

Raskas Daniel
 Form 5
 January 29, 2019

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Raskas Daniel
 (Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

**2200 PENNSYLVANIA AVENUE,
 NW, SUITE 800W**
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP-Corporate Development

WASHINGTON, DC 20037
 (City) (State) (Zip)

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

6. Individual or Joint/Group Reporting
 (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) (A) or (D) Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (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 Securities Acquired (A)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security				or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
	(A)	(D)		(A)	(D)					
Executive Deferred Incentive Program - Danaher Stock Fund ⁽¹⁾	\$ 0 ⁽²⁾	01/26/2018	Â	A	19.09	Â	Â ⁽³⁾	Â ⁽³⁾	Common Stock	19.09
Executive Deferred Incentive Program - Danaher Stock Fund ⁽¹⁾	\$ 0 ⁽²⁾	04/27/2018	Â	A	23.827	Â	Â ⁽³⁾	Â ⁽³⁾	Common Stock	23.827
Executive Deferred Incentive Program - Danaher Stock Fund ⁽¹⁾	\$ 0 ⁽²⁾	07/27/2018	Â	A	23.607	Â	Â ⁽³⁾	Â ⁽³⁾	Common Stock	23.607
Executive Deferred Incentive Program - Danaher Stock Fund ⁽¹⁾	\$ 0 ⁽²⁾	10/26/2018	Â	A	25.009	Â	Â ⁽³⁾	Â ⁽³⁾	Common Stock	25.009

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Raskas Daniel 2200 PENNSYLVANIA AVENUE, NW SUITE 800W WASHINGTON, DC 20037	Â	Â	Â SVP-Corporate Development	Â

Signatures

James F. O'Reilly, attorney-in-fact for Daniel A. Raskas

01/29/2019

**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 reported securities are notional dividend accruals on phantom shares in the Danaher stock fund (the "EDIP Stock Fund") under Danaher's Executive Deferred Incentive Program (the "EDIP"). The number of phantom shares accrued as a result of such notional dividend accruals is based on the closing price of Danaher common stock as reported on the NYSE on the date such dividend accruals are credited to the EDIP Stock Fund, which is the price shown in Table II, Column 8 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 following at least 5 years of service with Danaher and reaching the age of 55, or, if earlier, one-tenth per year of participation following five 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 provided 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. (11) Class A Common Stock 4,677 \$ 0 4,677 D Class B Common Stock (11)02/20/2019 C 4,677 (11) (11) Class A Common Stock 4,677 \$ 0 0 D Stock Option (right to buy) \$ 6.7802/20/2019 M 58,887 (10)09/25/2022 Class B Common Stock 58,887 \$ 0 657,781 D Class B Common Stock (11)02/20/2019 M 58,887 (11) (11) Class A Common Stock 58,887 \$ 0 58,887 D Class B Common Stock (11)02/20/2019 C 58,887 (11) (11) Class A Common Stock 58,887 \$ 0 0 D Stock Option (right to buy) \$ 1.102/21/2019 M 4,677 (10)01/18/2020 Class B Common Stock 4,677 \$ 0 74,844 D Class B Common Stock (11)02/21/2019 M 4,677 (11) (11) Class A Common Stock 4,677 \$ 0 4,677 D Class B Common Stock (11)02/21/2019 C 4,677 (11) (11) Class A Common Stock 4,677 \$ 0 0 D Stock Option (right to buy) \$ 6.7802/21/2019 M 12,223 (10)09/25/2022 Class B Common Stock 12,223 \$ 0 645,558 D Class B Common Stock (11)02/21/2019 M 12,223 (11) (11) Class A Common Stock 12,223 \$ 0 12,223 D Class B Common Stock (11)02/21/2019 C 12,223 (11) (11) Class A Common Stock 12,223 \$ 0 0 D Stock Option (right to buy) \$ 1.102/22/2019 M 4,678 (10)01/18/2020 Class B Common Stock 4,678 \$ 0 70,166 D Class B Common Stock (11)02/22/2019 M 4,678 (11) (11) Class A Common Stock 4,678 \$ 0 4,678 D Class B Common Stock (11)02/22/2019 C 4,678 (11) (11) Class A Common Stock 4,678 \$ 0 0 D Stock Option (right to buy) \$ 6.7802/22/2019 M 12,223 (10)09/25/2022 Class B Common Stock 12,223 \$ 0 633,335 D Class B Common Stock (11)02/22/2019 M 12,223 (11) (11) Class A Common Stock 12,223 \$ 0 12,223 D Class B Common Stock (11)02/22/2019 C 12,223 (11) (11) Class A Common Stock 12,223 \$ 0 0 D Class B Common Stock (11) (11) (11) Class A Common Stock 5,893,107 5,893,107 I By ELCA Fund I, L.P. (12) Class B Common Stock (11) (11) (11) Class A Common Stock 7,200 7,200 I By ELCA Fund II, L.P. (12) Class B Common Stock (11) (11) (11) Class A Common Stock 7,200 7,200 I By ELCA Fund III, L.P. (12) Class B Common Stock (11) (11) (11) Class A Common Stock 111 111 I By ELCA, LLC (12)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shmunis Vladimir C/O RINGCENTRAL, INC. 20 DAVIS DRIVE	X	X	CEO & Chairman	

BELMONT, CA 94002

Shmunis Sandra
C/O RINGCENTRAL, INC. X
20 DAVIS DRIVE
BELMONT, CA 94002

ELCA Fund I, LP
C/O RINGCENTRAL, INC. X
20 DAVIS DRIVE
BELMONT, CA 94002

ELCA Fund II, LP
C/O RINGCENTRAL, INC. X
20 DAVIS DRIVE
BELMONT, CA 94002

ELCA Fund III, LP
C/O RINGCENTRAL, INC. X
20 DAVIS DRIVE
BELMONT, CA 94002

ELCA, LLC
C/O RINGCENTRAL, INC. X
20 DAVIS DRIVE
BELMONT, CA 94002

Signatures

/s/ Bruce P. Johnson, attorney-in-fact for Vladimir Shmunis	02/22/2019
__Signature of Reporting Person	Date
/s/ Bruce P. Johnson, attorney-in-fact for Sandra Shmunis	02/22/2019
__Signature of Reporting Person	Date
/s/ Bruce P. Johnson, attorney-in-fact for Sandra Shmunis, a Managing Member of ELCA, LLC, the General Partner of ELCA Fund I, L.P.	02/22/2019
__Signature of Reporting Person	Date
/s/ Bruce P. Johnson, attorney-in-fact for Sandra Shmunis, a Managing Member of ELCA, LLC, the General Partner of ELCA Fund II, L.P.	02/22/2019
__Signature of Reporting Person	Date
/s/ Bruce P. Johnson, attorney-in-fact for Sandra Shmunis, a Managing Member of ELCA, LLC, the General Partner of ELCA Fund III, L.P.	02/22/2019
__Signature of Reporting Person	Date
/s/ Bruce P. Johnson, attorney-in-fact for Sandra Shmunis, a Managing Member of ELCA, LLC	02/22/2019
__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) Each share of Class A Common Stock was issued upon conversion of one share of Class B Common Stock.

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- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 14, 2018.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$102.83 to \$103.82, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (3) through (9) to this Form 4.

(4) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$103.83 to \$104.81, inclusive.

(5) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$101.93 to \$102.90, inclusive.

(6) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$102.95 to \$103.94, inclusive.

(7) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$103.95 to \$104.42, inclusive.

(8) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$104.80 to \$105.79, inclusive.

(9) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$105.80 to \$106.26, inclusive.

(10) Shares subject to the option are fully vested and immediately exercisable.

(11) Each share of Class B Common Stock is convertible at any time at the option of the holder into one share of Class A Common Stock and has no expiration date. In addition, each share of Class B Common Stock held by a shareholder will convert automatically into one share of Class A Common Stock upon (i) any transfer of such share (subject to certain exceptions), or (ii) the occurrence of certain other specific instances, including the vote of the holders of the Class B Common Stock, as set forth in the issuer's Amended and Restated Certificate of Incorporation.

(12) Vladimir Shmunis and Sandra Shmunis are the managing members of ELCA, LLC. ELCA, LLC is the general partner of ELCA Fund I, L.P., ELCA Fund II, L.P., and ELCA Fund III, L.P. By virtue of this relationship, Mr. Shmunis and Mrs. Shmunis may be deemed to share voting and dispositive power with respect to the shares held by ELCA Fund I, L.P., and certain of the shares held by ELCA Fund II, L.P. and ELCA Fund III, L.P. Each of the Reporting Persons disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

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