

DANAHER CORP /DE/  
Form 4  
February 03, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
CAPLIN MORTIMER M

2. Issuer Name and Ticker or Trading Symbol  
DANAHER CORP /DE/ [DHR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

2099 PENNSYLVANIA AVENUE,  
NW, 12TH FLOOR

3. Date of Earliest Transaction  
(Month/Day/Year)

02/01/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

WASHINGTON, DC 20006

(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 Ownership (Instr. 4)   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |  |
| Common Stock                    | 02/01/2006                           |  | G <sup>(1)</sup>               | V 260,000 D \$ 0  | 74,200  | I  | By revocable trust of which reporting person and spouse are sole trustees and lifetime beneficiaries |
| Common Stock                    | 02/03/2006                           |  | G                              | V 350 D \$ 0  | 73,850  | I  | By revocable trust of which reporting person and   |

|              |            |  |   |   |     |   |      |        |   |   |
|--------------|------------|--|---|---|-----|---|------|--------|---|---|
| Common Stock | 02/03/2006 |  | G | V | 350 | D | \$ 0 | 73,500 | I | spouse are sole trustees and lifetime beneficiaries<br>By revocable trust of which reporting person and spouse are sole trustees and lifetime beneficiaries |
| Common Stock | 02/03/2006 |  | G | V | 350 | D | \$ 0 | 73,150 | I | By revocable trust of which reporting person and spouse are sole trustees and lifetime beneficiaries  |
| Common Stock | 02/03/2006 |  | G | V | 350 | D | \$ 0 | 72,800 | I | By revocable trust of which reporting person and spouse are sole trustees and lifetime beneficiaries  |
| Common Stock |            |  |   |   |     |   |      | 14,148 | I | By charitable foundation of which reporting person is director and president <sup>(2)</sup>   |

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

**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.**

SEC 1474  
(9-02)

**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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Nature of Beneficial Ownership |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|-----------------------------------|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|-----------------------------------|

|                        |   |                     |   |       |  |
|------------------------|---|---------------------|---|-------|--|
| Derivative<br>Security | Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | (Instr. 3 and 4)    | Own<br>Follo<br>Repo<br>Trans<br>(Instr |       |  |
| Code                   | V (A) (D)   | Date<br>Exercisable | Expiration<br>Date                      | Title | Amount<br>or<br>Number<br>of<br>Shares |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| CAPLIN MORTIMER M<br>2099 PENNSYLVANIA AVENUE, NW<br>12TH FLOOR<br>WASHINGTON, DC 20006 | X             |           |         |       |

## Signatures

|   |            |
|---|------------|
| James F. O'Reilly, attorney-in-fact for Mortimer M.<br>Caplin | 02/03/2006 |
| **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).
- (1) The recipient of the gifted shares is a grantor retained annuity trust with an independent trustee.
  - (2) The reporting person disclaims beneficial ownership of the shares held by the charitable foundation.

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.