

## Reporting, Investigations, and Enforcement:

1. Stryker employees should report any suspected violation of any law or Stryker policy or procedure to the President or Compliance Officer of their Division, or to the Chief Executive Officer, General Counsel, Chief Compliance Officer, or Chief Financial Officer of the Company. The Divisional President and Compliance Officer, General Counsel, Chief Compliance Officer, and Chief Financial Officer shall notify the Chief Executive Officer of any reports that they receive. All material violations shall be reported to Stryker's Board of Directors.
2. The identity of the person or persons making a report will remain confidential (if the person so wishes) except on a "need to know" basis. Reporting may be anonymous. All reported violations will be promptly investigated. Employees are required to cooperate fully with any investigation initiated by the Company.
3. Stryker will take appropriate disciplinary action, up to and including termination of employment, to enforce compliance. Grounds for disciplinary action include: (a) violations of applicable laws, policies or procedures, including violations of the Stryker Code of Conduct, this Compliance Program, and other Company or divisional policies; (b) failure to report a violation; (c) retaliation of any kind against any employee who reports a suspected violation in good faith; and (d) failure of an officer or supervisor to use appropriate care to prevent or detect violations.
4. Questions concerning the Stryker Compliance Program should be directed to the President or Compliance Officer of the applicable Division, or to Stryker's Chief Executive Officer, General Counsel, Chief Compliance Officer, or Chief Financial Officer.

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**Joint Replacements**

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**Trauma, Extremities & Deformities**

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**Craniomaxillofacial**

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**Spine**

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**Biologics**

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**Surgical Products**

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**Neuro & ENT**

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**Interventional Spine**

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**Navigation**

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**Endoscopy**

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**Communications**

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**Imaging**

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**Patient Care & Handling Equipment**

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**EMS Equipment**

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# Stryker Compliance Program

## Corporate Policy Number Eight

**Copies of all Corporate Policies  
may be found on  
[www.stryker.com/corporatepolicies](http://www.stryker.com/corporatepolicies)**

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Policy Date: 6/8/06

[www.stryker.com](http://www.stryker.com)



## Introduction:

Since its founding by Dr. Homer H. Stryker in 1941, Stryker Corporation has been committed to conducting its affairs in compliance with all applicable laws and regulations and in accordance with the highest ethical standards. This Compliance Program has been established by Stryker's Board of Directors to help ensure that we continue to meet our commitment to ethical and lawful conduct. This Program applies to all employees, officers, and directors of Stryker Corporation and its domestic and foreign subsidiaries, divisions, and operating units (hereafter collectively referred to as "Divisions") and supplements the compliance procedures set forth in our Code of Conduct.

## Responsibilities and Procedures:

- 1. Employees, Officers, and Directors.** All employees, officers, and directors of Stryker Corporation are responsible for complying with Stryker's Code of Conduct, applicable laws, policies, and procedures, and this Compliance Program. Directors, corporate and divisional officers, and other employees identified by Stryker management will be required to confirm in writing on an annual basis that they understand and are complying with these laws, policies, and procedures.
- 2. Stryker Divisions.** Stryker conducts its business through its operating divisions, and each Stryker Division is responsible for conducting its affairs ethically and lawfully.

2.1. **Divisional Presidents.** The President or executive in charge of each Stryker Division (hereafter referred to as the "Divisional President") has primary responsibility for ensuring that his or her employees know and comply with applicable laws, policies, procedures, and ethical standards. The Divisional President shall appoint a Divisional Compliance Officer and a Divisional Compliance Committee to assist the President in fulfilling these responsibilities, and shall serve on the Divisional Compliance Committee.

2.2. **Divisional Compliance Officers.** The Divisional Compliance Officer shall be an officer or high-ranking employee of the Division. The Divisional Compliance Officer will chair and direct the activities of the Divisional Compliance Committee. The Divisional Compliance Officer will report to the Divisional President and to Stryker's Chief Compliance Officer and General Counsel.

### 2.3. Divisional Compliance Committees.

- (a) Composition.** Each Divisional Compliance Committee shall consist of the Division's President, Compliance Officer, and such other employees as the Divisional President deems appropriate.
- (b) Responsibilities.** Each Divisional Compliance Committee is responsible for:
  - (1) Knowledge of Applicable Laws and Standards.** The Divisional Compliance Committee shall be knowledgeable of the Stryker Code of Conduct, the Stryker Policy Manual, the Division's Employee Handbook, other policies and procedures established by Stryker and the Division, and all laws and regulations that may govern the Division's activities.
  - (2) Education and Training.** The Divisional Compliance Committee is responsible for providing education and training to employees on applicable laws, policies, and procedures.
  - (3) Monitoring/Auditing.** The Divisional Compliance Committee is responsible for establishing audit procedures for monitoring compliance with applicable laws, policies, and procedures.
  - (4) Reporting.** The Divisional Compliance Committee, through the Divisional President and the Divisional Compliance Officer, shall report all compliance issues to Stryker's Chief Executive Officer, Chief Compliance Officer, General Counsel, or Chief Financial Officer. The Divisional President also shall review the Division's compliance status with Stryker's Board of Directors on an annual basis.

### 3. Stryker Chief Compliance Officer, General Counsel, and Corporate Financial Officers.

3.1 **Chief Compliance Officer.** Stryker's Chief Compliance Officer has oversight responsibility for Stryker's compliance programs and activities. These responsibilities include working with Stryker's Divisional Compliance Officers, Divisional Compliance Committees, and Corporate Compliance Committee in support of their compliance and liability avoidance efforts, helping identify potential liability

issues and developing and implementing action plans to address those issues, and auditing and monitoring the Company's compliance activities and status.

3.2. **General Counsel.** Stryker's General Counsel and legal staff are responsible for assisting the Divisions and the Company in the development, implementation, and operation of their compliance plans, including providing advice and counsel on laws and regulations that govern the Divisions' activities and aiding the Divisions in the development and maintenance of their educational and compliance monitoring programs.

3.3. **Corporate Financial Officers.** Stryker's Chief Financial Officer, Controller, Treasurer, Vice President of Internal Audit, Vice President of Tax, and corporate financial staff are responsible for helping the Divisions and the Company comply with applicable financial, tax, reporting, and accounting laws and requirements, and for assisting the Divisions in the investigation of any reported violations of these laws and requirements.

- 4. Stryker Corporate Compliance Committee.** Stryker's Corporate Compliance Committee shall consist of senior Corporate representatives from Finance, Risk Management, Compliance, Legal, Human Resources, Internal Audit, Regulatory/Quality, Information Technology, and other Company-wide functions. The Committee's responsibilities include coordinating compliance and liability avoidance activities across functions, implementing Company-wide compliance initiatives, and providing support and oversight for Divisional compliance and risk avoidance efforts.
- 5. Stryker Board of Directors.** Stryker's Board of Directors is responsible for overseeing the administration of the Stryker Compliance Program.