DANAHER CORPORATION

Second Quarter 2019 Earnings Release

July 18, 2019

DANAHER

Forward Looking Statements

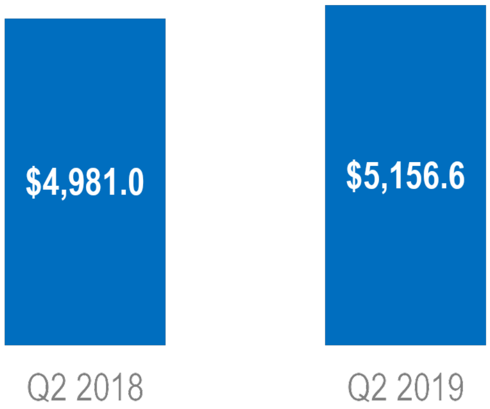
Statements in this presentation that are not strictly historical, including any statements regarding the Company's anticipated financial performance for the third quarter and full year 2019 and opportunities and positioning for 2019 and beyond, the anticipated acquisition of GE Biopharma, the expected timetable for completing the acquisition, the anticipated impact of the acquisition on Danaher and any other 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, the uncertainty of regulatory approvals with respect to the GE Biopharma acquisition and the timing or conditionality thereof, the parties' ability to satisfy the acquisition agreement conditions and consummate the acquisition of GE Biopharma on the anticipated timetable and terms or at all, Danaher's ability to successfully integrate GE Biopharma's operations and employees with Danaher's existing business, the ability to realize anticipated financial, tax and operational synergies and benefits, GE Biopharma's performance and maintenance of important business relationships, Danaher's ability to complete the previously-announced initial public offering ("IPO") of its Dental business on the currently contemplated timeline or at all and achieve the intended benefits thereof, deterioration of or instability in the economy, the markets served by us or GE Biopharma and the financial markets, developments and uncertainties in U.S. policy stemming from the U.S. administration, such as changes in U.S. trade and tariff policies and the reaction of other countries thereto, contractions or growth rates and cyclicality 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 compliance with applicable laws and regulations (including regulations relating to medical devices and the health care industry), the results of our clinical trials and perceptions thereof, our ability to effectively address cost reductions and other changes in the health care industry, our ability to successfully identify and consummate appropriate acquisitions and strategic investments and successfully complete divestitures and other dispositions, our ability to integrate the businesses we acquire and achieve the anticipated benefits of such acquisitions, contingent liabilities relating to acquisitions, investments and divestitures (including tax-related and other contingent liabilities relating to past and future IPOs, split-offs or spin-offs), security breaches or other disruptions of our information technology systems or violations of data privacy laws, the impact of our restructuring activities on our ability to grow, 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, changes in tax laws applicable to multinational companies, litigation and other contingent liabilities including intellectual property and environmental, health and safety matters, the rights of the United States government to use, disclose and license certain intellectual property we license if we fail to commercialize it, risks relating to product, service or software defects, product liability and recalls, risks relating to product manufacturing, the impact of our debt obligations on our operations and liquidity (including the impact of the additional debt Danaher expects to incur to finance the GE Biopharma acquisition), our relationships with and the performance of our channel partners, uncertainties relating to collaboration arrangements with third-parties, commodity costs and surcharges, our ability to adjust purchases and manufacturing capacity to reflect market conditions, reliance on sole sources of supply, the impact of deregulation on demand for our products and services, labor matters, international economic, political, legal, compliance and business factors (including the impact of the United Kingdom's decision to leave the EU and uncertainty relating to the terms and timing of such separation), disruptions relating to man-made and natural disasters 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 2018 Annual Report on Form 10-K and Quarterly Reports on Form 10-Q for the first quarter of 2019 and second quarter of 2019. These forward-looking statements speak only as of the date of this presentation and except to the extent required by applicable law, 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.

Second Quarter 2019 Performance Summary

REVENUE

+3.5%

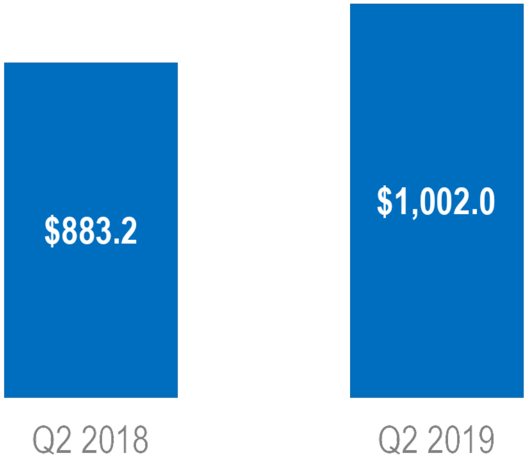
Core +5.5%
Acquisitions +1.0%
FX -3.0%



($ millions)

FREE CASH FLOW

+13.5%



($ millions)

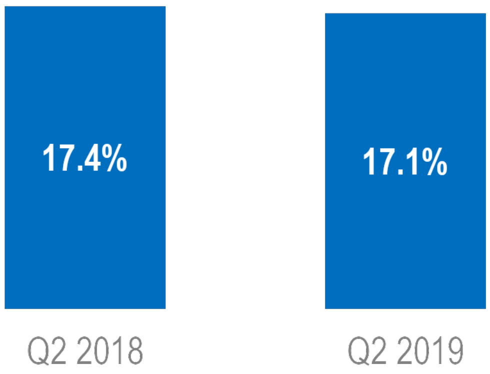
Throughout this presentation, with respect to revenue performance, for the definitions of “Acquisitions,” “Core,” and “FX,” please refer to the accompanying information required by Regulation G, located at the end of this presentation and on the "Investors" section of Danaher's website. For the definition of Free Cash Flow, please refer to the accompanying information required by Regulation G, located at the end of this presentation and on the "Investors" section of Danaher's website.

Second Quarter 2019 Performance Summary

OPERATING PROFIT MARGIN

-30 BPS

Core +15 bps
Acquisitions -5 bps
Other -40 bps



GROSS MARGINS

Q2 2019 – 55.8%
Q2 2018 – 56.6%

-80 BPS

SG&A (as a % of Revenue)

Q2 2019 – 32.4%
Q2 2018 – 32.9%

-50 BPS

R&D (as a % of Revenue)

Q2 2019 – 6.2%
Q2 2018 – 6.3%

-10 BPS

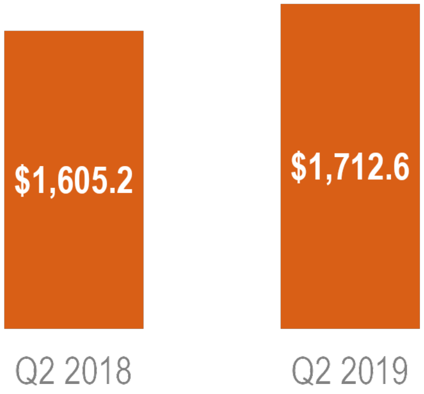
Throughout this presentation when referred to in connection with operating profit margins, "Acquisitions" refers to the impact of businesses owned for less than one year or disposed of during such period and not treated as discontinued operations, "Other" refers to certain acquisition-related charges and gains and costs associated with the anticipated acquisition of GE Biopharma and the Dental business separation, and "Core" refers to all other year-over-year operating profit margin changes; for further description of these items, please refer to the accompanying information required by Regulation G, located at the end of this presentation and on the "Investors" section of Danaher's website.

Second Quarter 2019: Life Sciences

REVENUE

+6.5%

Core +7.5%
Acquisitions +2.0%
FX -3.0%

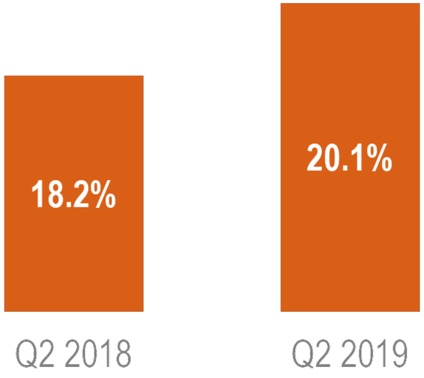


($ millions)

OPERATING PROFIT MARGIN

+190 BPS

Core +170 bps
Acquisitions -25 bps
Other +45 bps



BECKMAN COULTER Life Sciences
SCIEX
Leica MICROSYSTEMS
MOLECULAR DEVICES
PALL
phenomenex
IDT INTEGRATED DNA TECHNOLOGIES

Second Quarter 2019: Diagnostics

REVENUE

+4.5%

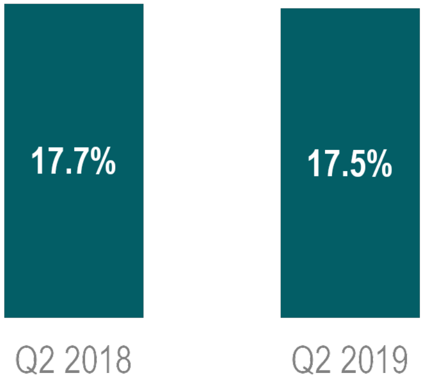
Core +7.5%
Acquisitions —%
FX -3.0%

($ millions)

OPERATING PROFIT MARGIN

-20 BPS

Core -20 bps
Acquisitions — bps
Other — bps



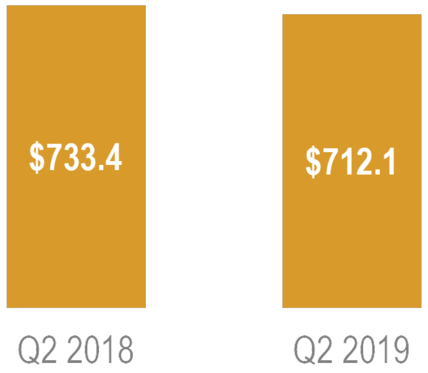
BECKMAN COULTER
Leica BIOSYSTEMS
RADIOMETER
Cepheid.

Second Quarter 2019: Dental

REVENUE

-3.0%

Core -0.5%
Acquisitions —%
FX -2.5%

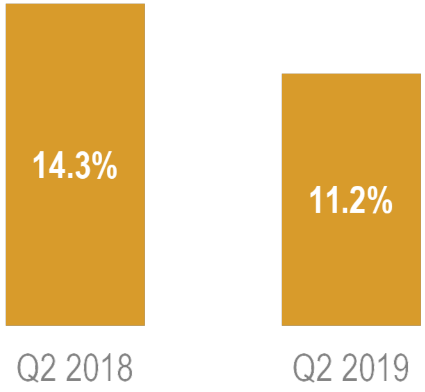


($ millions)

OPERATING PROFIT MARGIN

-310 BPS

Core -310 bps
Acquisitions — bps
Other — bps

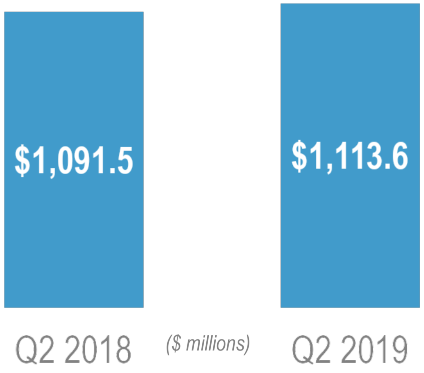


Second Quarter 2019: Environmental & Applied Solutions

REVENUE

+2.0%

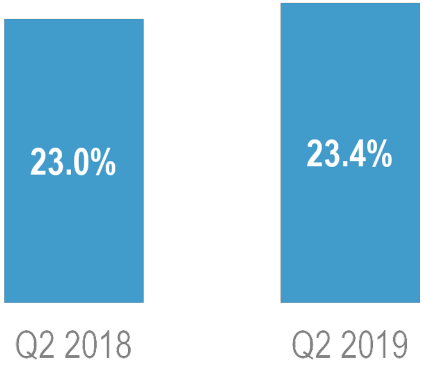
Core +4.0%
Acquisitions +0.5%
FX -2.5%



OPERATING PROFIT MARGIN

+40 BPS

Core +45 bps
Acquisitions -5 bps
Other — bps



HACH
ChemTreat
TROJAN technologies
VIDEOJET
ESKO
x-rite
PANTONE

GUIDANCE

Q & A

DANAHER

Non-GAAP Reconciliations

Reconciliation of Operating Cash Flows (GAAP) to Free Cash Flow (Non-GAAP)

($ in millions)	Three-Month Period Ended June 28, 2019	Three-Month Period Ended June 29, 2018
Net Operating Cash Used in Investing Activities GAAP)	**$ (228.9)**	**$ (2,242.6)**
Net Operating Cash Provided by (Used in) Financing Activities (GAAP)	**605.0**	**1,172.1**
Net Operating Cash Provided by Operating Activities (GAAP)	**$ 1,171.5**	**$ 1,036.0**
Less: payments for additions to property, plant and equipment (capital expenditures) (GAAP)	(180.8)	(153.8)
Plus: proceeds from sales of property, plant and equipment (capital disposals) (GAAP)	11.3	1.0
Free Cash Flow (Non-GAAP)	**$ 1,002.0**	**$ 883.2**
Net Earnings (GAAP)	$ 731.3	$ 673.8
Free Cash Flow to Net Earnings Conversion Ratio (Non-GAAP)	**1.37**	**1.31**

Core Revenue Growth [1]

	% Change Three-Month Period Ended June 28, 2019 vs. Comparable 2018 Period
Total sales growth (GAAP)	3.5%
Less the impact of:	
Acquisitions	(1.0%)
Currency exchange rates	3.0%
Core revenue growth (Non-GAAP)	5.5%

[1] We use the term "core revenue" to refer to GAAP revenue excluding (1) sales from acquired businesses recorded prior to the first anniversary of the acquisition less the amount of sales attributable to divested businesses or product lines not considered discontinued operations ("acquisitions") and (2) the impact of currency translation. The portion of GAAP revenue attributable to currency translation is calculated as the difference between (a) the period-to-period change in revenue (excluding acquisition sales) and (b) the period-to-period change in revenue (excluding acquisition sales) after applying current period foreign exchange rates to the prior year period. We use the term "core revenue growth" to refer to the measure of comparing current period core revenue with the corresponding period of the prior year.

Year-Over-Year Core Operating Margin Changes

	Total Company	Segments: Life Sciences	Diagnostics	Dental	Environmental & Applied Solutions
Three-Month Period Ended June 29, 2018 Operating Profit Margins (GAAP)	**17.40%**	**18.20%**	**17.70%**	**14.30%**	**23.00%**
Second quarter 2019 impact from operating profit margins of businesses that have been owned for less than one year or were disposed of during such period and did not qualify as discontinued operations	(0.05)	(0.25)	-	-	(0.05)
Second quarter 2019 transaction costs deemed significant and integration preparation costs related to the anticipated acquisition of the GE Biopharma business	(0.35)	-	-	-	-
Second quarter 2019 Dental business separation costs and costs related to establishing new separate company infrastructure, primarily related to incremental salaries, benefits and rent expense	(0.20)	-	-	-	-
Acquisition-related transaction costs deemed significant and fair value adjustments to inventory, in each case related to the acquisition of IDT and incurred in the second quarter of 2018.	0.35	1.00	-	-	-
Second quarter 2018 gain on resolution of acquisition-related matters	(0.20)	(0.55)	-	-	-
Year-over-year core operating profit margin changes for the second quarter 2019 (defined as all year-over-year operating profit margin changes other than the changes identified in the line items above) (non-GAAP)	0.15	1.70	(0.20)	(3.10)	0.45
Three-Month Period Ended June 28, 2019 Operating Profit Margins (GAAP)	**17.10%**	**20.10%**	**17.50%**	**11.20%**	**23.40%**

Note: The Company deems acquisition-related transaction costs incurred in a given period to be significant (generally relating to the Company's larger acquisitions) if it determines that such costs exceed the range of acquisition-related transaction costs typical for Danaher in a given period.

Non-GAAP Reconciliations

Statement Regarding Non-GAAP Measures

Each of the non-GAAP measures set forth above should be considered in addition to, and not as a replacement for or superior to, the comparable GAAP measure, and may not be comparable to similarly titled measures reported by other companies. Management believes that these measures provide useful information to investors by offering additional ways of viewing Danaher Corporation's ("Danaher" or the "Company") results that, when reconciled to the corresponding GAAP measure, help our investors to:

- with respect to Adjusted Diluted Net Earnings Per Share, understand the long-term profitability trends of our business and compare our profitability to prior and future periods and to our peers;
- with respect to core revenue, identify underlying growth trends in our business and compare our revenue performance with prior and future periods and to our peers; and
- with respect to free cash flow (the "FCF Measure"), understand Danaher's ability to generate cash without external financings, strengthen its balance sheet, invest in its business and grow its business through acquisitions and other strategic opportunities (although a limitation of free cash flow is that it does not take into account the Company's debt service requirements and other non-discretionary expenditures, and as a result the entire free cash flow amount is not necessarily available for discretionary expenditures).

Management uses these non-GAAP measures to measure the Company's operating and financial performance, and uses core revenue and non-GAAP measures similar to Adjusted Diluted Net Earnings Per Share and the FCF Measure in the Company's executive compensation program.

The items excluded from the non-GAAP measures set forth above have been excluded for the following reasons:

- With respect to Adjusted Diluted Net Earnings Per Share:
  - We exclude the amortization of acquisition-related intangible assets because the amount and timing of such charges are significantly impacted by the timing, size, number and nature of the acquisitions we consummate. While we have a history of significant acquisition activity we do not acquire businesses on a predictable cycle, and the amount of an acquisition's purchase price allocated to intangible assets and related amortization term are unique to each acquisition and can vary significantly from acquisition to acquisition. Exclusion of this amortization expense facilitates more consistent comparisons of operating results over time between our newly acquired and long-held businesses, and with both acquisitive and non-acquisitive peer companies. We believe however that it is important for investors to understand that such intangible assets contribute to revenue generation and that intangible asset amortization related to past acquisitions will recur in future periods until such intangible assets have been fully amortized.
  - We exclude costs incurred pursuant to discrete restructuring plans that are fundamentally different (in terms of the size, strategic nature and planning requirements, as well as the inconsistent frequency, of such plans) from the ongoing productivity improvements that result from application of the Danaher Business System. Because these restructuring plans are incremental to the core activities that arise in the ordinary course of our business and we believe are not indicative of Danaher's ongoing operating costs in a given period, we exclude these costs from the calculation of Adjusted Diluted Net Earnings Per Share to facilitate a more consistent comparison of operating results over time.
  - With respect to the other items excluded from Adjusted Diluted Net Earnings Per Share, we exclude these items because they are of a nature and/or size that occur with inconsistent frequency, occur for reasons that may be unrelated to Danaher's commercial performance during the period and/or we believe that such items may obscure underlying business trends and make comparisons of long-term performance difficult. For example, the first quarter 2019 legal contingency charges excluded from Adjusted Earnings Per Share were excluded because legal contingencies of this nature and amount are atypical for our businesses, infrequent and not representative of a trend in our underlying business.
- With respect to core revenue, (1) we exclude the impact of currency translation because it is not under management's control, is subject to volatility and can obscure underlying business trends, and (2) we exclude the effect of acquisitions and divested product lines because the timing, size, number and nature of such transactions can vary significantly from period-to-period and between us and our peers, which we believe may obscure underlying business trends and make comparisons of long-term performance difficult.
- With respect to the FCF Measure, we exclude payments for additions to property, plant and equipment (net of the proceeds from capital disposals) to demonstrate the amount of operating cash flow for the period that remains after accounting for the Company's capital expenditure requirements.