Edgar Filing: DANAHER CORP /DE/ - Form 4

DANAHER	CORP /DE/											
Form 4												
July 30, 200)7											
FORM	ΛΔ								PPROVAL			
	UNITED	STATES		RITIES A Ashington			COMMISSIO	N OMB Number:	3235-0287			
Check the								Expires:	January 31,			
if no lor subject		MENT OI	F CHAI	NGES IN	BENEF	ICIAL O	WNERSHIP O	Estimated	2005 average			
Section						burden hou	-					
Form 4								response	. 0.5			
Form 5 obligation	200						nge Act of 1934					
may cor				•	•	· ·	of 1935 or Sect	ion				
See Inst	ruction	30(h)	of the I	nvestment	Compa	ny Act of 1	.940					
1(b).												
(Print or Type	Responses)											
1. Name and Address of Reporting Person _ 2. Issuer Name and T Graham Jonathan P Symbol						r Trading	of Reporting Per	Reporting Person(s) to				
Grunum 30	nuthun 1		Symbol DANA	HER CO		נחווחו						
							(Check all applicable)					
(Last)	(First) (Middle)		of Earliest T	ransaction							
(Month. 2099 PENNSYLVANIA AVENUE, 07/27/				Day/Year)			Director 10% Owner X Officer (give title Other (specify					
NW, 12TH FLOOR				2007			below) below) Senior VP & GC					
(Street) 4. If A			4. If Am	endment, D	ate Origina	al	6. Individual or Joint/Group Filing(Check					
				onth/Day/Yea	-		Applicable Line)					
WASHING	GTON, DC 20006							y One Reporting P More than One R				
(City)	(State)	(Zip)										
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned			
1.Title of	2. Transaction Date			3.	4. Securi		5. Amount of	6. Ownership	7. Nature of			
Security (Instr. 3)	(Month/Day/Year)			Transactio Code	nAcquired Disposed		Securities Beneficially	Form: Direct (D) or Indirect	Indirect Beneficial			
(1130.5)				(Instr. 8)	(Instr. 3,		Owned	(I)	Ownership			
			•				Following	(Instr. 4)	(Instr. 4)			
						(A)	Reported Transaction(s)					
						or	(Instr. 3 and 4)					
				Code V	Amount	(D) Price	(
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.					
	•				-	-	spond to the colle	ection of	SEC 1474			

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 control number.

 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. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Securi

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Instr.	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Executive Deferred Income Plan Danaher Stock Fund (1)	\$ 0 <u>(2)</u>	07/27/2007		А		0.37		<u>(3)</u>	<u>(3)</u>	Common Stock (1)	0.37	\$ 73 (<u>1</u>)

Reporting Owners

Relationships						
Director	10% Owner	Officer	Other			
		Senior VP & GC				
James F. O'Reilly, attorney-in-fact for Jonathan P. Graham						
		Date				
		Director 10% Owner	Director 10% Owner Officer Senior VP & GC athan P. 07/27/2007			

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).

Compensation deferred or contributed into the Danaher stock fund (the "EDIP Stock Fund") included in Danaher's Executive Deferred Income Plan (the "EDIP") is deemed to be invested in a number of unfunded, notional shares of Danaher common stock based on the

- closing price of Danaher common stock as reported on the NYSE on the date such compensation is credited to the EDIP Stock Fund. The
 price shown in Table II, Column 8 above is the closing price per share of Danaher common stock as reported on the NYSE on the
 transaction date noted above.
- (2) The notional shares convert on a one-for-one basis.

The reporting person immediately vests in 100% of each voluntary contribution to the EDIP Stock Fund. The reporting person will vest in all company contributions to the EDIP Stock Fund as follows: 100% upon the earlier of the reporting person's death, or upon retirement

(3) following at least 5 years of service with Danaher and reaching the age of 55, or, if earlier, one-tenth per vesting year of participation following five vesting years of participation, in each case in accordance with the plan. Upon termination of employment, the vested portion of the EDIP Stock Fund is settled in Danaher common stock.

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.

Reporting Owners