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Second Quarter 2013 Earnings Release  
July 18, 2013

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# Forward Looking Statements

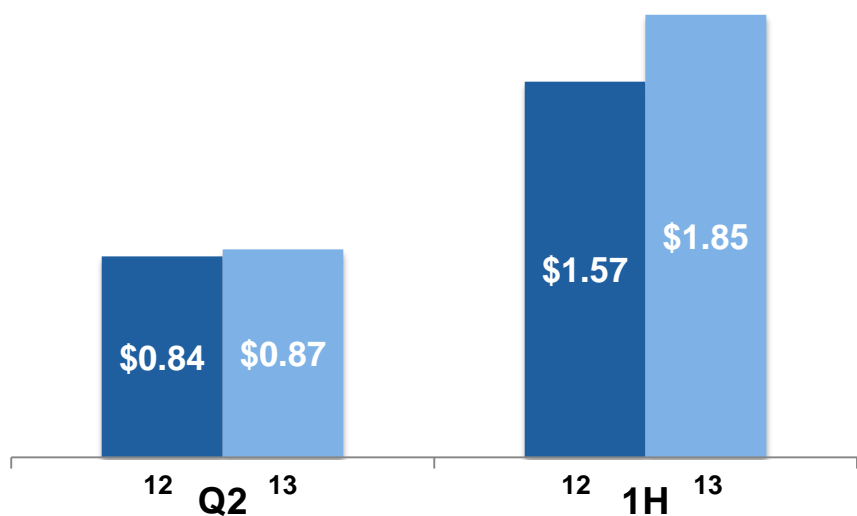
*Statements in this presentation that are not strictly historical, including any statements regarding events or developments that we believe or anticipate will or may occur in the future, are "forward-looking" statements within the meaning of the federal securities laws. There are a number of important factors that could cause actual results, developments and business decisions to differ materially from those suggested or indicated by such forward-looking statements and you should not place undue reliance on any such forward-looking statements. These factors include, among other things, deterioration of or instability in the economy and financial markets, the impact of our restructuring activities on our ability to grow, contractions or growth rates and cyclicalities of markets we serve, competition, our ability to develop and successfully market new products and technologies and expand into new markets, the potential for improper conduct by our employees, agents or business partners, our ability to successfully identify, consummate and integrate appropriate acquisitions, contingent liabilities relating to acquisitions and divestitures, our compliance with applicable laws and regulations (including regulations relating to medical devices and the healthcare industry) and changes in applicable laws and regulations, our ability to effectively address cost reduction and other changes in the healthcare industry, risks relating to potential impairment of goodwill and other intangible assets, currency exchange rates, tax audits and changes in our tax rate and income tax liabilities, litigation and other contingent liabilities including intellectual property and environmental, health and safety matters, risks relating to product defects and recalls, risks relating to product manufacturing, the impact of our debt obligations on our operations, our relationships with and the performance of our channel partners, commodity costs and surcharges, our ability to adjust purchases and manufacturing capacity to reflect market conditions, labor matters, international economic, political, legal and business factors, disruptions relating to man-made and natural disasters, security breaches or other disruptions of our information technology systems and pension plan costs. Additional information regarding the factors that may cause actual results to differ materially from these forward-looking statements is available in our SEC filings, including our 2012 Annual Report on Form 10-K and Quarterly Report on Form 10-Q for the second quarter of 2013. These forward-looking statements speak only as of the date of this presentation and the Company does not assume any obligation to update or revise any forward-looking statement, whether as a result of new information, future events and developments or otherwise.*

*With respect to any non-GAAP financial measures included in the following presentation, the accompanying information required by SEC Regulation G can be found in the "Investors" section of Danaher's web site, [www.danaher.com](http://www.danaher.com), under the heading "Financial Information" and subheading "Quarterly Earnings." In addition, in addressing various financial metrics the presentation describes certain of the more significant factors that impacted year-over-year performance. Please refer to our earnings release, Form 10-Q and the other related presentation materials supplementing today's call for additional factors that impacted year-over-year performance, all of which are available in the "Investors" section of Danaher's web site under the heading "Financial Information" and subheading "Quarterly Earnings." All references in this presentation to earnings, revenues and other company-specific financial metrics relate only to the continuing operations of Danaher's business, unless otherwise noted.*

## DILUTED NET EARNINGS PER SHARE

+ 3.5%

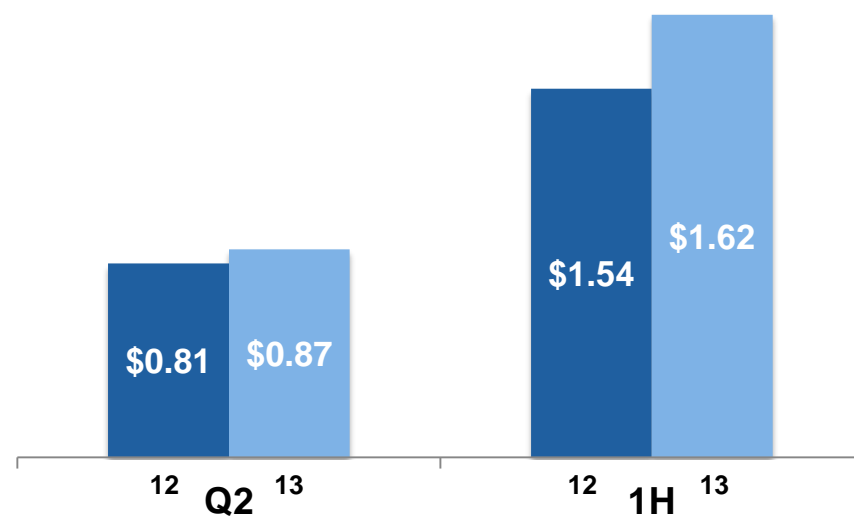
+ 18.0%



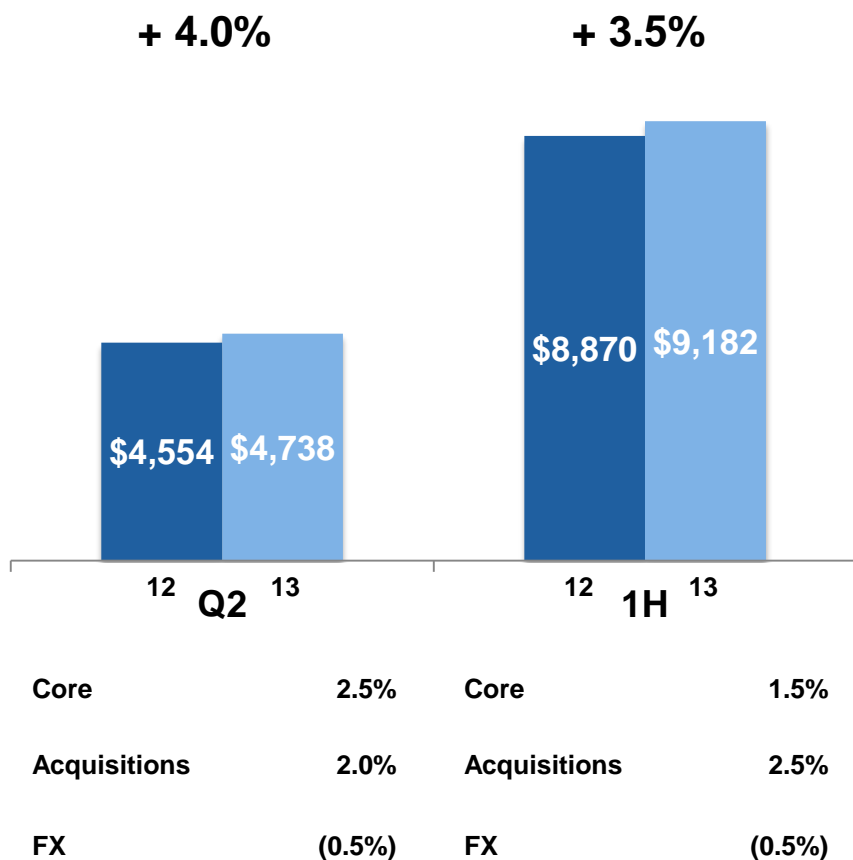
## ADJUSTED DILUTED NET EARNINGS PER SHARE

+ 7.5%

+ 5.0%



## REVENUE



## GROSS MARGINS

Q2 2012 – 51.7%  
 Q2 2013 – 52.7% **+100 bps**

## SG&A (as a % of Revenue)

Q2 2012 – 28.1%  
 Q2 2013 – 28.3% **+ 20 bps**

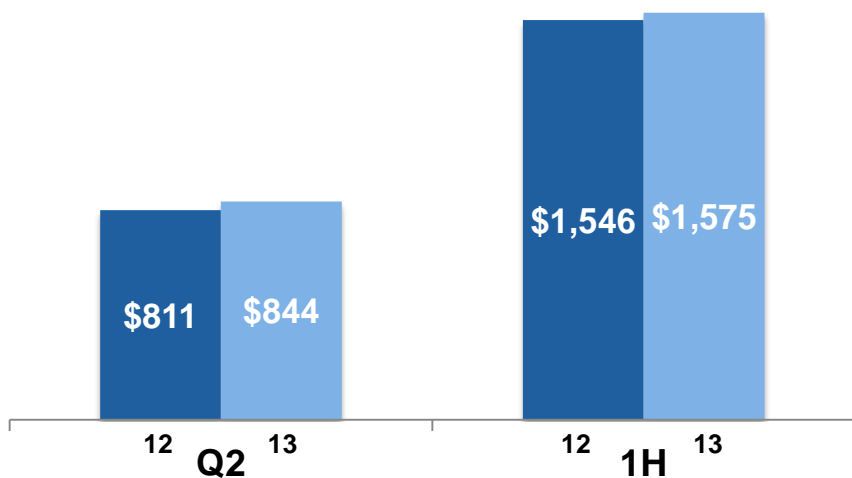
## R&D (as a % of Revenue)

Q2 2012 – 6.2%  
 Q2 2013 – 6.6% **+ 40 bps**

## OPERATING PROFIT

+ 4.0%

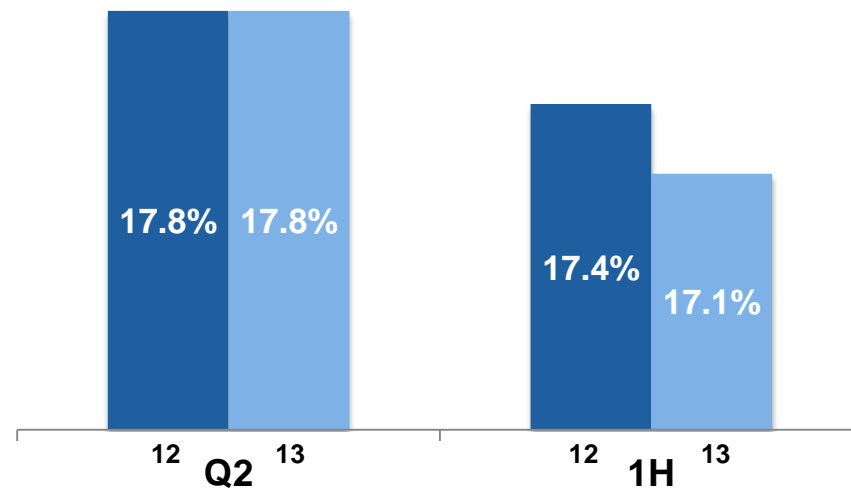
+ 2.0%



## OPERATING PROFIT MARGIN

flat

- 30 bps



### Year-over-year Q2 comparison includes:

- Q2 2013 incremental impact from OP margin of businesses owned for less than 1 year (35 bps)
- 2012 OP margin contribution from interest in Apex Tool Group, which was divested in February 2013 (40 bps)
- Q2 2012 gain on resolution of contingencies associated with previously disposed assets (20 bps)



# Second Quarter 2013 Performance Summary

	<u>Q2 2012</u>	<u>Q2 2013</u>	<u>1H 2012</u>	<u>1H 2013</u>
<b>OPERATING CASH FLOW (\$M)</b>	<b>\$1,045</b>	<b>\$899</b>	<b>\$1,696</b>	<b>\$1,536</b>
<b>CAP EX (\$M)</b>	<b>111</b>	<b>136</b>	<b>229</b>	<b>253</b>
<b>FREE CASH FLOW (\$M)</b>	<b>\$934</b>	<b>\$763</b>	<b>\$1,467</b>	<b>\$1,283</b>



## REVENUE

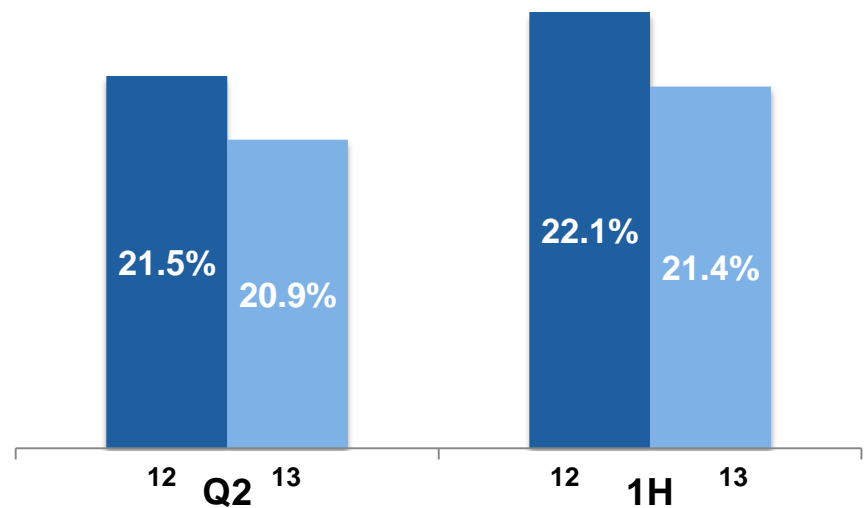
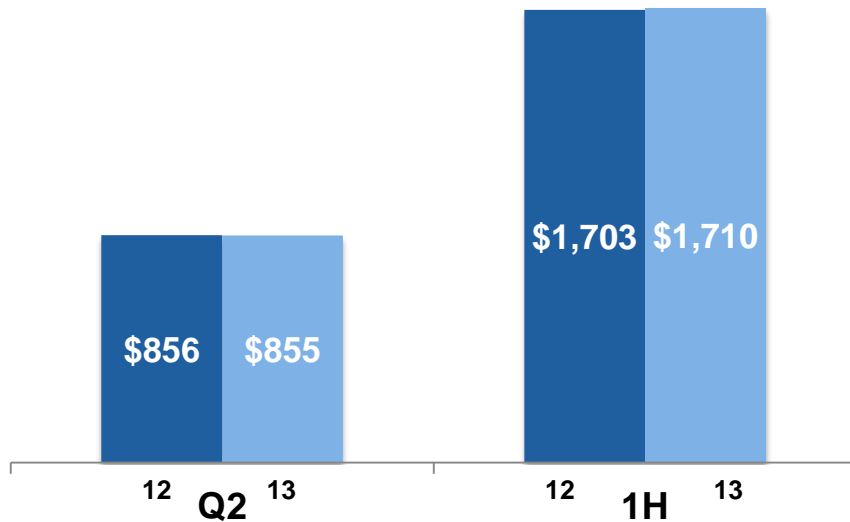
## OPERATING PROFIT MARGIN

flat

+ 0.5%

- 60 bps

- 70 bps



Core	0.5%	Core	0.5%
Acquisitions	---	Acquisitions	0.5%
FX	(0.5%)	FX	(0.5%)

Year-over-year Q2 comparison includes:

▸ Q2 2013 incremental impact from OP margin of businesses owned for less than 1 year (30 bps)



## REVENUE

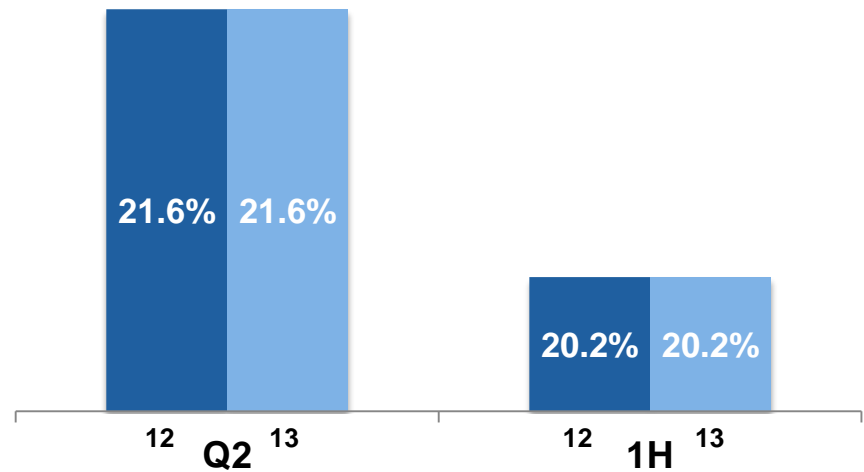
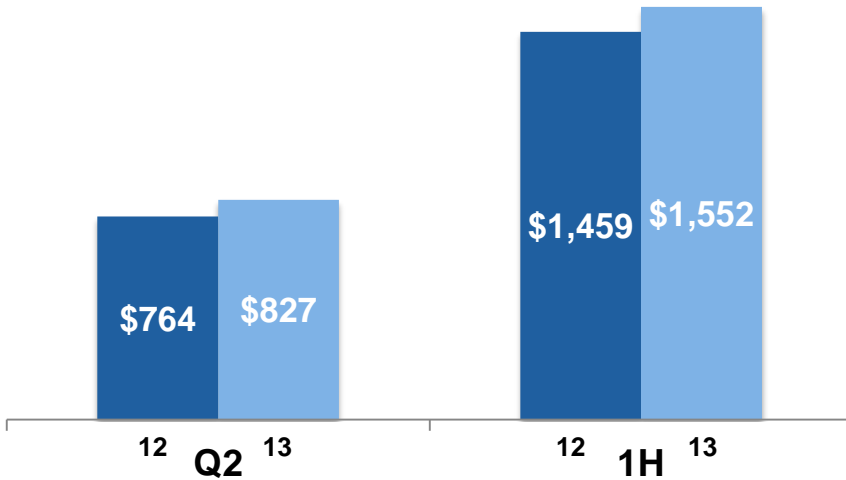
## OPERATING PROFIT MARGIN

+ 8.0%

+ 6.5%

flat

flat



Core	4.0%	Core	2.5%
Acquisitions	3.5%	Acquisitions	4.0%
FX	0.5%	FX	---

### Year-over-year Q2 comparison includes:

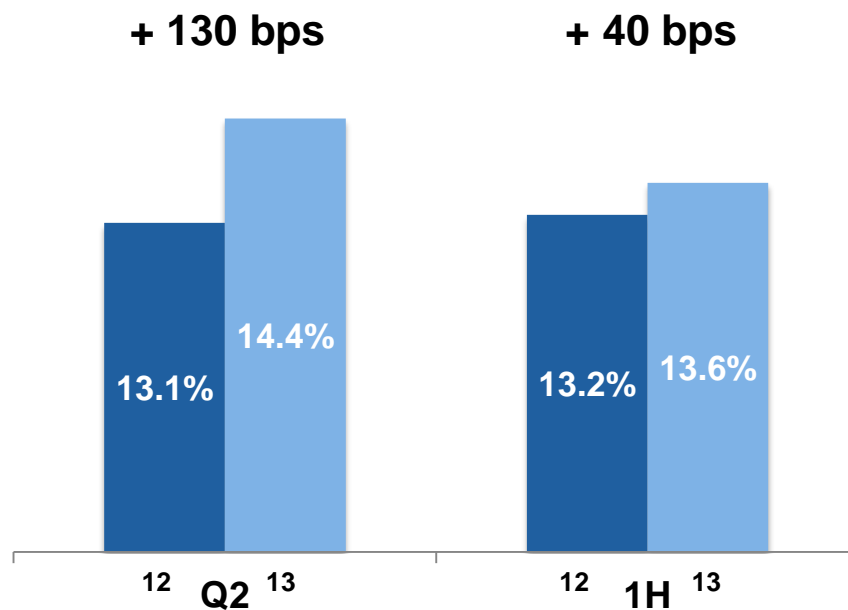
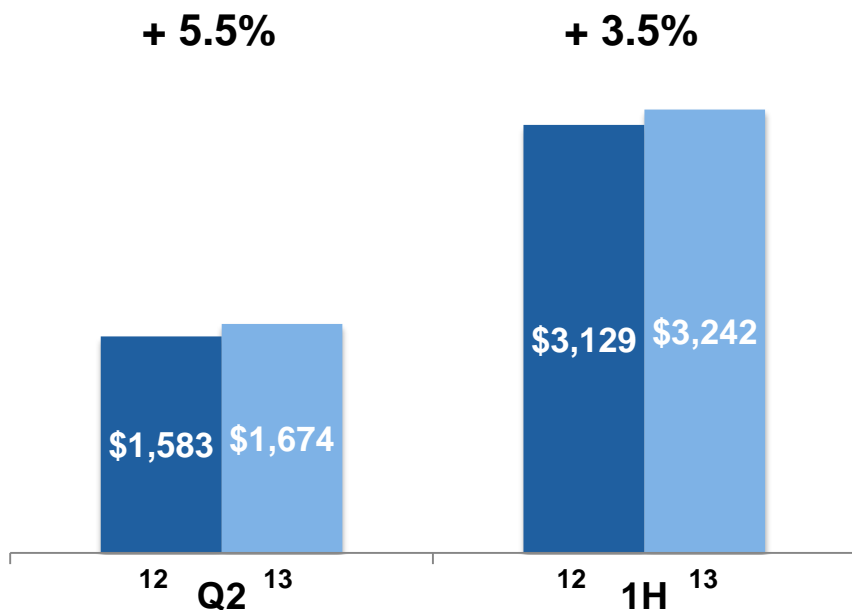
▸ Q2 2013 incremental impact from OP margin of businesses owned for less than 1 year (70 bps)





## REVENUE

## OPERATING PROFIT MARGIN



Core	5.0%	Core	4.0%
Acquisitions	1.5%	Acquisitions	1.0%
FX	(1.0%)	FX	(1.5%)

### Year-over-year Q2 comparison includes:

▸ Q2 2013 incremental impact from OP margin of businesses owned for less than 1 year (50 bps)



## REVENUE

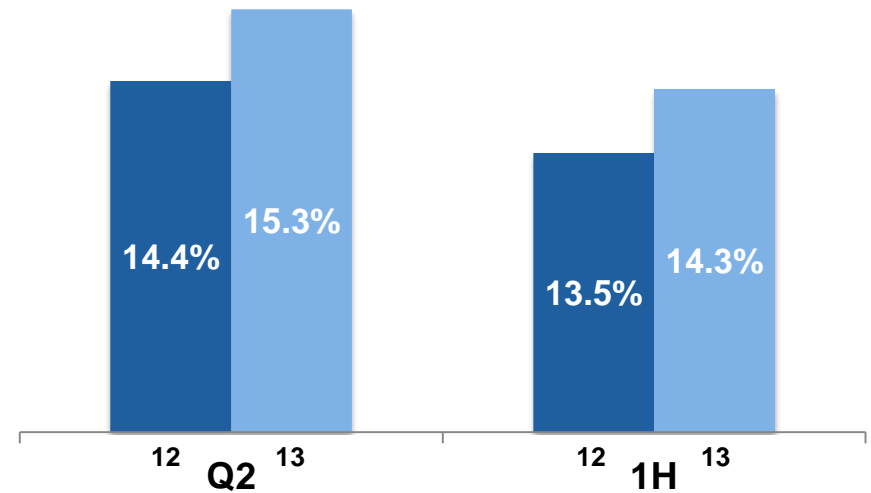
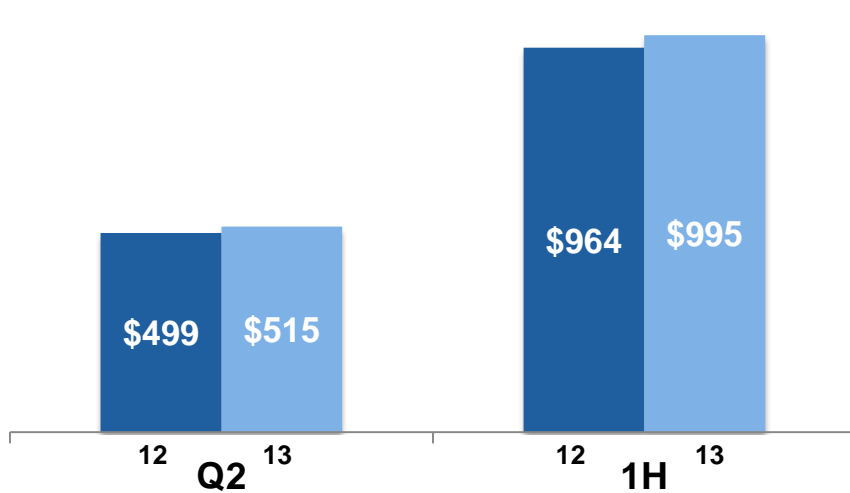
## OPERATING PROFIT MARGIN

+ 3.0%

+ 3.0%

+ 90 bps

+ 80 bps

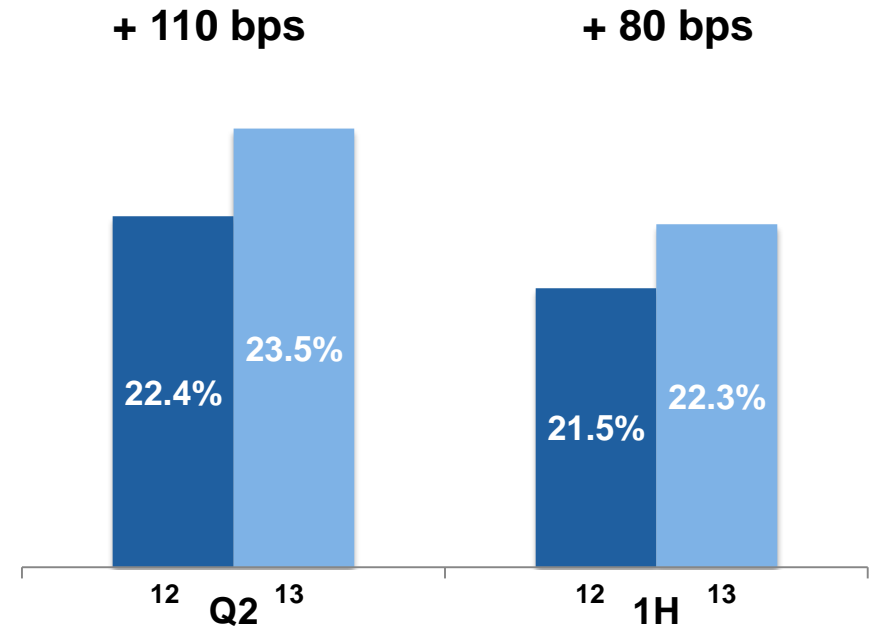
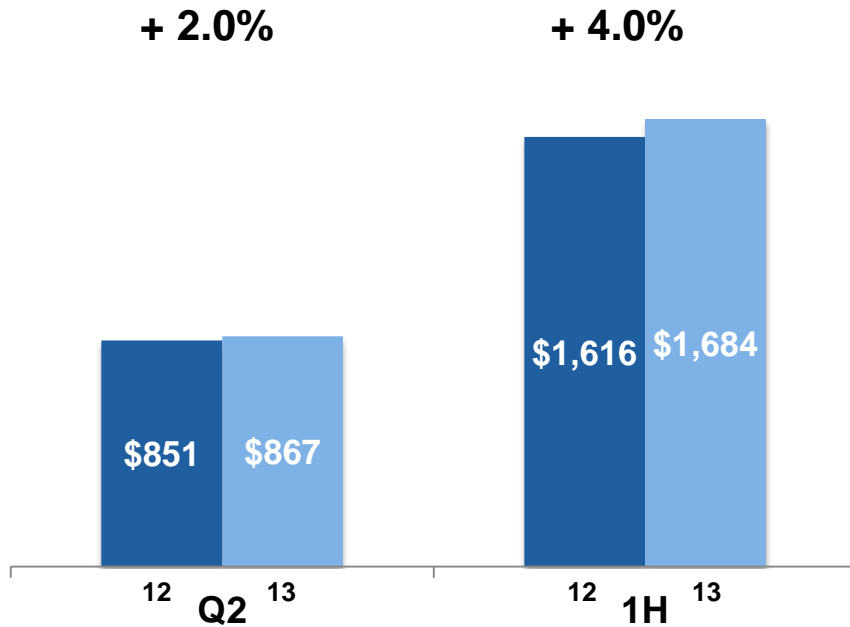


Core	2.5%	Core	2.5%
Acquisitions	1.0%	Acquisitions	1.0%
FX	(0.5%)	FX	(0.5%)



## REVENUE

## OPERATING PROFIT MARGIN



Core	(2.5%)	Core	(2.0%)
Acquisitions	4.0%	Acquisitions	6.0%
FX	0.5%	FX	---

# Guidance

## Q & A



***DANAHER***

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