rate hedges is recorded in cash flow from operations.

NOTE 5 - FAIR VALUE MEASUREMENTS

Our policies for managing risk related to foreign currency, interest rates, credit and markets and our process for determining fair value have not changed from those described in our Annual Report on Form 10-K for 2025.

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 7 for further information on the acquisition of Inari.

There were no significant transfers into or out of any level of the fair value hierarchy in 2026.

Assets Measured at Fair Value

	March 31 2026	December 31 2025
Cash and cash equivalents	$ 2,878	$ 4,011
Short-term investments	—	—
Trading marketable securities	299	307
Level 1 - Assets	**$ 3,177**	**$ 4,318**
Available-for-sale marketable securities:		
Corporate and asset-backed debt securities	$ 48	$ 52
United States treasury debt securities	39	37
Total available-for-sale marketable securities	$ 87	$ 89
Foreign currency exchange forward contracts	82	46
Level 2 - Assets	**$ 169**	**$ 135**
Total assets measured at fair value	**$ 3,346**	**$ 4,453**

Liabilities Measured at Fair Value

	March 31 2026	December 31 2025
Deferred compensation arrangements	$ 299	$ 307
Level 1 - Liabilities	**$ 299**	**$ 307**
Foreign currency exchange forward contracts	$ 102	$ 170
Level 2 - Liabilities	**$ 102**	**$ 170**
Contingent consideration:		
Beginning	$ 518	$ 452
Additions	—	123
Change in estimate and foreign exchange	2	24
Settlements	(39)	(81)
Ending	$ 481	$ 518
Level 3 - Liabilities	**$ 481**	**$ 518**
Total liabilities measured at fair value	**$ 882**	**$ 995**

Fair Value of Available for Sale Securities by Maturity

	March 31 2026	December 31 2025
Due in one year or less	$ 39	$ 41
Due after one year through three years	$ 48	$ 48

On March 31, 2026 and 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 and short-term investments and income from marketable securities was $34 and $38 in the three months 2026 and 2025, 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 6 - CONTINGENCIES AND COMMITMENTS

Dollar amounts are in millions except per share amounts or as otherwise specified. 7

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 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.

Leases

	March 31 2026	December 31 2025
Right-of-use assets	$ 529	$ 519
Lease liabilities, current	$ 161	$ 153
Lease liabilities, non-current	$ 350	$ 348
Other information:		
Weighted-average remaining lease term (years)	4.7	5.0
Weighted-average discount rate	3.77 %	3.77 %

	Three Months 2026	Three Months 2025
Operating lease cost	$ 56	$ 53

Other Contractual Obligations and Commitments

Our outstanding balances of confirmed invoices in the supplier financing program were $70 and $75 at March 31, 2026 and December 31, 2025 and are included within accounts payable in our Consolidated Balance Sheets.

NOTE 7 - ACQUISITIONS

We acquire stock in companies and various assets that continue to support our capital deployment and product development strategies. In the three months 2026 and 2025 cash paid for acquisitions, net of cash acquired was $22 and $4,749.

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. 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 the three months 2025.

The purchase price allocation for Inari is:

Purchase Price Allocation of Acquired Net Assets

	2025 Inari
Tangible assets acquired:	
Accounts receivable	$ 78
Inventory	215
Deferred income tax assets	134
Other assets	84
Deferred income tax liabilities	(489)
Other liabilities	(189)
Intangible assets:	
Developed technologies	1,458
Customer relationships	330
Other intangibles	72
Goodwill	3,117
Purchase price, net of cash acquired of $64	**$ 4,810**
Weighted average amortization period at acquisition (years):	
Developed technologies	13
Customer relationships	13
Other intangibles	9

On May 7, 2026 we acquired Amplitude Vascular Systems, Inc. (AVS) for approximately $435 in cash and up to $400 in future milestone payments. AVS is developing a next-generation intravascular lithotripsy platform designed to treat complex peripheral arterial disease. We plan to integrate AVS into our Vascular business within MedSurg and Neurotechnology.

Consolidated Estimated Amortization Expense

Remainder of 2026	2027	2028	2029	2030
$ 557	$ 682	$ 634	$ 618	$ 599

NOTE 8 - 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 March 31, 2026.

On March 31, 2026 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 March 2026 we repaid $1,000 of 3.500% senior unsecured notes. The following table summarizes our total debt at March 31:

Dollar amounts are in millions except per share amounts or as otherwise specified. 8

Summary of Total Debt

Rate	Due	March 31 2026	December 31 2025
Senior unsecured notes:			
3.500%	March 15, 2026	—	1,000
4.550%	February 10, 2027	499	498
2.125%	November 30, 2027	860	881
4.700%	February 10, 2028	697	697
3.650%	March 7, 2028	599	599
4.850%	December 8, 2028	597	597
3.375%	December 11, 2028	687	704
0.750%	March 1, 2029	916	939
4.250%	September 11, 2029	745	744
4.850%	February 10, 2030	794	794
1.950%	June 15, 2030	995	995
2.625%	November 30, 2030	741	759
1.000%	December 3, 2031	855	876
3.375%	September 11, 2032	911	934
4.625%	September 11, 2034	741	741
5.200%	February 10, 2035	990	990
3.625%	September 11, 2036	679	695
4.100%	April 1, 2043	393	393
4.375%	May 15, 2044	396	396
4.625%	March 15, 2046	985	984
2.900%	June 15, 2050	643	643
Other		—	—
Total debt		**$ 14,723**	**$ 15,859**
Less current maturities		499	1,000
Total long-term debt		**$ 14,224**	**$ 14,859**

	March 31 2026	December 31 2025
Unamortized debt issuance costs	$ 67	$ 70
Borrowing capacity on existing facilities	$ 2,907	$ 2,911
Fair value of senior unsecured notes	$ 13,975	$ 15,344

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 $142 and $132 for the three months 2026 and 2025.

NOTE 9 - INCOME TAXES

Our effective tax rates were 12.4% and 14.4% in the three months 2026 and 2025. The effective tax rates for the three months 2026 and 2025 reflect the continued lower effective income tax rates as a result of our European operations and certain discrete tax items.

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.

NOTE 10 - SEGMENT INFORMATION

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 the 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. Information about total assets by segment is not disclosed because such information is not regularly provided to, or used by, our CODM.

Segment Results

	Three Months 2026	Three Months 2025
MedSurg and Neurotechnology	$ 3,207	$ 3,056
Orthopaedics	2,813	2,810
Net sales	**$ 6,020**	**$ 5,866**
MedSurg and Neurotechnology	$ 1,291	$ 1,175
Orthopaedics	823	775
Cost of sales	**$ 2,114**	**$ 1,950**
MedSurg and Neurotechnology	$ 231	$ 208
Orthopaedics	146	158
Segment research, development and engineering expenses	**$ 377**	**$ 366**
MedSurg and Neurotechnology	$ 930	$ 859
Orthopaedics	880	925
Segment selling, general and administrative expenses	**$ 1,810**	**$ 1,784**
MedSurg and Neurotechnology	$ 55	$ 48
Orthopaedics	119	107
Segment depreciation and amortization	**$ 174**	**$ 155**
Corporate and Other	$ 43	$ 39
Amortization of intangible assets	180	167
Total depreciation and amortization	**$ 397**	**$ 361**
MedSurg and Neurotechnology	$ 700	$ 757
Orthopaedics	846	854
Segment operating income	**$ 1,546**	**$ 1,611**
Items not allocated to segments:		
Corporate and Other	$ (275)	$ (267)
Inventory stepped up to fair value	—	(34)
Acquisition and integration-related charges	(19)	(185)
Amortization of intangible assets	(180)	(167)
Structural optimization and other special charges	(118)	(41)
Goodwill and other impairments	—	(35)
Medical device regulation	(5)	(12)
Recall-related matters	(10)	(33)
Regulatory and legal matters	(3)	—
Consolidated operating income	**$ 936**	**$ 837**

Segment Capital Spending

	Three Months 2026	Three Months 2025
Purchases of property, plant and equipment:		
MedSurg and Neurotechnology	$ 58	$ 33
Orthopaedics	41	49
Total segment purchases of property, plant and equipment	**$ 99**	**$ 82**
Corporate and Other	67	41
Total purchases of property, plant and equipment	**$ 166**	**$ 123**

Dollar amounts are in millions except per share amounts or as otherwise specified. 9

NOTE 11 - SALE OF SPINAL IMPLANTS BUSINESS

In April 2025 we completed the sale of the disposal group to the Viscogliosi Brothers, LLC. The fair value of the consideration received of $245 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.

Deferred consideration receivable was $269 at March 31, 2026. Other amounts due from Viscogliosi Brothers, LLC are not material.

Amounts due from purchasers in connection with divestitures, including deferred consideration, are assessed periodically for collectability. This assessment involves significant judgment and considers, among other factors, the purchaser's financial condition, operating performance and ability to meet its contractual obligations. The carrying value of such amounts may be adjusted if, based on the facts and circumstances available, collection is no longer considered probable.

NOTE 12 - GOODWILL AND OTHER INTANGIBLE ASSETS

We test goodwill annually for impairment at October 31 or whenever events or circumstances indicate that goodwill may be impaired. When it is unlikely that goodwill of a reporting unit is impaired, we perform a qualitative assessment that may be periodically supplemented with a corroborative quantitative analysis.

In the first quarter 2026 we changed our organizational structure. Our new Ortho Tech business combines the orthopaedic instruments portfolio from our Instruments business with the Mako and enabling technologies portfolios from our Other Orthopaedics business.

Following this reorganization we will continue to have two reportable segments, MedSurg and Neurotechnology and Orthopaedics. The reorganization impacts the composition of the Instruments and Joint Replacement reporting units and results in a new reporting unit representing the Ortho Tech business.

We assessed goodwill for impairment for the impacted reporting units immediately before and after the reorganization and concluded that there was no impairment of goodwill for any of the reporting units impacted by the reorganization.

In connection with this reorganization we reallocated the goodwill associated with the impacted businesses using the relative fair value approach, resulting in a reallocation of $518 of goodwill from the MedSurg and Neurotechnology segment to the Orthopaedics segment.

Changes in the Net Carrying Value of Goodwill by Segment

	MedSurg and Neurotechnology	Orthopaedics	Total
December 31, 2025	**$ 12,556**	**$ 6,735**	**$ 19,291**
Reallocation of goodwill	(518)	518	—
Additions and adjustments	(74)	—	(74)
Foreign exchange and other	(19)	(10)	(29)
March 31, 2026	**$ 11,945**	**$ 7,243**	**$ 19,188**

Dollar amounts are in millions except per share amounts or as otherwise specified. 10

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

ABOUT STRYKER

Stryker Corporation ("we" 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 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.

In the first quarter 2026 we announced a change in our organizational structure. Our new Ortho Tech business combines the orthopaedic instruments portfolio from our Instruments business with our Mako and enabling technologies portfolio from our Other Orthopaedics business. By bringing Mako, power tools, cutting accessories, enabling technologies and the teams behind these products together under one business, we are simplifying the customer experience and striving to increase our speed to market through focused innovation.

Following this reorganization we will continue to have two business segments - (i) MedSurg and Neurotechnology and (ii) Orthopaedics, each of which comprise a reportable segment. All historical financial segment information has been recast to conform to this new presentation.

MedSurg and Neurotechnology products include surgical equipment, patient and caregiver safety technologies, 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 (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), and minimally invasive products for the treatment of acute ischemic and hemorrhagic stroke and venous thromboembolism (Vascular). Orthopaedics products include implants and surgical equipment such as navigation systems and robotics 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 technologies, products and services they need to support each patient's clinical challenge.

Macroeconomic Environment

In 2025 the United States government announced new tariffs on goods imported into the United States from dozens of countries, including China and the European Union member states. In 2026 the United States Supreme Court issued a ruling in Learning Resources, Inc. v. Trump striking down certain tariffs previously imposed under the International Emergency Economic Powers Act. While this ruling may lead to potential refunds for tariffs paid during 2025, and the United States government subsequently announced a process for seeking such refunds, the availability, timing, and amount of such refunds remain uncertain and subject to further legal and administrative developments. Following this decision the United States administration announced the invocation of alternative authorities, including Section 122 of the Trade Act of 1974, to impose new tariffs on imports. These further actions may increase costs and impact our operational results. We continue to monitor and evaluate the situation. 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" in our Annual Report on Form 10-K for 2025.

Overview of the Three Months

In the three months 2026 we achieved sales growth of 2.6% from 2025. Excluding the impact of acquisitions and divestitures, sales grew 1.0% in constant currency. We reported operating income margin of 15.5%, net earnings of $745 and net earnings per diluted share of $1.93. Excluding the impact of certain items, adjusted operating income margin[(1)] contracted by 180 basis points to 21.1%, with adjusted net earnings[(1)] of $1,004 and adjusted net earnings per diluted share[(1)] of $2.60, a decrease of 8.5% from 2025.

Recent Developments

In the first quarter 2026 we identified a cybersecurity incident which caused disruptions to our business operations. We worked diligently, together with third-party experts and law enforcement, to contain and neutralize the impact of the incident and restore operations. Our investigation of the incident remains ongoing. For more information about risks relating to the impact of the cybersecurity incident to our business, financial condition and results of operations, see Item 1A. "Risk Factors" in Part II of this Form 10-Q.

(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

	Three Months				
			Percent Net Sales		Percentage
	2026	2025	2026	2025	Change
Net sales	**$ 6,020**	**$ 5,866**	**100.0 %**	**100.0 %**	**2.6 %**
Gross profit	3,810	3,744	63.3	63.8	1.8
Research, development and engineering expenses	413	405	6.9	6.9	2.0
Selling, general and administrative expenses	2,281	2,300	37.9	39.2	(0.8)
Amortization of intangible assets	180	167	3.0	2.8	7.8
Goodwill and other impairments	—	35	—	0.6	nm
Interest expense	(148)	(137)	(2.5)	(2.3)	8.0
Other income	62	64	1.0	1.1	(3.1)
Income taxes	105	110	nm	nm	(4.5)
Net earnings	**$ 745**	**$ 654**	**12.4 %**	**11.1 %**	**13.9 %**
Net earnings per diluted share	**$ 1.93**	**$ 1.69**			**14.2 %**
Adjusted net earnings per diluted share[1]	**$ 2.60**	**$ 2.84**			**(8.5)%**

nm - not meaningful

Geographic and Segment Net Sales

	Three Months			
			Percentage Change	
	2026	2025	As Reported	Constant Currency
Geographic:				
United States	$ 4,476	$ 4,440	0.8 %	0.8 %
International	1,544	1,426	8.3	1.5
Total	**$ 6,020**	**$ 5,866**	**2.6 %**	**1.0 %**
Segment:				
MedSurg and Neurotechnology	$ 3,207	$ 3,056	5.0 %	3.6 %
Orthopaedics	2,813	2,810	0.1	(1.8)
Total	**$ 6,020**	**$ 5,866**	**2.6 %**	**1.0 %**

Supplemental Net Sales Growth Information

	Three Months						
			Percentage Change				
					United States	International	
	2026	2025	As Reported	Constant Currency	As Reported	As Reported	Constant Currency
MedSurg and Neurotechnology:							
Instruments	$ 920	$ 838	9.9 %	8.7 %	9.1 %	14.0 %	7.0 %
Endoscopy	868	867	0.1	(1.0)	(1.2)	6.0	—
Medical	902	945	(4.6)	(5.6)	(6.9)	8.3	1.1
Vascular	517	406	27.5	24.0	37.9	17.0	10.5
	$ 3,207	**$ 3,056**	**5.0 %**	**3.6 %**	**3.2 %**	**11.7 %**	**5.1 %**
Orthopaedics:							
Knees	$ 670	$ 639	4.7 %	2.8 %	1.4 %	13.5 %	6.1 %
Hips	460	443	3.7	1.2	2.3	6.0	(0.3)
Trauma and Extremities	1,035	945	9.5	7.4	7.6	15.3	6.8
Ortho Tech	646	617	4.8	3.2	2.0	12.9	6.5
	$ 2,811	$ 2,644	6.3 %	4.3 %	4.0 %	12.2 %	4.9 %
Spinal Implants	2	166	(98.9)	(99.0)	(100.0)	(96.2)	(96.6)
	$ 2,813	**$ 2,810**	**0.1 %**	**(1.8)%**	**(2.0)%**	**5.5 %**	**(1.3)%**
Total	**$ 6,020**	**$ 5,866**	**2.6 %**	**1.0 %**	**0.8 %**	**8.3 %**	**1.5 %**

Note: In the first quarter 2026 we announced a change in our organizational structure. Our new Ortho Tech business combines the orthopaedic instruments portfolio (Orthopaedic Instruments) from Instruments with Other Orthopaedics. In addition, Neuro Cranial and the spine enabling technologies portfolio (Enabling Technologies) from Other Orthopaedics was combined with the remaining Instruments business to align with our internal reporting structure. Ortho Tech includes sales related to Orthopaedic Instruments of $489 and $484 and Other Orthopaedics of $157 and $133. Instruments includes sales related to Neuro Cranial of $606 and $563 and Enabling Technologies of $26 and $29 for the three months 2026 and 2025. We have reflected these changes in all historical periods presented.

Dollar amounts are in millions except per share amounts or as otherwise specified. 12

Consolidated Net Sales

Consolidated net sales increased 2.6% in the three months 2026 as reported and 1.0% in constant currency, as foreign currency exchange rates positively impacted net sales by 1.6%. Excluding the 1.4% impact of acquisitions and divestitures, net sales in constant currency increased by 2.1% from increased unit volume and 0.3% due to higher prices. The unit volume increase was due to higher product shipments across most MedSurg and Neurotechnology businesses and all Orthopaedics businesses.

MedSurg and Neurotechnology Net Sales

MedSurg and Neurotechnology net sales increased 5.0% in the three months 2026 as reported and 3.6% in constant currency, as foreign currency exchange rates positively impacted net sales by 1.4%. Excluding the 2.7% impact of acquisitions and divestitures, net sales in constant currency increased by 0.3% from increased unit volume and 0.6% from higher prices. The unit volume increase was due to higher shipments across the Instruments and Vascular businesses.

Orthopaedics Net Sales

Orthopaedics net sales increased 0.1% in the three months 2026 as reported but decreased 1.8% in constant currency, as foreign currency exchange rates positively impacted net sales by 1.9%. Excluding the 5.9% impact of acquisitions and divestitures, net sales in constant currency increased 4.1% from increased unit volume. The unit volume increase was due to higher shipments across all Orthopaedics businesses.

Gross Profit

Gross profit was $3,810 and $3,744 in the three months 2026 and 2025. The key components of the change were:

	Gross Profit Percent Net Sales
Three Months 2025	**63.8 %**
Sales pricing	10 bps
Volume and mix	10 bps
Manufacturing and supply chain costs	(200) bps
Structural optimization and other special charges	70 bps
Inventory stepped up to fair value	60 bps
Three Months 2026	**63.3 %**

Gross profit as a percentage of net sales in the three months 2026 decreased to 63.3% from 63.8% in 2025 driven by higher manufacturing and supply chain costs primarily due to idle production time related to the cybersecurity incident.

Research, Development and Engineering Expenses

Research, development and engineering expenses increased $8 or 2.0% in the three months 2026. Expenses as a percentage of net sales of 6.9% in the three months 2026 remained flat with 2025.

Selling, General and Administrative Expenses

Selling, general and administrative expenses decreased $19 or 0.8% in the three months 2026. As a percentage of net sales, expenses decreased to 37.9% from 39.2% in 2025, primarily due to continued spend discipline and lower acquisition and integration-related charges. Expenses in the three months 2025 included a charge of $139 for share-based awards for Inari employees that vested upon our acquisition.

Amortization of Intangible Assets

Amortization of intangible assets was $180 and $167 in the three months 2026 and 2025. Refer to Note 7 to our Consolidated Financial Statements for further information.

Goodwill and other impairments

Goodwill and other impairments was $35 in the three months 2025.

Operating Income

Operating income was $936 and $837 in the three months 2026 and 2025. Operating income as a percentage of net sales in the three months 2026 increased to 15.5% from 14.3% in 2025. Refer to the discussion above for the primary drivers of the change.

MedSurg and Neurotechnology operating income as a percentage of net sales decreased to 21.8% in the three months 2026 from 24.8% in 2025. Orthopaedics operating income as a percentage of net sales decreased to 30.1% in the three months 2026 from 30.4% in 2025. The key components of the change were:

	Operating Income Percent Net Sales	
	MedSurg and Neurotechnology	Orthopaedics
Three Months 2025	**24.8 %**	**30.4 %**
Sales pricing	20 bps	0 bps
Volume	20 bps	(10) bps
Manufacturing and supply chain costs	(220) bps	(190) bps
Research, development and engineering expenses	(40) bps	40 bps
Selling, general and administrative expenses	(80) bps	130 bps
Three Months 2026	**21.8 %**	**30.1 %**

The decrease in MedSurg and Neurotechnology operating income as a percentage of net sales for the three months was primarily driven by higher manufacturing and supply chain costs due to idle production time related to the cybersecurity incident, higher selling, general and administrative expenses, and higher research, development and engineering expenses partially offset by higher unit volumes and prices.

The decrease in Orthopaedics operating income as a percentage of net sales for the three months was primarily driven by higher manufacturing and supply chain costs due to idle production time related to the cybersecurity incident and lower unit volumes partially offset by lower selling, general and administrative expenses and research, development and engineering expenses.

Interest Expense

Interest expense was $148 and $137 in the three months 2026 and 2025. The increase in interest expense in the three months 2026 from 2025 was primarily due to 2025 debt issuances.

Other Income

Other income was $62 and $64 in the three months 2026 and 2025. The decrease in other income in the three months 2026 from 2025 was primarily due to lower interest income in 2026.

Income Taxes

Our effective tax rates were 12.4% and 14.4% in the three months 2026 and 2025. The effective tax rates for the three months 2026 and 2025 reflect the continued lower effective income tax rates as a result of our European operations and certain discrete tax items.

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.

Dollar amounts are in millions except per share amounts or as otherwise specified. 13

Net Earnings

Net earnings increased to $745 or $1.93 per diluted share in the three months 2026 from $654 or $1.69 per diluted share in 2025. Refer to the discussion above for 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 Non-GAAP Financial Measures to the Most Directly Comparable GAAP Financial Measures

Three Months 2026	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	**$ 3,810**	**$ 2,281**	**$ 413**	**$ 936**	**$ (86)**	**$ 105**	**$ 745**	**12.4 %**	**$ 1.93**
Reported percent net sales	63.3 %	37.9 %	6.9 %	15.5 %	(1.4)%	nm	12.4 %		
Acquisition and integration-related costs:									
Inventory stepped-up to fair value	—	—	—	—	—	—	—	—	—
Other acquisition and integration-related (a)	2	(13)	(4)	19	—	4	15	0.1	0.04
Amortization of purchased intangible assets	—	—	—	180	—	30	150	0.6	0.38
Structural optimization and other special charges (b)	14	(104)	—	118	(11)	25	82	1.1	0.21
Goodwill and other impairments (c)	—	—	—	—	—	—	—	—	—
Medical device regulations (d)	—	—	(5)	5	—	1	4	—	0.01
Recall-related matters (e)	1	(9)	—	10	—	2	8	0.1	0.02
Regulatory and legal matters (f)	—	(3)	—	3	—	1	2	—	0.01
Tax matters (g)	—	—	—	—	—	2	(2)	0.2	—
Adjusted	**$ 3,827**	**$ 2,152**	**$ 404**	**$ 1,271**	**$ (97)**	**$ 170**	**$ 1,004**	**14.5 %**	**$ 2.60**
Adjusted percent net sales	63.6 %	35.8 %	6.7 %	21.1 %	(1.6)%	nm	16.7 %		

Three Months 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	**$ 3,744**	**$ 2,300**	**$ 405**	**$ 837**	**$ (73)**	**$ 110**	**$ 654**	**14.4 %**	**$ 1.69**
Reported percent net sales	63.8 %	39.2 %	6.9 %	14.3 %	(1.2)%	nm	11.1 %		
Acquisition and integration-related costs:									
Inventory stepped-up to fair value	34	—	—	34	—	8	26	0.5	0.07
Other acquisition and integration-related (a)	13	(171)	(1)	185	—	6	179	(2.5)	0.47
Amortization of purchased intangible assets	—	—	—	167	—	34	133	1.4	0.35
Structural optimization and other special charges (b)	22	(19)	—	41	—	14	27	1.0	0.07
Goodwill and other impairments (c)	—	—	—	35	—	9	26	0.7	0.06
Medical device regulations (d)	1	—	(11)	12	—	3	9	0.1	0.02
Recall-related matters (e)	31	(2)	—	33	—	8	25	0.5	0.06
Regulatory and legal matters (f)	—	—	—	—	—	1	(1)	—	—
Tax matters (g)	—	—	—	—	—	(19)	19	(2.4)	0.05
Adjusted	**$ 3,845**	**$ 2,108**	**$ 393**	**$ 1,344**	**$ (73)**	**$ 174**	**$ 1,097**	**13.7 %**	**$ 2.84**
Adjusted percent net sales	65.5 %	35.9 %	6.7 %	22.9 %	(1.2)%	nm	18.7 %		

nm - not meaningful

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

	Three Months 2026	Three Months 2025
Employee retention and workforce reductions	$ 3	$ 16
Changes in the fair value of contingent consideration	3	(2)
Manufacturing integration costs	5	4
Stock compensation payments upon a change in control	—	139
Other integration-related activities	8	28
Adjustments to Operating Income	**$ 19**	**$ 185**
Other income taxes related to acquisition and integration-related costs	4	6
Adjustments to Income Taxes	**$ 4**	**$ 6**
Adjustments to Net Earnings	**$ 15**	**$ 179**

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

	Three Months 2026	Three Months 2025
Employee retention and workforce reductions	$ 7	$ 32
Closure/transfer of manufacturing and other facilities	5	5
Product line exits	2	3
Termination of sales relationships in certain countries	81	—
Other charges	23	1
Adjustments to Operating Income	**$ 118**	**$ 41**
Adjustments to Other Income (Expense), Net	**$ (11)**	**$ —**
Adjustments to Income Taxes	**$ 25**	**$ 14**
Adjustments to Net Earnings	**$ 82**	**$ 27**

Dollar amounts are in millions except per share amounts or as otherwise specified. 15

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

	Three Months	
	2026	2025
Certain long-lived and intangible asset write-offs and impairments	$ —	$ 34
Product line exits (e.g., long-lived asset and specifically-identified intangible asset write-offs)	—	1
Adjustments to Operating Income	**$ —**	**$ 35**
Adjustments to Income Taxes	**$ —**	**$ 9**
Adjustments to Net Earnings	**$ —**	**$ 26**

(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:

	Three Months	
	2026	2025
Adjustments related to the transfer of certain intellectual properties between tax jurisdictions	$ (20)	$ (47)
Other tax matters	22	28
Adjustments to Income Taxes	**$ 2**	**$ (19)**
Adjustments to Other Income (Expense), Net	**$ —**	**$ —**
Adjustments to Net Earnings	**$ (2)**	**$ 19**

FINANCIAL CONDITION AND LIQUIDITY

	Three Months	
Net cash provided by (used in):	**2026**	**2025**
Operating activities	$ 581	$ 250
Investing activities	(185)	(4,136)
Financing activities	(1,510)	2,534
Effect of exchange rate changes	(19)	20
Change in cash and cash equivalents	**$ (1,133)**	**$ (1,332)**

Operating Activities

Cash provided by operating activities was $581 and $250 in the three months 2026 and 2025. The increase was primarily due to changes in working capital accounts.

Investing Activities

Cash used in investing activities was $185 and $4,136 in the three months 2026 and 2025. The three months 2026 included cash paid for purchases of property, plant and equipment. The three months 2025 included cash paid to acquire Inari and purchases of property, plant and equipment partially offset by proceeds from the sale of short-term investments. Refer to Note 7 to our Consolidated Financial Statements for further information on acquisitions.

Financing Activities

Cash used in financing activities was $1,510 in the three months 2026 and cash provided by financing activities was $2,534 in the three months 2025. In 2026, cash used was primarily driven by repayments of $1,000 to pay off maturing unsecured notes as described in Note 8 to our Consolidated Financial Statements and dividend payments. Cash provided by 2025 was primarily driven by proceeds from the issuance of various senior unsecured notes which was partially offset by dividend payments.

Liquidity

Cash, cash equivalents, short-term investments and marketable securities were $2,965 and $4,100 on March 31, 2026 and December 31, 2025. Current assets exceeded current liabilities by $7,023 and $6,961 on March 31, 2026 and December 31, 2025. 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 have raised funds in the capital markets and have accessed the credit 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, short-term investments and marketable securities held in locations outside the United States was 32% on March 31, 2026 compared to 20% on December 31, 2025.

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

There were no changes to our critical accounting policies and estimates from those disclosed in our Annual Report on Form 10-K for 2025, except as follows:

Following the reorganization discussed in Note 12 we will continue to have two reportable segments, MedSurg and Neurotechnology and Orthopaedics. The reorganization impacts the composition of the Instruments and Joint Replacement reporting units and results in a new reporting unit representing the Ortho Tech business.

We assessed goodwill for impairment for the impacted reporting units immediately before and after the reorganization and concluded that there was no impairment of goodwill for any of the reporting units impacted by the reorganization.

In connection with this reorganization we reallocated the goodwill associated with the impacted businesses using the relative fair value approach, resulting in a reallocation of $518 of goodwill from the MedSurg and Neurotechnology segment to the Orthopaedics segment.

Historical impairment assessments for our other reporting units have indicated that their implied fair values exceed their respective carrying amounts. We have not identified any factors in 2026 that would lead us to believe that those reporting units are at risk of a goodwill impairment.

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.

Dollar amounts are in millions except per share amounts or as otherwise specified. 16

OTHER MATTERS

Legal and Regulatory Matters

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 Note 6 to our Consolidated Financial Statements for further information.

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, including uncertainties related to the impact of the cybersecurity incident first reported on March 11, 2026 on our operations and financial results. 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 the risks discussed in Item 1A. "Risk Factors" of our Annual Report on Form 10-K for 2025. This Form 10-Q should be read in conjunction with our Consolidated Financial Statements and accompanying notes to our Consolidated Financial Statements in our Annual Report on Form 10-K for 2025. 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.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

We consider our greatest potential area of market risk exposure to be exchange rate risk on our operating results. Quantitative and qualitative disclosures about exchange rate risk are included in Item 7A "Quantitative and Qualitative Disclosures About Market Risk" of our Annual Report on Form 10-K for 2025. There were no material changes from the information provided therein.

ITEM 4. CONTROLS AND PROCEDURES

Evaluation of Disclosure Controls and Procedures

Our 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) on March 31, 2026. Based on that evaluation, the Certifying Officers concluded the Company's disclosure controls and procedures were effective as of March 31, 2026.

Changes in Internal Control Over Financial Reporting

There was no change to our internal control over financial reporting during the three months 2026 that materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II – OTHER INFORMATION

ITEM 1A. RISK FACTORS

We are not aware of any material changes to the risk factors included in Item 1A. "Risk Factors" in our Annual Report on Form 10-K for 2025, except for updates to the following risk factors:

BUSINESS AND OPERATIONAL RISKS

We have experienced, and in the future 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 or actions, such as the United States' ongoing combat operations in Iran, can also impact the cybersecurity threat risk landscape. Some of our products, services, and IT 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. For example, on March 11, 2026, we identified and reported a cybersecurity incident affecting certain IT systems that resulted in a disruption to our corporate network environment and caused disruption to our business operations. As disclosed in our Current Report on Form 8-K/A, dated April 9, 2026, filed under Item 1.05, we subsequently determined that this incident had a material impact on our operations, with resulting impact to our financial results for the first quarter of 2026. While we are fully operational across our global manufacturing network and our commercial, ordering and distribution systems have been restored, our investigation of the incident remains ongoing and we may experience further adverse impacts, including financially, reputationally or otherwise. In addition, any future breaches, unauthorized access or disruptions could have a material adverse effect on our business, financial condition and results of operations, including through business interruption, loss of revenue, regulatory fines, litigation costs, reputational harm and increased cybersecurity expenditures. 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. For example, in connection with the March 11, 2026 cybersecurity incident, we activated our incident response protocols, engaged external cybersecurity experts to assist in investigation, containment and remediation, notified applicable regulatory authorities and kept our customers and vendors informed through a number of communication channels. Notwithstanding these efforts, 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 nor 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 the March 11, 2026 cyber incident and any future cyber incident, and the steps that we may need to take to further investigate any such 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. 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 work remotely, which has exposed us, and may continue to expose us, to greater risks related to cybersecurity and cyber-liability.

In responding to a cybersecurity incident or other disruption to our IT systems, we have been required and in the future may be required to use manual processes or other alternatives to our normal systems for a period of time. These workarounds may be less efficient, may not be sustainable for extended periods, and may increase the risk of errors, delays or data integrity issues (including with respect to information collected or processed during the disruption). For example, during the March 11, 2026 cybersecurity incident, certain of our employees were unable to access our IT systems. Any such issues could adversely affect our ability to maintain effective processes and controls, including processes supporting financial and operational reporting, and could result in additional costs, remediation efforts, regulatory scrutiny or litigation.

Hardware and software failures or delays in our key IT systems, networks, processes or sites have disrupted and could in the future 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 IT 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. The March 11, 2026 cybersecurity incident demonstrates that such damage or disruptions can compromise the security of our information systems and networks with material consequences. 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. Disruptions or failures of our systems, networks, processes or sites have had, and could in the future 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.

Interruption of manufacturing operations has adversely affected, and could in the future 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. For example, the March 11, 2026 cybersecurity incident, which we determined to be material as disclosed in our Current Report on Form 8-K/A, dated April 9, 2026, filed under Item 1.05, affected certain IT systems that resulted in a disruption to our corporate network environment and caused disruption to our business operations. While we resumed our manufacturing operations shortly after the March 11, 2026 incident, in the event of a future 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.

ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS

We issued 12,757 shares of our common stock in the three months 2026 as performance incentive awards to employees. These shares are not registered under the Securities Act of 1933 based on the conclusion that the awards would not be events of sale within the meaning of Section 2(a)(3) of the Act.

In March 2015 we announced that our Board of Directors had authorized us to purchase up to $2,000 of our common stock. 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.

In the three months 2026 we did not repurchase any shares of our common stock under our authorized repurchase program. The total dollar value of shares of our common stock that could be acquired under our authorized repurchase program was $1,033 as of March 31, 2026.

ITEM 5. OTHER INFORMATION

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).

On February 24, 2026 Spencer Stiles, our President and Chief Operating Officer, adopted a trading plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act for the sale of shares of Stryker common stock. The plan terminates on the earlier of the close of trading on April 30, 2027 or the date the maximum aggregate number of shares to be sold under the plan is sold, subject to early termination for certain specified events set forth in the plan. The maximum aggregate number of shares to be sold under the plan is 7,849 shares.

On February 26, 2026 Robert Fletcher, our Vice President, Chief Legal Officer, adopted a trading plan intended to satisfy the affirmative defense conditions of Rule 10b5-1(c) under the Exchange Act for the sale of shares of Stryker common stock. The plan terminates on the earlier of the close of trading on April 30, 2027 or the date the maximum aggregate number of shares to be sold under the plan is sold, subject to early termination for certain specified events set forth in the plan. The maximum aggregate number of shares to be sold under the plan is 15,952 shares, representing the maximum number of shares underlying certain previously granted PSUs, excluding any dividend equivalents, which cannot be determined until the applicable vesting dates. Under the terms of the plan, only the net shares remaining after satisfaction of applicable tax withholding obligations upon vesting of the awards will be sold.

ITEM 6. EXHIBITS

31(i)†	Certification of Principal Executive Officer of Stryker Corporation pursuant to Rule 13a-14(a).
31(ii)†	Certification of Principal Financial Officer of Stryker Corporation pursuant to Rule 13a-14(a).
32(i)††	Certification by Principal Executive Officer of Stryker Corporation pursuant to 18 U.S.C. Section 1350.
32(ii)††	Certification by Principal Financial Officer of Stryker Corporation pursuant to 18 U.S.C. Section 1350.
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-Q
†† Furnished with this Form 10-Q

Dollar amounts are in millions except per share amounts or as otherwise specified. 19

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)

Date: May 11, 2026

/s/ KEVIN A. LOBO
Kevin A. Lobo
Chair and Chief Executive Officer

Date: May 11, 2026

/s/ PRESTON W. WELLS
Preston W. Wells
Vice President, Chief Financial Officer