

COMAS DANIEL L  
Form 4  
April 27, 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 \*  
COMAS DANIEL L

(Last) (First) (Middle)

2099 PENNSYLVANIA AVENUE,  
NW, 12TH FLOOR

(Street)

WASHINGTON, DC 20006

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/25/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**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	04/25/2006		M		40,000	A	\$ 11.1563
Common Stock	04/25/2006		M		24,000	A	\$ 15.0469
Common Stock	04/25/2006		S		3,400	D	\$ 64.9
Common Stock	04/25/2006		S		7,400	D	\$ 64.91
Common Stock	04/25/2006		S		5,700	D	\$ 64.92
							60,600
							53,200
							47,500

Edgar Filing: COMAS DANIEL L - Form 4

Common Stock	04/25/2006	S	3,600	D	\$ 64.93	43,900	D
Common Stock	04/25/2006	S	4,800	D	\$ 64.94	39,100	D
Common Stock	04/25/2006	S	10,600	D	\$ 64.95	28,500	D
Common Stock	04/25/2006	S	4,200	D	\$ 65	24,300	D
Common Stock	04/25/2006	S	100	D	\$ 65.03	24,200	D
Common Stock	04/25/2006	S	600	D	\$ 65.04	23,600	D
Common Stock	04/25/2006	S	7,600	D	\$ 65.05	16,000	D
Common Stock	04/25/2006	S	800	D	\$ 65.06	15,200	D
Common Stock	04/25/2006	S	1,500	D	\$ 65.07	13,700	D
Common Stock	04/25/2006	S	1,000	D	\$ 65.08	12,700	D
Common Stock	04/25/2006	S	200	D	\$ 65.09	12,500	D
Common Stock	04/25/2006	S	100	D	\$ 65.1	12,400	D
Common Stock	04/25/2006	S	300	D	\$ 65.11	12,100	D
Common Stock	04/25/2006	S	900	D	\$ 65.12	11,200	D
Common Stock	04/25/2006	S	1,400	D	\$ 65.13	9,800	D
Common Stock	04/25/2006	S	200	D	\$ 65.14	9,600	D
Common Stock	04/25/2006	S	1,000	D	\$ 65.15	8,600	D
Common Stock	04/25/2006	S	2,000	D	\$ 65.17	6,600	D
Common Stock	04/25/2006	S	1,800	D	\$ 65.18	4,800	D
Common Stock	04/25/2006	S	4,300	D	\$ 65.19	500	D
	04/25/2006	S	400	D	\$ 65.2	100	D

Common Stock									
Common Stock	04/25/2006		S	100	D	\$ 65.24	0	D	
Common Stock							2,264 <sup>(1)</sup>	I	By spouse
Common Stock							3,074	I	By 401(k)

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 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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee stock option (right to buy)	\$ 11.1563	04/25/2006		M	40,000	<sup>(2)</sup> 12/03/2006	Common Stock 40,000
Employee stock option (right to buy)	\$ 15.0469	04/25/2006		M	24,000	<sup>(3)</sup> 12/02/2007	Common Stock 24,000

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

COMAS DANIEL L  
2099 PENNSYLVANIA AVENUE, NW

EVP & CFO

12TH FLOOR  
WASHINGTON, DC 20006

## Signatures

James F. O'Reilly, attorney-in-fact for Daniel L.  
Comas

04/26/2006

\*\*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 reporting person disclaims beneficial ownership of the shares held by his spouse.
- (2) The reporting person received a grant of options to purchase 40,000 shares on December 3, 1996. Twenty percent of the options became exercisable on each of the first five anniversaries of the grant date.
- (3) The reporting person received a grant of options to purchase 24,000 shares on December 2, 1997. Twenty percent of the options became exercisable on each of the first five anniversaries of 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.