

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-15**
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REPORTING OWNER

CULP H LAWRENCE JR

CIK: **1205247**

Type: **4** | Act: **34** | File No.: **001-08089** | Film No.: **13852706**

Mailing Address
DANAHER CORP
2099 PENNSYLVANIA AVE
NW 12TH FL
WASHINGTON DC 20006

ISSUER

DANAHER CORP /DE/

CIK: **313616** | IRS No.: **591995548** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **3823** Industrial instruments for measurement, display, and control

Mailing Address	Business Address
2200 PENNSYLVANIA AVE. N.W. SUITE 800W WASHINGTON DC 20037-1701	2200 PENNSYLVANIA AVE. N.W. SUITE 800W WASHINGTON DC 20037-1701 2028280850

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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. Name and Address of Reporting Person CULP H LAWRENCE JR			2. Issuer Name and Ticker or Trading Symbol DANAHER CORP/DE/ [DHR]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/15/2013					
2200 PENNSYLVANIA AVENUE, NW, SUITE 800W			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) WASHINGTON, DC 20037								
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/15/2013		M		500,000	A	\$30.84	1,012,199	I	By LLC (L)
Common Stock	05/15/2013		S		500,000	D	\$61.924 (2)	512,199	I	By LLC (L)
Common Stock								595,598	D	
Common Stock								158,562	I	By GRAT
Common Stock								3,663	I	By 401(k)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee stock option (right to buy)	\$30.84	05/15/2013		M		500,000		(3)	02/27/2016	Common Stock	500,000	\$ 0	1,121,000	I	By LLC (L)

Explanation of Responses:

1. Owned by limited liability companies, as to each of which the members are Mr. Culp and an entity controlled by Mr. Culp.
2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.58 to 62.14, inclusive. The reporting person undertakes to provide to Danaher Corporation, any securityholder of 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.
3. 100% of the reported options became exercisable on February 27, 2011.

Signatures

James F. O'Reilly, attorney-in-fact for H. Lawrence Culp, Jr.

** Signature of Reporting Person

05/16/2013

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.