## Edgar Filing: LUTZ ROBERT S - Form 4

LUTZ ROBE	ERTS									
Form 4										
May 11, 201	1									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB APPROVAL			
UNITED STATES SECURITIES AND EACHANGE COMMISSION							OMB	3235-0287		
Check thi		Washington, D.C. 20549						Number:		
if no long		F CHANGES IN BENEFICIAL OWNERSHIP OF						Expires:	January 31, 2005	
subject to	ENT OF							Estimated a		
Section 1	SECURITIES						burden hours per			
Form 4 or Form 5	Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 19								response	0.5
obligation	• •						•			
may cont	Section 1708			•	<b>.</b> .			f 1935 or Sectio	n	
See Instru	uction	30(h) of	f the Inv	vestment	Company	Act	of 194	40		
1(b).										
(Print or Type R	Responses)									
(i i iii i i i jpo i	(coponses)									
1. Name and A	ddress of Reporting P	Person *	2 Issuer	Name and	Ticker or T	radin	T	5. Relationship of	Reporting Pers	son(s) to
LUTZ ROB		2. Issuer Name <b>and</b> Ticker or Trading Symbol					Issuer			
		DANAHER CORP /DE/ [DHR]								
							(Check all applicable)			
(Last)		3. Date of Earliest Transaction					Dimeter	100	0	
2200 PENN		(Month/Day/Year) 05/10/2011					Director 10% Owner X Officer (give title Other (specify below) below)			
NW, SUITE	LINUL, (									
itw, serie	2 000 11							SVP-Chie	f Accounting C	Officer
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check Applicable Line)		
	F	Filed(Month/Day/Year)								
								_X_Form filed by (	One Reporting Pe Iore than One Re	
WASHING	TON, DC 20037							Person		porting
(City)	(State) (	Zip)	Table	I - Non-Do	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of	2. Transaction Date	2A. Deeme	ed	3.	4. Securit	ies Ac	anired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution		Transaction(A) or Disposed of Code (D)				Securities	Form: Direct	
(Instr. 3)		any						Beneficially	(D) or	Beneficial
		(Month/Da	ay/Year)	(Instr. 8) (Instr. 3, 4 and			5)	Owned Following	Indirect (I)	Ownership
								Following Reported	(Instr. 4)	(Instr. 4)
						(A)		Transaction(s)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common					11,780	. ,				
Ct - 1	05/10/2011			А	(1)	А	\$0	33,680 <u>(2)</u>	D	

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

Stock

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) 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)

3. Transaction Date 3A. Deemed

any

(Month/Day/Year)

1. Title of

Security

(Instr. 3)

Derivative

2

Conversion

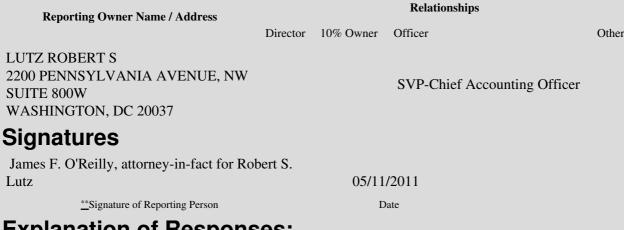
or Exercise

Derivative

**Reporting Owners** 

Price of

Security



## **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).
- On February 23, 2010, the Compensation Committee of the Company's Board of Directors awarded the reporting person performance(1) based restricted stock units. This Form 4 is being filed in connection with the determination by the Committee that the performance criteria of the award have been achieved. The award remains subject to time-based vesting provisions.
- (2) Includes performance based restricted stock units as to which the performance criteria have been satisfied.

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.

## Edgar Filing: LUTZ ROBERT S - Form 4

4.

Code

(Instr. 8)

Execution Date, if

(Month/Day/Year)

5.

of

Derivative

Securities

Acquired

Disposed

(Instr. 3, 4, and 5)

Date

Exercisable

(A) or

of (D)

Code V (A) (D)

TransactionNumber

6. Date Exercisable and

Expiration

Date

Expiration Date

(Month/Day/Year)

7. Title and

Amount of

Underlying

(Instr. 3 and 4)

Amount or

Title Number

of

Shares

Securities

8. Price of

Derivative

Security

(Instr. 5)

9. Nt

Deriv

Secu

Bene

Own

Follo

Repo

Trans

(Insti