DANAHER CORP /DE/ Form 4 July 27, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * SPOON ALAN G

2. Issuer Name and Ticker or Trading Symbol

Issuer

DANAHER CORP /DE/ [DHR]

3. Date of Earliest Transaction

X_ Director

10% Owner

2200 PENNSYLVANIA AVENUE,

(Street)

(First)

(Middle)

07/26/2011

(Month/Day/Year)

Officer (give title below)

Other (specify

NW, SUITE 800W

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

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

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

5. Relationship of Reporting Person(s) to

(Check all applicable)

WASHINGTON, DC 20037

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially (D) or Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(9-02)

(A) or

Transaction(s)

Code V Amount (D) Price

4. Securities

(Instr. 3 and 4)

Common Stock (1)

07/26/2011

Α 1,320 A

\$0 14,176

D

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

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

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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. Transactic Code (Instr. 8)	5. Number op for 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director stock option (right to buy)	\$ 50.4	07/26/2011		A	3,290	07/26/2011	07/26/2021	Common Stock	3,290

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting owner runner, runners	Director	10% Owner	Officer	Other		
SPOON ALAN G 2200 PENNSYLVANIA AVENUE, NW SUITE 800W WASHINGTON, DC 20037	X					

Signatures

James F. O'Reilly, attorney-in-fact for Alan G.
Spoon

**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).
- On July 26, 2011, Danaher Corporation awarded the reporting person 1,320 restricted stock units (RSUs). Since the RSUs are payable solely in common stock, they are being reported in Table I of this Form 4. The RSUs vest on the earlier of the first anniversary of the grant date, or the date of (and immediately prior to) the next annual meeting of Danaher's shareholders following the grant date.

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 2