

SECURITIES AND EXCHANGE COMMISSION

FORM SC 14D1/A

Tender offer statement. [amend]

Filing Date: **1995-07-28**
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SUBJECT COMPANY

JOSLYN CORP /IL/

CIK:**54045** | IRS No.: **363560095** | State of Incorporation: **IL** | Fiscal Year End: **1231**
Type: **SC 13D/A** | Act: **34** | File No.: **005-15605** | Film No.: **95557262**
SIC: **3620** Electrical industrial apparatus

Mailing Address
30 S WACKER DRIVE
CHICAGO IL 60606

Business Address
30 S WACKER DR
CHICAGO IL 60606
3124542900

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3124542900

FILED BY

DANAHER CORP /DE/

CIK:**313616** | IRS No.: **591995548** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **SC 14D1/A**
SIC: **3585** Air-cond & warm air heatg equip & comm & indl refrig equip

Mailing Address
1250 24TH STREET NW
SUITE 800
WASHINGTON DC 20037

Business Address
1250 24TH ST NW
SUITE 800
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2028280850

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 14D-1
TENDER OFFER STATEMENT
PURSUANT TO SECTION 14(D) (1) OF THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 2)
AND
SCHEDULE 13-D UNDER THE SECURITIES EXCHANGE ACT OF 1934

(AMENDMENT NO. 4)

JOSLYN CORPORATION
(NAME OF SUBJECT COMPANY)

TK ACQUISITION CORPORATION
DANAHER CORPORATION
(BIDDER)

COMMON STOCK, PAR VALUE \$1.25 PER SHARE (INCLUDING THE ASSOCIATED RIGHTS) (TITLE OF CLASS OF SECURITIES)	48107010 (CUSIP NUMBER OF CLASS OF SECURITIES)
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PATRICK W. ALLENDER
TK ACQUISITION CORPORATION
C/O DANAHER CORPORATION
1250 24TH STREET, N.W., SUITE 800
WASHINGTON D.C. 20037
TELEPHONE: (202) 828-0850
(NAME, ADDRESS AND TELEPHONE NUMBER OF PERSON AUTHORIZED
TO RECEIVE NOTICES AND COMMUNICATIONS ON BEHALF OF BIDDER)

COPY TO:
MEREDITH M. BROWN, ESQ.
DEBEVOISE & PLIMPTON
875 THIRD AVENUE
NEW YORK, NEW YORK 10022
TELEPHONE: (212) 909-6000

Danaher Corporation and TK Acquisition Corporation hereby amend and supplement their Tender Offer Statement on Schedule 14D-1 (as amended, the "Schedule 14D-1") filed on July 24, 1995, with respect to the offer to purchase all of the outstanding shares of Common Stock, \$1.25 par value per share, of Joslyn Corporation, an Illinois corporation, including the associated common stock purchase rights, as set forth in this Amendment No. 2. Capitalized terms used herein without definition have the meanings assigned to them in the Schedule 14D-1.

Item 10. Additional Information

Item 10 is hereby amended and supplemented by adding thereto the following:

- (f) On July 27, 1995, George M. Sherman, President and Chief Executive Officer of Parent, received the following letter from William E. Bendix, currently Chairman of the Board of Directors of the Company.

July 27, 1995

Mr. George M. Sherman
President and Chief Executive Officer
Danaher Corporation
1250, 24th Street, N.W. - Suite 300
Washington, D.C. 20037

Dear George:

As you know, because Danaher Corporation has now launched a tender offer, our Board of Directors will shortly be compelled to state a position on the transaction. In order that the Board can have before it full information before stating its position, they have asked us and our advisors, among other things, to meet with you and your advisors. In order to have a meaningful discussion with you, we would be prepared to provide you with certain, highly-focused, non-public information, subject to an appropriate confidentiality agreement. Our investment bankers are contacting yours to arrange such a meeting.

Sincerely,

William E. Bendix

L.G. Wolski

cc: Board of Directors of Joslyn Corporation

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Danaher Corporation

/s/ Patrick W. Allender

By: _____

Name: Patrick W. Allender

Title: Senior Vice President,
Chief Financial Officer
and Secretary

TK Acquisition Corporation

/s/ Patrick W. Allender

By: _____

Name: Patrick W. Allender

Title: Vice President and
Treasurer

Date: July 28, 1995