



 DANAHER

STANDARDS OF CONDUCT

 YOUR
INTEGRITY OUR
SUCCESS

Table of Contents

A Message from Our President and CEO	02	Kaizen Is Our Way of Life	21
Our Core Values	03	Increasing and Sustaining Integrity and Compliance at Danaher Companies	22
Introduction	05	Increasing and Sustaining Product Quality and Safety	22
Applicability of Our Standards of Conduct	06	Ensuring Medical Technology Product Compliance	23
Conflicts Between Our Standards and Danaher Company Policies or Applicable Law	06	Increasing and Sustaining Environmental Protection and Sustainable Business Practices	23
How We Address Concerns and Report Violations – Speaking Up!	06	Ensuring a Healthy and Safe Associate Workplace	24
Investigation of Reports and Consequences for Violations	07	Leading Edge Innovation Defines Our Future	25
We Do Not Retaliate	08	Protecting Our Intellectual Property Rights	26
Additional Expectations for Managers and Supervisors	08	Respecting the Intellectual Property Rights of Others	26
The Best Team Wins	09	Using Company Computer Systems and Other Technologies as Tools to Drive Innovation in All Aspects of Business	27
Respecting Our Fellow Associates	10	We Compete for Shareholders	28
Recognizing and Escalating Conflicts of Interest	11	Upholding Our Reputation	29
Our Supply Chain and Other Business Partners Are Part of the Best Team	13	Abstaining from Insider Trading and Tipping	30
The Best Team Respects the Rules	14	Maintaining Transparent Books and Records	31
Customers Talk, We Listen	15	Protecting Danaher Companies’ Valuable Assets	32
Fair Competition	15	Political and Charitable Activities and Contributions	34
Fair and Honest Advertising and Marketing	16	Waiving Our Standards of Conduct	35
Avoiding Bribes and Improper Payments	17	Danaher Corporation Contact Information	36
Giving and Receiving Gifts and Entertainment	17		
Providing Trips to Customers and Other Third Parties	18		
Working with Government Customers	19		
Complying with International Trade Controls	19		

A MESSAGE FROM OUR PRESIDENT AND CEO

Dear Danaher Associates:

Acting with integrity is a necessary foundation for personal success and for our collective success at Danaher. Customers, investors, business partners, suppliers, and all our Associates want to do business with, and be associated with, a company that has a reputation for honesty and fairness and that knows how to follow the rules. So building and sustaining a strong culture of integrity and compliance is critically important to building a premier global enterprise. In fact, a culture of integrity and compliance provides a clear competitive advantage for Danaher. On the other hand, failure to act with integrity weakens Danaher, and can have very negative consequences for each of us and for our company, now and in the future. Our integrity and compliance motto – Your Integrity: Our Success – says it all.

TOM JOYCE

President and
Chief Executive Officer
April 15, 2015



The fundamental principles are simple – act with honesty and fairness in all of your dealings on behalf of Danaher. But these principles are not always simple to apply in the complex international business and legal environment in which we operate. Our Standards of Conduct are provided to help each of our Associates understand the basics of the laws and regulations that we must each comply with, and explains the key internal rules that we must all live by, to ensure we do our work and conduct our business in the right way. As we re-issue our Standards of Conduct this year, we are not changing these fundamental principles, but we are refreshing them and reorganizing them around Danaher's Core Values, to emphasize the link between integrity and compliance and Danaher's culture.

In the spirit of continuous improvement, I ask each of you to re-read and re-commit yourselves to the Standards of Conduct. And I ask each of you to stay vigilant, speak up, and ask questions if you have any concerns about any business practice, transaction, or conduct you observe at Danaher. If you see something that bothers you, that makes you uncomfortable, or that you just do not understand, you have an obligation to raise the issue. Raise it with your manager, operating company president, any Danaher officer or director, or Danaher's legal team or internal audit team. Or raise the issue through the Danaher Integrity & Compliance Helpline. But speak up – there are no excuses for standing by and allowing our company's reputation to be compromised. There is nothing – not closing a big sale, not “making the numbers,” and not doing what the boss ordered you to do – that can be allowed to trump your integrity or your obligation to the company to do the right thing.

Danaher's culture of integrity and compliance is sustained and strengthened by each of you making the effort on a daily basis to act fairly and honestly and in compliance with all applicable laws. Your integrity does indeed drive our success, and I sincerely appreciate the contributions that each of you makes every day to deepen Danaher's commitment to performance with integrity.

A handwritten signature in black ink that reads "Tom Joyce". The signature is fluid and cursive, with a long horizontal line extending from the end.



Our Core Values

The Best Team Wins

- Associates are our most valued assets.
- We're passionate about retaining, developing and recruiting the best talent available.
- Danaher and its associates win because:
 - We are Team-Oriented, with Involvement By All.
 - We seek Fact-Based, Root Cause Solutions; not Blame.
 - We are Accountable for Results, and We Deliver.
 - We are Non-political and Not Bureaucratic.
 - We have High Integrity and Respect for Others.
 - Winning is Fun.

Customers Talk, We Listen

- Quality First, **ALWAYS!**
- We base our strategic plan on the Voice of the Customer.
- Robust, repeatable processes yield superior Quality, Delivery and Cost that satisfy our customers beyond their expectations.

Continuous Improvement (Kaizen) is Our Way of Life

- The Danaher Business System IS our culture.
- We aggressively and continuously eliminate waste in every facet of our business processes.

Leading Edge Innovation Defines Our Future

- We continuously apply our creativity to the technologies of products, services, and processes.
- Out-of-the-Box ideas, both large and small, add value to our enterprise.
- We accomplish “breakthroughs” through the Policy Deployment process.

We Compete for Shareholders

- Profits are important because they attract and retain loyal shareholders.
- Shareholders secure our future by providing capital for investment and growth.



Introduction

It is essential to Danaher's success that each Associate at every Danaher Company acts with the highest level of integrity, and in compliance with all applicable laws and policies. The Danaher Standards of Conduct express this fundamental expectation and provide specific guidance on how to answer common integrity and compliance questions that arise during the ordinary course of Danaher Company business. The Standards of Conduct also refer to other resources that are available to all Associates to address the many integrity and compliance questions that may arise that are not specifically answered in our Standards of Conduct.

Making business decisions correctly, with integrity and in compliance with all applicable laws and policies, helps us maintain the trust that we have built with our various stakeholders—our shareholders, customers, suppliers, business partners and the communities in which we operate – and lays the foundation for our future success.

A few definitions to keep in mind as you read our Standards of Conduct:

- “Danaher” and “Danaher Company” or “Danaher Companies” means Danaher Corporation and each of Danaher Corporation’s operating companies around the world, whether they are direct or indirect subsidiaries.
- “Associates” means all employees (including officers) of all Danaher Companies, and, when they are acting on behalf of Danaher Companies, directors of Danaher Companies.

The Danaher Standards of Conduct may be revised from time to time. You can always find the current version on myDanaher.

Applicability of Our Standards of Conduct

Our Standards of Conduct apply to all Associates at all Danaher Companies worldwide. Associates may be required to certify that they have read, understood and complied with our Standards of Conduct, but our Standards apply whether or not an Associate has made any such certification. We also expect our agents, representatives, independent contractors, consultants, suppliers, business partners and others who support our business to act with the same levels of integrity and compliance that our Standards of Conduct require of our Associates.

Conflicts Between Our Standards and Danaher Company Policies or Applicable Law

Danaher Companies operate around the world and are subject to many different laws. Danaher Companies also issue their own policies to address local conditions. If an applicable law conflicts with our Standards of Conduct or a Danaher Company policy, or provides Associates with additional rights or protections, then that law must be obeyed and the affected Associates are entitled to those additional rights or protections. If a Danaher Company policy conflicts with our Standards of Conduct, you must comply with our Standards of Conduct, not the Danaher Company policy. Local business customs or practices that conflict with our Standards of Conduct or a Danaher Company policy are not allowed (unless required by local law).

How We Address Concerns and Report Violations – Speaking Up!

Our Standards of Conduct and other Danaher policies cover many common integrity and compliance questions that you may face during the ordinary course of business. Whenever you are considering an integrity or compliance issue, whether it involves your own decisions or those of another Associate, consult our Standards of Conduct and other Danaher policies for guidance. If you are still unsure, discuss the issue with your immediate supervisor or manager, a more senior manager or supervisor, a member of your Danaher Company's human resources or legal function, or any member of Danaher Corporation's human resources, legal or internal audit staff.

If you believe that a violation of law or our Standards of Conduct or another Danaher policy may have occurred, or may be going to occur, speak up! Report the violation or potential violation to your immediate supervisor or manager, or to one of the following resources:

- Another manager or supervisor at your Danaher Company
- The Human Resources or Legal Department at your Danaher Company
- Any member of the Danaher Corporation Internal Audit staff
- Danaher Corporation's Human Resources or Legal Department
- The Danaher Integrity and Compliance Helpline at www.danaherintegrity.com or www.danaherintegrityeu.com
- Any member of the Danaher Corporation Board of Directors

All Associates are encouraged to raise questions when unsure about any integrity or compliance issue, and are required to report any actual or potential violations of law, our Standards of Conduct or other Danaher policy immediately, unless otherwise provided by local law. In bringing questions or violations to management's attention, you are helping to ensure Danaher achieves and sustains the highest levels of integrity and compliance, and you are helping build the foundation of our future success. Here are some other important points to keep in mind about reporting violations:

- No Associate should report any violation to any person who is involved in the violation.
- If you raise a concern and the issue is not resolved, you should raise it through another channel.
- Knowingly or recklessly providing false reports may result in disciplinary action, including termination (subject to applicable laws and any employment agreement).

Reports to the Danaher Integrity and Compliance Helpline may be made anonymously, if allowed by local law. Please note, however, that maintaining your anonymity may limit Danaher's ability to conduct a thorough investigation. Therefore, you are encouraged to provide detailed information, including your identity, when making a report.

Investigation of Reports and Consequences for Violations

All reported violations of law, our Standards of Conduct, or other Danaher policies will be investigated. Associates responsible for violations will be subject to disciplinary action appropriate to the circumstances and consistent with applicable law, up to and including termination. Depending on the nature of the incident, individuals involved may also face prosecution for civil or criminal offenses.

We Do Not Retaliate

When it comes to integrity and compliance concerns, always remember that silence does not help us—it hurts us. For this reason, we must each encourage an environment where all Associates are comfortable seeking guidance on integrity and compliance questions and reporting, in good faith, known or suspected violations of law, our Standards of Conduct or other Danaher policies. Making a report in “good faith” means that you provide all of the information that you have and you report honestly, regardless of whether the investigation of your report uncovers any actual misconduct. If you feel you have been retaliated against for making a good faith report, contact one of the resources listed in *“How We Address Concerns and Make Reports.”*

Please note that any Associate who commits a retaliatory act will be subject to disciplinary action appropriate to the circumstances and consistent with applicable law, up to and including termination.

Additional Expectations for Managers and Supervisors

Associates who are managers or supervisors of other Associates are Danaher leaders and are expected to model the Standards of Conduct with words and actions, setting a strong example for other Associates to follow. If you are a manager or supervisor, you must:

- Never ignore illegal behavior, violations of our Standards of Conduct, violations of applicable Danaher Company policies, or other conduct by any Associate that you supervise that does not meet our high expectations for Associate integrity and compliance.
- Ensure that Associates you supervise are familiar with our Standards of Conduct, relevant Danaher Company policies, and the importance of a strong integrity and compliance culture.
- Provide a work environment in which Associates feel comfortable discussing our Standards of Conduct, applicable laws and Danaher Company policies and speaking up when they have concerns.
- Promptly communicate any integrity or compliance concern brought to you by an Associate to a more senior person within Danaher for action or personally ensure that the concern is objectively investigated and appropriately addressed.
- Never retaliate against any Associate who reports, in good faith, a concern about actual or suspected misconduct, and employ appropriate discipline against anyone who retaliates or allows retaliation to occur.



The Best Team Wins



Respecting Our Fellow Associates

At Danaher, we are committed to treating our fellow Associates with respect, dignity and fairness. To accomplish this, we maintain a positive work environment where discrimination and harassment are not tolerated. We also respect all applicable labor laws.

Regardless of geographic location, all employment-related decisions must be based exclusively on job-related qualifications, without regard to characteristics such as race, color, national origin, religion, gender, age, marital status, disability, veteran status, citizenship status, sexual orientation or gender identity. All Danaher Company workplaces must be free of any form of harassment. Although legal definitions of harassment may differ from country to country, “harassment” at Danaher includes any unwelcome conduct toward another person that creates an intimidating, hostile or offensive work environment. It is important to note that harassment can be physical, spoken or written, and in-person or through other means, such as email. Harassment does not need to be sexual in nature. Potentially offensive behavior includes sexual advances, racial slurs or negative comments or jokes about subjects such as race, religion, ethnicity or sexual orientation. Danaher Companies will not tolerate such conduct, regardless of whether such conduct is illegal under local law in the country in which the conduct occurs.

In addition, Danaher Companies must abide by all applicable wage and hour laws in the places where they employ Associates, ensuring that fair employment practices are recognized globally. In addition, Danaher Companies are not to employ child or forced labor, or to knowingly conduct business with any supplier or other business partner who does.

All Associates must support a positive work environment with careful, professional communication. We must avoid exaggeration, derogatory remarks, guesswork or inappropriate characterizations of people and businesses in all e-mails, internal notes, memos, formal reports and other communications and records.

Living by these principles improves the quality of our workplace. It ensures that we attract a variety of talents, strengths, backgrounds and characteristics, which promotes Danaher’s success.

If you become aware of a situation that may violate any of these principles, raise your concerns to one of the resources listed in *“How We Address Concerns and Make Reports.”* Remember, Danaher does not allow any retaliation against any Associate who reports a concern in good faith.

Respecting our fellow Associates also means respecting each other's privacy. As Associates, we often provide personal information to our Danaher Companies, such as contact and benefits information. Our Danaher Companies maintain personal information about each of us, such as our compensation details. Each of us has a responsibility to safeguard and respect the private personal information of our fellow Associates according to all applicable laws, including local privacy and data protection laws. If your job entails access to this type of confidential information, you must be careful to protect it and to use it only as necessary to carry out your job duties. Any employment-related inquiries, such as reference checks, should be referred to your HR Department. For more information, please see our *Personal Information Security Policy* on myDanaher.

Q Juana's department has been interviewing candidates for an open position over the past several weeks. She knows that her Danaher Company is desperate to fill the position as soon as possible. She overheard her manager making jokes about the race of one of the candidates and the gender of another. She is fairly certain that he was kidding, but she worries that his jokes could be discriminatory and that is why he hasn't hired either person. What should she do?

A In order to maintain the best possible workforce, Associates at all Danaher Companies must embrace diversity and welcome all qualified persons, regardless of race or gender, as well as any other protected characteristic. Juana's manager's jokes create an unfriendly environment and may indicate he is making hiring decisions based on characteristics that are not job-related. Juana should raise her concerns with one of the resources listed in "*How We Address Concerns and Make Reports*."

Recognizing and Escalating Conflicts of Interest

A "conflict of interest" occurs when an Associate's private interest interferes in any way or even appears to interfere - with the interests of a Danaher Company. A conflict situation can arise when an Associate takes actions or has interests that may make it difficult to perform his or her Danaher Company work objectively and effectively. Conflicts of interest also arise when an Associate, or a member of his or her family, receives improper personal benefits as a result of his or her Danaher Company position. Associates are prohibited from working for their Danaher Company in any role, or participating in any decision, that involves a conflict of interest, unless the conflict has been escalated to the Associate's manager and that manager has determined that the Associate may participate, and the Associate follows any special procedures required by the manager to mitigate the conflict.

Any conflict of interest involving a Danaher Company Vice President or more senior Associate must be elevated to the Danaher Corporation General Counsel or CEO for assistance in determining whether the situation involves an actual or potential conflict of interest and the appropriate course of action.

The following sections provide further guidance for common conflict of interest scenarios.

RELATIONSHIPS WITH SUPPLIERS AND CUSTOMERS

You have a conflict of interest when you, or a close friend or family member, have a financial interest in a company that is selling to, or buying from, a Danaher Company. Your interest, or your close friend or family member's interest, may discourage you from getting the best possible deal for your Danaher Company. If you have such a conflict, you may not continue in any Danaher Company role, or participate in any Danaher Company decision, that involves the company you or your close friend or family member has an interest in, unless you escalate the conflict to your manager and the conflict can be mitigated.

Examples of this kind of conflict of interest include the following:

- An Associate's spouse will receive a commission on a sale of property to a Danaher Company
- An Associate selects a vendor where the Associate's family member is an owner, partner, director, officer or employee of the vendor
- An Associate negotiates a distributor agreement with a distributor that has loaned money to the Associate
- An Associate is an employee, officer or owner of a supplier or customer that does business with the Associate's Danaher Company

Please note that it is not a conflict of interest situation for an Associate to have a financial relationship with a publicly traded company that does business with a Danaher Company as long as the Associate's interest is limited to ownership of publicly traded securities (such as common stock or preferred stock) which constitute less than two percent of the applicable class, and/or loans entered into in the ordinary course of the public company's business and on standard commercial terms (such as a home mortgage loan with a bank that does business with Danaher).

Q Veronique's husband is the president of a private company that is offering to sell raw materials to a Danaher Company. His company has a good reputation and is offering very low prices. Veronique is not responsible for making the selection, but she is part of the team evaluating all of the potential vendors. Veronique honestly believes her husband's company is the best vendor and she doesn't want to jeopardize his company's chances of winning the contract. Does she need to disclose this as a conflict of interest?

A Yes, Veronique needs to disclose this information to her manager. Veronique's personal relationship may make it difficult for her to remain objective and unbiased in her job duties. She must notify her manager of the relationship and immediately remove herself from any part of the decision-making process related to her husband's company.

RELATIONSHIPS WITH COMPETITORS

While employed at a Danaher Company, Associates may not accept employment with any outside company that competes with a Danaher Company. In addition, Associates may not set up or support any business activity that competes or intends to compete with any Danaher Company. If you become aware of such a situation, you must report it to one of the resources listed in “*How We Address Concerns and Make Reports*,” unless otherwise provided by local law.

RELATIONSHIPS WITH ASSOCIATES

A conflict of interest exists when Associates have a personal relationship that influences, or appears to influence, business decisions. For example, it is a conflict of interest for an Associate to supervise immediate family members, or have immediate family members indirectly report to them, unless the situation is escalated and approved and any mitigating requirements are followed. “Immediate family members” include spouses, domestic partners, children, stepchildren, parents, stepparents, siblings, in-laws and any other people are related to us who live in the same home.

IMPROPER PERSONAL BENEFITS

It is also a conflict of interest for any Associate to accept a personal benefit from a third party as a result of the Associate’s position with Danaher (for example, a special discount or other benefit for the Associate or the Associate’s family member that is not available to the general public), or for an Associate to benefit directly from a transaction with a Danaher Company, such as receiving a loan or a guarantee from a Danaher Company.

Remember, the existence of a real or potential conflict of interest is not necessarily a violation of our Standards of Conduct. However, continuing to work for your Danaher Company in any role, or participating in any decision, that involves that conflict of interest without disclosing it *is* a violation. If you suspect that you may have a conflict of interest, you must escalate that concern to your manager immediately.

Our Supply Chain and Other Business Partners Are Part of the Best Team

Our relationship with our supply chain and other business partners is critical to our success. We seek business partners that share our values, and we expect them to live up to our standards when doing business with Danaher. Our expectations for our suppliers are set forth in the *Danaher Supplier Code of Conduct*.

Always protect the privacy and security of confidential information received from our suppliers and other business partners. This includes third-party confidential information we may learn from our suppliers or other business partners. Never share this information with any other third party, and never share it with a fellow Associate who does not have a business need to know it.

When a business partner fails to live up to our expectations, they put Danaher's reputation at risk. It is important that we protect Danaher's reputation by reporting anything these third parties may do that would appear to be illegal or lacking in integrity that is related to our business. If you suspect or observe a third party business partner engaging or appearing to engage in such behavior, you must report this to your manager immediately, unless otherwise provided by local law.

The Best Team Respects the Rules

At Danaher, the best team wins by playing by the rules. Part of playing by the rules is recognizing when you have authority to act, and when you need approval before acting. Keep the following rules in mind when determining when and whether to take action:

- Officers of Danaher Corporation are the only Associates allowed to sign documents or exercise authority on behalf of Danaher Corporation, or authorize others to do so.
- Each Danaher Company has contracting processes designed to help protect each Danaher Company's assets and provide the appropriate controls needed to run our businesses effectively. Within these processes, well-defined authority for pricing and certain other contract terms and conditions may have been delegated to certain organizations and to certain levels of management. Signature authority and spending authority may be limited and assigned to certain roles or individuals. Making business commitments outside of these processes, through side deals or otherwise, is not acceptable.
- Any compensation or employment action that directly benefits an Associate requires one-over-one approval, which means that the Associate's manager's manager needs to approve before the action may be taken. Examples of compensation or employment decisions that are subject to one-over-one approval include an increase in an Associate's base salary, offering or increasing an Associate's incentive compensation and hiring or promoting an Associate.

If you are ever in doubt as to whether you have authority to sign a document or take another action on behalf of a Danaher Company, do not act until you are able to establish your authority to act or you obtain approval to act from an Associate who is authorized to take the action.

Every Associate should endeavor to deal fairly with Danaher's customers, suppliers, competitors and fellow Associates. No Associate should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.



Customers Talk, We Listen

Fair Competition

Danaher Companies strive to outperform the competition and take market share, but we will only do so by competing fairly, in compliance with the competition laws in place around the world. Competition laws vary from one jurisdiction to another, but their purpose is the same. These laws protect and preserve a free market that provides high-quality goods and services at fair prices. All Danaher Companies and all Associates must abide by these laws—sometimes called “antitrust,” “monopoly” or “competition” laws—wherever we do business.

There are certain situations we should avoid in order to comply with these laws. First, never discuss pricing or price-related information with competitors. This applies even to casual conversations. In addition, never enter into any agreement, formal or informal, oral or written, to divide markets, customers or territories with a competitor. Do not discuss boycotting customers, suppliers or competitors. If a competitor engages you in any of these types of discussions, stop the conversation immediately, report the matter to your supervisor and document your actions to protect yourself and your Danaher Company. Remember, the same rules apply to trade association events. Whatever the setting, even the appearance of collusion can create significant risk for your Danaher Company.

Fair competition laws do not prohibit us from learning as much as we can about our competitors. However, we must never come by this information illegally or dishonestly. For example, we may not hire a competitor’s employee for the purpose of gathering confidential information or ask a new Associate to disclose confidential information about a prior employer. Nor may we ask someone to disclose information they are not authorized to disclose to us. If you previously worked for another organization, do not disclose to any Danaher Company or Associate any of your former employer’s confidential information.

Q Jamal recently attended a trade show as a Danaher Company representative. During a dinner at the end of the conference, a competitor's representative mentioned to Jamal that her company was considering increasing its prices because of pressures within the industry. Jamal's Danaher Company is experiencing these same pressures. Would it be OK for Jamal to discuss his Danaher Company's pricing plans with the competitor's representative?

A No. We may never discuss pricing with one of our competitors. This applies to both learning the competitor's pricing practices or plans (other than from publicly available information) and to revealing our own pricing plans. As soon as you realize that a competitor is starting to raise this type of subject, you must discontinue the discussion, even if it means walking out in the middle of a meal. Immediately report what happened to your manager and document your actions.

Fair and Honest Advertising and Marketing

Danaher Companies are committed to providing honest and accurate information when representing the advantages of our products. Therefore, when discussing our products, services and prices, Associates should speak truthfully and accurately.

Associates involved in advertising or marketing roles must be aware of and ensure compliance with all applicable laws regulating advertising and marketing activities in the places where our products are advertised and marketed.

Associates in medical or dental businesses must be especially vigilant because of the many regulations that apply to marketing activities in these industries.

Avoiding Bribes and Improper Payments

Every country in which we do business has laws against bribery and corruption, and in many countries the anti-bribery laws apply to conduct outside the borders of that country. We are required to follow all of these laws. And because Danaher Corporation is a U.S. based public company, we pay particular attention to following the anti-bribery requirements of the U.S. Foreign Corrupt Practices Act (the FCPA).

No matter the country, all of these laws have the same essential prohibitions -- we may not offer, make or give a bribe, kickback or any other improper payment, or anything else of value, to an employee of any customer or to any government employee to make a sale, learn information, or obtain a government permit, license, or action, or to get any other kind of business advantage.

Nor may we allow any third party, such as a distributor, sales agent, representative, facilitator, or anyone else, to make such payments on our behalf.

Any Associate who suspects that any other Associate or any third party might be making such improper payments or providing anything else of value must immediately report the matter to the Danaher Corporation Legal Department or to another resource listed in *“How We Address Concerns and Make Reports,”* unless otherwise provided by local law.

If you are ever unsure about a situation involving a payment that might be in violation of these rules or the law, you should seek advice before offering, making or giving any such payment. For more information, see our *Anti-Corruption Policy* on myDanaher.

Giving and Receiving Gifts and Entertainment

Exchanging business courtesies is often a customary aspect of developing good working relationships with our customers, suppliers and other business partners. However, we must exercise particular caution when engaging in such activities. If an Associate accepts excessive gifts and entertainment from a business partner, the Associate will appear to have a conflict of interest and should no longer be allowed to be responsible for that account. If excessive gifts or entertainment are given to a business partner, accusations of bribery may be made against us. To help our Associates manage these risks, we have issued our *Gift & Entertainment Policy*, available on myDanaher. The *Gift & Entertainment Policy* sets limits on the value of gifts that may be given and received and describes the other requirements for giving or receiving gifts and entertainment for all Associates worldwide. Gifts and entertainment must always be tasteful and appropriate to your business and must not be embarrassing to your Danaher Company. Sexually oriented gifts and entertainment are not allowed. If you are ever unsure whether you may give or receive a gift or entertainment under the *Gift & Entertainment Policy*, consult your manager or any of the other resources listed in *“How We Address Concerns and Make Reports.”*

Q Darius, an Associate, is involved in negotiations with a contractor who wants to sell his services to Darius' Danaher Company. The contractor has offered to take Darius out to dinner so that the two can get to know each other and discuss business. May Darius accept the invitation?

A Probably. Business dinners are normally acceptable, as long as the meal is customary in nature and not extravagant and would not be expected to affect Darius' ability to make an unbiased decision for his Danaher Company. Darius needs to exercise good judgment and consider the state of the negotiations and the circumstances of the dinner and how it would appear for him to accept.

Providing Trips to Customers and Other Third Parties

Sometimes, the best way to demonstrate our DBS-driven quality to a customer or other third party is to bring them to a Danaher Company facility so they can see it for themselves. If a Danaher Company is going to pay the travel expenses of the customer or third party, it is important that our *Customer Trip & Entertainment Policy* is followed, including filling out the *Trip Approval Form* and submitting it for approval *before* committing to paying the customer or other third party's trip expenses.

Typically, Danaher Companies may approve payment of customer or other third party travel expenses if:

- The travel is necessary to demonstrate the Danaher Company's products or services
- The travel arrangements are modest (for example, economy class airfare and non-luxury accommodations)
- No stopovers are planned that are not directly connected to the business purpose of the travel, unless the stopover is at the expense of the recipient and results in no additional cost to the Company
- The supervisor of the customer or other third party representative that is traveling has prior notice of the trip, preferably evidenced by a letter requesting that Danaher pay for the expenses in question
- There are no legal restrictions on the recipient accepting the trip

As much as possible, payments for travel, lodging and related travel expenses should be made by Danaher Companies directly to the airline, hotel or other vendor. If it is absolutely necessary to reimburse the person traveling for such expenses, a written receipt with invoices attached must be submitted prior to payment.

The *Customer Trip & Entertainment Policy* and the *Trip Approval Form* are available on myDanaher.

Working with Government Customers

Governments in many countries are major consumers of products and services. Many such governments have laws that impose a variety of requirements on how they procure those goods and services and how suppliers must behave in pursuing these opportunities and in performing any contracts that they obtain. The exact requirements vary from place to place, as do the consequences of non-compliance. A typical law is the U.S. False Claims Act, which makes it illegal to make any false statement to any U.S. government official to obtain a U.S. government contract or a payment from the U.S. government. In some countries, the potential consequences for violating these government-contracting regulations can be substantial for Associates and for Danaher Companies, including fines, prison and loss of the right to compete for future government contracts.

Wherever you are located, if you are pursuing government business for your Danaher Company, or you are responsible for performing a government contract that your Danaher Company has obtained, you are responsible for knowing and following all applicable government procurement and contracting laws. Regardless of what the laws may be in your location, you must respect these fundamental principles:

- Always participate in government procurements with the utmost integrity and honesty.
- Never attempt to win a government procurement by offering anything of value to a government employee or any relative or associate of a government employee.
- Never attempt to obtain information improperly to give Danaher an unfair competitive advantage in a government procurement.
- Always be truthful and accurate in all written and oral communications with government officials and agencies.
- Keep all required records.

Complying with International Trade Controls

Danaher Companies manufacture products in the United States, the European Union, China and many other countries. Danaher Companies sell their products in these countries and many more. This means that the typical Danaher Company today is subject to a variety of export and import laws.

Export laws can limit where we may ship raw materials, components and finished products, as well as intangible technical data and manufacturing information. Export laws can also limit who we may ship these items to, and what end uses they may be put to when they arrive in another country. The exact limitations vary, depending on the item we are exporting, the country we are located in and a number of other factors. Understanding these laws is necessary when planning sales, manufacturing and marketing strategies, and can impact many other aspects of our businesses. To learn more about export laws, refer to our *Export Policy* on myDanaher.

Import laws require us to accurately declare what we are importing into a country, and to pay any applicable customs duties and other taxes that are assessed on those items. The specific processes and taxes vary by country and by the import classification of the items being imported. The amount of import duties assessed on raw materials and components can affect our manufacturing costs, and import duties on our finished goods can affect our sales margin. Good planning in our global businesses requires understanding import laws. To learn more about import laws, refer to our *Import Policy* on myDanaher.

Q Mariela is an Associate based in the United States. She is working on a sale to a customer in the United States and she learns that the customer intends to export the products to another country. Is Mariela allowed to go through with the sale without knowing the country of final destination for the products?

A No. Mariela must obtain final destination information from the customer and make sure the Danaher Company product being sold is allowed to be exported to that destination. If Mariela did not obtain this information and the product was shipped by the customer to a prohibited destination, U.S. export authorities might claim that Mariela, and her Danaher Company, were liable for an export violation.

Danaher Companies are committed to preventing the use of Danaher Company resources for the purposes of money laundering. “Money laundering” is an attempt by individuals or organizations to hide the proceeds of their crimes by making those proceeds look legitimate. It is important that we know and comply with all laws and regulations intended to prevent money laundering. This means we must make and receive payments for goods and services only via approved and documented payment practices, and we must be vigilant and exercise good judgment when dealing with unusual customer transactions.

Be alert for the following red flags, which may indicate money laundering activity:

- Requests to make a payment to an entity that is not a party to the transaction (e.g. third party) or that is not legally entitled to receive payment
- Requests to accept a payment from an entity that is not a party to the transaction (e.g. third party) or that is not legally obligated to make payment
- Requests to accept payments in cash, unless no secure banking system exists
- Requests to ship customer orders in a manner inconsistent with standard procedures
- Requests to conduct foreign exchange operations with unauthorized institutions



Kaizen is Our Way of Life



Increasing and Sustaining Integrity and Compliance at Danaher Companies

High levels of integrity and compliance are outcomes that can be achieved and sustained by applying the same continuous improvement philosophy and tools that we use in every other aspect of our Danaher businesses. When integrity or compliance gaps are identified in your area of responsibility, work to determine the root cause, establish countermeasures and continuously improve processes so that past problems do not repeat and future problems are avoided.

Increasing and Sustaining Product Quality and Safety

The quality and safety of our products is the backbone of Danaher's success. Our Danaher Business System allows us to develop robust, efficient, repeatable processes that yield superior product quality, prompt delivery and fair prices that surpass our customers' expectations. Although we serve many different customers in many different industries around the world, one customer expectation is always the same—that all Danaher Company products meet all applicable legal requirements for product quality and safety. Therefore, all Danaher Companies, and all Associates involved in product design, development, production, testing, labeling, packaging, localization, qualification and certification, must ensure that:

- Our products are manufactured in compliance with all applicable product quality and safety requirements in the places where they are produced
- Our products meet all product quality and safety requirements in every market where we offer them
- We comply with all requirements related to quality and safety marking of our products, and all quality and safety requirements for packaging and documentation
- We complete all required product quality and safety registrations, inspections, pre-qualifications or other processes that are legally required before introducing a product into a market

If you have any questions or concerns about the quality or safety of our products, you must raise your concerns with your manager, the quality or product compliance function at your Danaher Company or any of the other resources identified in “*How We Address Concerns and Make Reports.*”

Ensuring Medical Technology Product Compliance

Some Danaher Companies produce and sell medical devices and other products that are regulated by the United States Food and Drug Administration (the FDA), and by similar agencies in other countries. The product quality and safety requirements for these products are extensive and complex, and failure to comply can result in loss of markets and potentially devastating loss of our customers' trust. We must make sure that all such regulated products that are made and sold by Danaher Companies comply with the rules and regulations of the FDA and other agencies around the world that govern medical devices.

Please refer to our *FDA Compliance Policy* on myDanaher for additional information.

Increasing and Sustaining Environmental Protection and Sustainable Business Practices

At Danaher Companies, we meet or exceed the requirements of all environmental laws, regulations and permit conditions that apply to our work. We also use environmentally sound practices to ensure the protection of our surrounding environment. Environmental regulations may include rules governing the use, control, transportation, storage and disposal of regulated materials that may reach the environment as a part of wastewater, air emissions, solid waste, hazardous waste or uncontained spills. Even non-regulated materials must be managed in a responsible, sustainable manner. Many of these non-regulated materials can also have adverse environmental impacts if mishandled. Danaher Companies are committed to:

- Continuous improvement in environmental performance, waste minimization and prevention of pollution
- Integration of sound environmental practices into applicable business functions, including procurement and product design, testing, manufacturing and support
- Consideration of environmental impacts in the course of developing new products or processes, in selecting production materials, and before buying, leasing or selling property
- Design, operation and maintenance of our facilities in a manner that minimizes emissions and waste
- Responsible use of materials, including, where feasible, the recycling and reuse of materials

All Associates are expected to understand and comply with environmental regulations in our daily activities. If your job involves contact with any regulated materials, or requires that you make decisions about how any materials are used, stored, transported or disposed of, you must ensure that the materials are legally, responsibly and safely handled.

See our *Environmental, Health and Safety Policy* on myDanaher for more information.

Ensuring a Healthy and Safe Associate Workplace

Each Danaher Company is committed to maintaining a safe and healthy workplace for every Associate. To do this, Danaher companies comply with all applicable workplace health and safety laws in each location where we work. Every Associate is accountable for following all safety laws and regulations, as well as all Danaher Company safety practices and procedures, that apply to our workplaces. If you become aware of any unsafe or hazardous condition or practice at any Danaher Company, you must immediately report it to your manager or supervisor, or to one of the resources identified in *“How We Address Concerns and Make Reports.”*

As part of our commitment to workplace safety, we will not tolerate acts or threats of violence by anyone. This includes actual physical conduct as well as intimidating or menacing language. To that end, no weapons are allowed on any property operated by any Danaher Company at any time. If you are aware of any threatening behavior or actual or potential violence, report it immediately to your manager or supervisor, or to one of the resources identified in *“How We Address Concerns and Make Reports.”*

To ensure the health, safety and productivity of each of us, illegal drugs are not allowed on any property operated by any Danaher Company. Alcoholic beverages are only allowed on Danaher Company property when provided by a Danaher Company for moderate consumption at a Danaher Company-sponsored event. Being under the influence of any illegal drug or alcohol during working hours can dangerously hinder your performance and compromise the safety of your fellow Associates. Therefore, it is strictly prohibited.

Q Angelo, a Danaher Company Associate, notices that the ceiling near his desk is leaking after a thunderstorm, making the concrete floor slippery. Angelo cleans up whatever water he can and puts up the proper caution signs. When he speaks to his manager, Meghan, about fixing the roof, she says that building maintenance is not Angelo's job and that he is wasting her time. What should Angelo do?

A Angelo should report the situation to his facility EH&S manager immediately. Angelo was acting responsibly by putting up caution signs and speaking to his manager, but Meghan is not doing her part in ensuring a safe workplace. Every Associate has a part to play in maintaining workplace safety.



Leading Edge Innovation Defines Our Future



Protecting Our Intellectual Property Rights

Every Danaher Company invests in developing intellectual property. Intellectual property refers to the inventions, ideas and original work created by Associates that provide a competitive advantage in the marketplace. These original ideas and work are what we mean when we talk about leading edge innovation, and we must protect them from our competitors. Some of these valuable ideas can be protected by filing the required paperwork with various government agencies (patent offices), and some of these valuable ideas can be protected by using special marks on our products (copyright marks, trademarks). Some ideas are protected by keeping them strictly confidential and never sharing them with third parties (trade secrets). No matter which sort of intellectual property you may create, it is important that the right actions are taken to protect it. All Associates who create intellectual property must follow their Danaher Company's policies and processes for identifying and protecting that intellectual property. All Associates, even if not producing intellectual property themselves, must take great care to avoid disclosing any trade secrets to anyone other than fellow Associates at their Danaher Company with a need to know the trade secret to perform their Danaher Company job.

For more information about taking the proper steps to protect our intellectual property rights, please see our *Intellectual Property Policy* on myDanaher.

Respecting the Intellectual Property Rights of Others

Danaher Companies respect the intellectual property rights of third parties. All third-party content used in any Danaher Company business activity, internal or external, is to be used only in accordance with the specific terms of a valid license or other legal right to such use. If you have any doubt about your Danaher Company's right to use any third party content, seek guidance from your Danaher Company legal team or the Danaher Corporation Legal Department.

Refer any inquiries you may receive about third-party patents, copyrights, trade secrets, inventions or other third-party intellectual property matters to your Danaher Company legal team or the Danaher Corporation Legal Department.

Using Company Computer Systems and Other Technologies as Tools to Drive Innovation in All Aspects of Business

Danaher Company computer systems and related applications and technologies are provided for Danaher Company business purposes. They are tools to drive our innovation and efficiency. We must safeguard these systems and applications, as well as the data stored on them, from damage, alteration, theft, fraud and unauthorized access.

You may make limited use of Danaher Company-provided internet access and electronic communication applications like email or IM for personal purposes, as long as such limited use does not interfere with your job performance or business use of the systems.

Never use any hardware, software, service, subscription, application or other technology that is owned, provided or paid for by any Danaher Company for any unauthorized, unprofessional or illegal purpose, or for any purpose or in any manner that may be embarrassing to Danaher. This means, in part, that you may not use any such means to:

- View, download or transmit materials that are illegal or abusive, or that are offensive, profane, pornographic or sexually explicit
- Communicate anything that could be construed as harassing or discriminatory
- Reveal any derogatory or confidential information about any Danaher Company or any Danaher Company customer, business partner or supplier
- Send or download copyrighted materials, trade secrets, proprietary financial, customer, employee or marketing information, export-controlled data or similar materials without proper authorization

Keep in mind that our computer systems and peripheral devices are Danaher Company property. To the maximum extent allowed by law, Danaher owns messages, materials and data composed, transmitted, received, stored or accessed through or on such Danaher-issued computers and peripheral devices and reserves the right to monitor all usage of our network and computer systems and peripheral devices. This means that, unless applicable law provides otherwise, Associates have no expectation of privacy with respect to these systems and materials. Therefore, it is all the more important for us all to comply with our Standards of Conduct and Danaher Company policies for appropriate use of these resources.



We Compete for Shareholders



Upholding Our Reputation

Danaher Corporation strives to provide clear and accurate information to the media, financial analysts and the public. In addition to satisfying important legal requirements, this helps us maintain the trust of our shareholders, potential investors and government regulatory bodies. This, in turn, strengthens our corporate reputation. Since this is so important, only a few individuals are authorized to speak to the media or financial analysts about Danaher Corporation or the performance of Danaher Companies or businesses. Therefore, if you receive a call or request for information from a member of the media or a financial analyst, forward the inquiry to Danaher Corporation's Corporate Investor Relations Department. Do not provide any information yourself. Simply state politely that "Danaher's policy is that all media requests be handled through the Danaher Investor Relations Department." Note that it is acceptable for appropriate persons at Danaher Companies to issue press releases and speak to the trade press in the ordinary course of business about new products, new services or awards or recognitions.

Although Danaher Corporation designates specific individuals who are the only Associates who may speak to certain audiences on behalf of all Danaher Companies, every Associate speaks for Danaher every day in our interactions with each other, our customers or potential customers and other stakeholders. Take care to conduct those communications, whether in person, by telephone or electronically, with the utmost level of professionalism. In particular, remember that electronic messages (such as emails and text messages) are permanent, transferable records of our communications that can negatively affect Danaher's reputation if they are inappropriate or unprofessional.

As Associates, we are expected to refrain from behavior that would have a negative impact on any Danaher Company's reputation. Associates must not publish any derogatory or confidential information about any Danaher Company, any Danaher Company business practice, or any Danaher Company customer, business partner or supplier. This applies to all forms of publication, personal and professional, including electronic posts, blogs and tweets.

Abstaining from Insider Trading and Tipping

During the normal course of our work, we may learn material, nonpublic information about our Danaher Company or other companies with which we do business. We have a duty to avoid insider trading, which means that we must not use this information to make decisions about buying or selling stock for financial gain. Information is “material” if it would be considered important by a reasonable investor in determining whether to buy, sell or hold that company’s securities. Information is “nonpublic” if it has not been disclosed to the general public, and it remains “nonpublic” until two full trading days after the information is released to the public.

Typical examples of such material, nonpublic information include:

- News of mergers, acquisitions or divestitures
- A planned offering or sale of the company’s securities
- Major regulatory actions or major litigation concerning the company
- Changes in senior management
- Noteworthy new products or customer commitments

Insider trading laws also forbid “tipping,” or providing material, nonpublic information to another person who uses that information as the basis for a securities trade. To prevent this, never disclose this type of information—whether it applies to a Danaher Company or another company—to anyone outside your organization, including friends or family members. You must also avoid discussing this information with fellow Associates unless there is a business need for doing so. In addition, certain Associates are subject to “blackout periods” during which these Associates are not permitted to engage in trades involving Danaher securities, and may also be subject to preclearance requirements prior to trading.

For more information, refer to our *Insider Trading* policy on myDanaher. If you become aware of anyone involved in insider trading or tipping, report it immediately to the Danaher Corporation Legal Department or the Integrity & Compliance Helpline (www.danaherintegrity.com or www.danaherintegrityeu.com).

Maintaining Transparent Books and Records

Danaher Corporation shareholders rely on Danaher Companies to maintain accurate and honest books and records. These records form the basis for all of Danaher Corporation's public disclosures and filings, which give our shareholders and the public an accurate view of Danaher's operations and financial standing. Danaher Companies also use these records to make important business decisions.

To ensure our financial statements properly reflect our assets and transactions, we must each make sure that the information we submit in all Danaher Company records is complete, accurate and understandable. While maintaining books and records is not the primary job duty of every Associate, we all record information of some kind and submit it to our Danaher Company. This includes all of the information we provide in payroll documents, timecards, travel and expense reports, product test reports, sales reports, customer and supplier records, and any other Danaher Company record. Associates must not falsify any business records or knowingly participate in the creation or distribution of fraudulent, inaccurate or misleading business records.

We must never make a false or artificial entry in any Danaher Company record. Further, we must never establish any unrecorded Danaher Company funds or assets, such as "slush funds" or any other types of "off the books" accounts. Anyone found to have engaged in financial fraud will be subject to disciplinary action, as well as civil and criminal liability. If you suspect or know of any action related to accounting or financial reporting that may be improper, or have any questions about how to keep honest and accurate records, you must immediately contact any of the resources listed in *"How We Address Concerns and Make Reports."*

Those of us with finance and accounting responsibilities have a special duty to ensure that our Danaher Company's financial statements are true, fair, accurate and timely. Therefore, we must not only comply with the legal and regulatory requirements that govern these reports, but also know and follow all applicable internal controls.

Associates with any role in the preparation of Danaher Corporation's financial statements or other reports filed with the SEC have a responsibility to ensure that these financial statements and reports do not contain any false or misleading statement and include all facts and information necessary to avoid being misleading.

Associates must not coerce, manipulate or mislead any outside accountants involved in auditing or reviewing any Danaher Company's financial statements or internal controls to make any Danaher Company's financial statements misleading.

No Associate should ever make false or misleading statements in any financial reports, environmental monitoring reports or other documents submitted to or maintained for government agencies, external or internal auditors or certifying agencies, or any other Danaher Company records. Inaccurate, incomplete or untimely records or reporting may result in civil or criminal liability for those involved.

All contracts and other legally binding commitments that any Danaher Company enters into should be put into commercially and legally acceptable written format. This helps ensure the accuracy of Danaher's books and records.

RECORDS MANAGEMENT AND RECORDS RETENTION

We have a responsibility to retain Danaher Company business records as long as needed for business purposes, or longer if required by applicable law. Only destroy Danaher Company business records when they are no longer needed for business purposes and all mandatory retention periods have passed.

Never destroy documents that are subject to a subpoena or that you believe to be relevant to a legal proceeding, internal or external investigation, or regulatory action. If you are asked to destroy any such documents, or you are concerned that someone else may destroy them, contact the Danaher Corporation Legal Department or the Integrity & Compliance Helpline (www.danaherintegrity.com or www.danaherintegrityeu.com).

Protecting Danaher Companies' Valuable Assets

We are expected to protect our Danaher Company's assets and ensure their efficient use for legitimate business purposes. Theft, carelessness and waste have a direct impact on our profitability. Our Danaher Company's assets include its physical assets, confidential information and intellectual property, and the business opportunities that present themselves in the course of our work for our Danaher Company. The preservation and efficient deployment of these assets is crucial to Danaher's continued success.

PHYSICAL ASSETS

Danaher's physical assets include our facilities and equipment, our inventories of finished goods, components and raw materials, and all other tangible items under our control. These physical assets ultimately belong to our shareholders. Therefore, we must be careful to prevent theft, damage or misappropriation of these assets, and we must be mindful to use these assets properly. We may never use Danaher Company physical assets to perform outside work.

CONFIDENTIAL INFORMATION

During the course of our work for our Danaher Company, we may learn confidential information. We must maintain the confidentiality of information entrusted to us by our Danaher Companies or their customers or suppliers, except when disclosure is authorized or legally mandated. Confidential information includes all non-public information that we know as a result of our position with our Danaher Company, especially information that might be of use to competitors, or harmful to a Danaher Company or its customers or suppliers, if disclosed. Common examples include our sales results, in whole or by product, our customer lists, our product price and cost information, technical details of our products and our product manufacturing processes, and our sales strategies, product roadmaps and strategic business plans.

Our confidential information is an intangible asset, and it must be protected from disclosure to third parties. Do not discuss confidential information in places where you can be overheard, such as elevators and restaurants, or open areas at your Danaher Company such as break rooms. In addition, do not leave confidential information, computers, mobile phones or other electronic devices holding confidential information anywhere that they could be compromised. Where practical, mark soft and hard copy confidential information as “Confidential” or with a similar notation. If you are not sure if something you know or have access to is confidential, treat it as confidential. Never use Danaher Company confidential information to perform outside work.

These obligations continue to apply after your employment with Danaher ends. When you leave Danaher, you must not disclose or use any Danaher Company confidential information. In addition, you must return any and all copies of materials or devices containing Danaher confidential information in your possession.

CORPORATE OPPORTUNITIES

You may not take personal advantage of any business or investment opportunity that you discover through your position at your Danaher Company, and you may not pass along such opportunities to third parties. These opportunities belong to your Danaher Company. Specifically, Associates may not:

- Take for themselves personally opportunities that are discovered through the use of Danaher Company property, information or position
- Use Danaher Company property, information, or position for personal gain
- Compete with a Danaher Company

Associates may not serve on the board of directors of any for-profit, non-Danaher Company, unless approved in advance by the Danaher Corporation Executive Vice President with responsibility for the Associate’s Danaher Company, or in the case of a Danaher Corporation Executive Vice President, the Chief Executive Officer of Danaher Corporation.

Q Hannah receives a call and then an email from an outside consultant. The consultant wants to pay her to answer his questions about her professional experience at your Danaher Company. The consultant tells Hannah he can speak to her after she leaves work, so she would not be using her working time to answer these questions. Can Hannah accept this consultant's offer?

A No, she may not accept this offer. Even though Hannah would be answering questions on her own time, the consultant is looking for information about how she spends her time when she is working. That information is Danaher confidential information, and the chance to be paid for it is a Danaher corporate opportunity, so Hannah has two reasons she has to say no.

Pursuant to Section 122(17) of the Delaware General Corporate Law, Danaher Corporation's Board of Directors has adopted the following separate policy on corporate opportunity for non-employee directors who serve on the board of directors of Danaher Corporation ("outside directors"): Danaher Corporation renounces any interest or expectancy in, or in being offered any opportunity to participate in, and the director shall have no obligation to communicate, offer or present to Danaher Corporation, any opportunity to engage in a business activity of which an outside director becomes aware, unless the outside director becomes aware of such opportunity either (i) in connection with the performance of his or her functions as a director of Danaher Corporation, or under circumstances that should reasonably lead the outside director to believe that the person offering the opportunity expects it to be offered to Danaher Corporation or a subsidiary of Danaher Corporation or (ii) through the use of information or property of Danaher Corporation or a subsidiary thereof, if the resulting opportunity is one that the outside director should reasonably be expected to believe would be of interest to Danaher Corporation or a subsidiary thereof.

Political and Charitable Activities and Contributions

We each have a right to participate in the political processes of our home countries. However, we may not represent any Danaher Company at any political event or use Danaher Company funds to make political contributions. Our participation in political activities must be on our own time and at our own expense and should not interfere with our job duties.

Danaher Companies support various charities in the communities where they operate. Associates should not make individual charitable contributions with Danaher Company funds. All charitable giving by Danaher Companies must be according to applicable Danaher Company policies.



Waiving Our Standards of Conduct

In extremely limited circumstances, Danaher Corporation may find it appropriate to waive a provision of our Standards of Conduct. All waivers require the pre-approval of Danaher Corporation's Board of Directors, Chief Executive Officer or General Counsel in writing, and a waiver for a director or executive officer of Danaher Corporation may be made only by Danaher Corporation's Board of Directors or by a committee of Danaher Corporation's Board of Directors. All waivers will be promptly disclosed to the extent required by law or the New York Stock Exchange.

Our Standards of Conduct do not give you any contractual rights or alter the employment relationship you have with your company (except to the extent our Standards of Conduct are incorporated into any employment agreement, collective bargaining or labor agreement or similar agreement which governs your employment). You are free to voluntarily resign your employment at any time. Similarly, your company may terminate your employment at any time it believes that it is in the best interests of the business to do so, subject to applicable laws and any employment agreement which governs your employment. Wherever used in our Standards of Conduct, the term "employment agreement" refers to not only employment agreements but also all applicable collective bargaining or labor agreements and similar agreements.

Danaher Corporation Contact Information

Please feel free to address any questions you may have about our Standards of Conduct to your local legal, finance or human resources department, or to any of the following Associates at Danaher Corporation.

DANAHER CORPORATION LEGAL DEPARTMENT

JAMES O'REILLY

Associate General Counsel and Secretary

jim.oreilly@danaher.com

MARY BRITTON

Vice President and Chief Counsel, Litigation

mary.britton@danaher.com

DANIEL GAREN

Vice President, Global Compliance

daniel.garen@danaher.com

PATRICIA KIM

Vice President and Chief Counsel,
Labor and Employment

patricia.kim@danaher.com

STEPHEN EVANOFF

Vice President, EH&S

stephen.evanoff@danaher.com

DANAHER CORPORATION INTERNAL AUDIT

CHRIS SANDBERG

Vice President, Internal Audit

chris.sandberg@danaher.com

DANAHER CORPORATION HUMAN RESOURCES

ANGIE LALOR

Senior Vice President, Human Resources

angie.lalor@danaher.com



2200 Pennsylvania Avenue, NW
Suite 800 West
Washington, DC 20037

www.danaher.com