

DANAHER CORP /DE/
Form 8-K
May 12, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE

SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) May 11, 2010

Danaher Corporation

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

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001-08089
(Commission File Number)

59-1995548
(IRS Employer Identification No.)

2099 Pennsylvania Ave., N.W., 12th Floor, Washington, D.C.
(Address of Principal Executive Offices)

20006-1813
(Zip Code)

202-828-0850

(Registrant's Telephone Number, Including Area Code)

Not applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

The Company's annual meeting of shareholders was held on May 11, 2010. At the annual meeting, the shareholders voted on the following proposals:

1. To elect the three directors named in the Company's proxy statement to terms expiring in 2013. Each nominee for director was elected by a vote of the shareholders as follows:

| | For | Against | Abstain | Broker Non-Votes |
|--------------------|-------------|-----------|---------|------------------|
| Steven M. Rales | 263,912,901 | 5,909,056 | 86,381 | 16,380,397 |
| John T. Schwieters | 266,523,989 | 3,295,036 | 89,313 | 16,380,397 |
| Alan G. Spoon | 265,697,195 | 4,108,409 | 102,734 | 16,380,397 |

2. To ratify the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the year ending December 31, 2010. The proposal was approved by a vote of shareholders as follows:

| | |
|---------|-------------|
| For | 283,767,692 |
| Against | 2,369,213 |
| Abstain | 151,830 |

3. To act upon a precatory shareholder proposal requesting that Danaher's Board of Directors take the steps necessary to declassify the Board of Directors within one year. The proposal was approved by a vote of shareholders as follows:

| | |
|------------------|-------------|
| For | 180,212,371 |
| Against | 89,209,704 |
| Abstain | 486,263 |
| Broker Non-Votes | 16,380,397 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DANAHER CORPORATION

By: /s/ Daniel L. Comas

Name: Daniel L. Comas

Title: Executive Vice President and Chief
Financial Officer

Dated: May 12, 2010