DANAHER CORP /DE/

Form 4

February 03, 2015

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

3235-0287 Number:

**OMB APPROVAL** 

January 31, Expires: 2005

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Check this box

obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LOHR WALTER G			2. Issuer Name Symbol	and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer					
			DANAHER (	CORP /DE/ [DHR]	(Chec	k all applical	ble)			
(Last)	(First)	(Middle)	3. Date of Earlie	st Transaction	(	rr	,			
2200 PENNSYLVANIA AVENUE, NW, SUITE 800W			(Month/Day/Yea 02/02/2015	ır)	_X_ Director Officer (give below)	titleO below)				
(Street)			4. If Amendmen	t, Date Original	6. Individual or Joint/Group Filing(Check					
WASHING	TON, DC 20	037	Filed(Month/Day,	Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table I - N	on-Derivative Securities Ac	quired, Disposed of	f, or Benefic	ially Owned			
1.Title of		Date 2A. Deer		4. Securities Acquired	5. Amount of	6.	7. Nature o			

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership	
			Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock	02/02/2015		S	8,000	A	\$ 82.298 (1)	452,635	D		
Common Stock							106,656	I	By trust (2)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	nd	8. Price of	9. Ni
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underlyi	ng	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securities	S	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3 a	and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Tran
					of (D)						(Inst
					(Instr. 3,						
					4, and 5)						
								Ат	mount		
								or			
						Date	Expiration		umber		
						Exercisable	Date	of			
				Code V	(A) (D)				nares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

LOHR WALTER G 2200 PENNSYLVANIA AVENUE, NW SUITE 800W WASHINGTON, DC 20037

X

### **Signatures**

James F. O'Reilly, attorney-in-fact for Walter G. Lohr, Jr.

02/03/2015

\*\*Signature of Reporting Person

Date

# **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- The price reported in Column 4 is a werighted average price. These shares were sold in multiple transactions at prices ranging from \$82.27 to \$82.32, inclusive. The reporting person undertakes to provide to Danaher Corporation, any securityholder of **(1)** Danaher Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in the footnotes to this Form 4.
- The reported shares are held in a trust for the benefit of the reporting person's adult children, for which the reporting person is the **(2)** trustee and has voting and investment control over the shares. The reporting person disclaims beneficial ownership of these

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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