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DANAHER CORP /DE/ (DHR)

2026 DEF 14A · filed 2026-03-25 · CIK 0000313616

Headline facts

CEO TOTAL PAY

$23,795,280

Rainer M. Blair · 2025 · ‘ 8% YoY

SAY ON PAY CD&A

93%

Extracted from: Compensation Discussion & Analysis

CEO PAY RATIO ITEM 402(U)

343 to 1

COMPENSATION COMMITTEE CD&A

Compensation Committee

Governance policies

CLAWBACK

present

HEDGING

Not disclosed

PLEDGING

prohibited

STOCK OWNERSHIP GUIDELINES

present

Peer snapshot

1 peer auto-selected from DHR’s disclosed compensation peer group. Each row shows the peer’s latest filing.

TICKER	CEO TOTAL	PAY RATIO	MEDIAN EMP	COMP COMMITTEE
TMO THERMO FISHER SCIENTIFIC INC.	$79,923,350	120 to 1	$71,333	Compensation Committee

Summary Compensation Table (latest disclosed year)

Year 2025

EXECUTIVE	SALARY	STOCK	CASH INCENTIVE	OTHER	TOTAL
Rainer M. Blair President and CEO	$1,400,000	$9,292,370	$4,194,400	$521,853	**$23,795,280**
Julie Sawyer Montgomery Executive Vice President	$848,000	$4,425,309	$1,587,880	$139,623	**$11,295,279**
Christopher P. Riley Executive Vice President	$848,000	$4,425,309	$1,587,880	$100,192	**$11,255,848**
Matthew R. McGrew Executive Vice President and CFO	$1,005,330	$2,519,058	$1,882,480	$287,114	**$7,967,519**
Jose-Carlos Gutierrez-Ramos Senior Vice President and Chief Science Officer	$888,460	$1,959,422	$1,530,550	$97,016	**$6,243,771**

CEO pay mix (latest year)

Base salary	6%
Cash incentive	18%
Equity	74%
Other	2%
At-risk	**92%**

SOURCE CITATIONS

Every fact above, traced back to filing text

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CEO pay ratio = 343 to 1

Extracted from: CEO Pay Ratio section (Item 402(u)) · confidence 0.94

“(other than Mr. Blair) was $69,440; and •the ratio of the annual total compensation of Mr. Blair to the annual total compensation of the median of all other Company employees was 343 to 1. For purposes of the 2025 CEO pay ratio set forth above, we used the same median employee identified with respect to our 2024 CEO pay ratio, as there has been no change in our employee population or employee compensation arrangements that we believe would significantly impact the pay ratio disclosure. 2026 Notice of Annual Meeting and Proxy Statement63 Table of Contents Summary of Employment Agreements and Pl…”

Say on pay = 93%

Extracted from: Compensation Discussion & Analysis · confidence 0.84

“At our annual meeting of shareholders in May 2025, 93% of the votes cast on the say on pay proposal were voted in favor of the proposal.”

Compensation committee = Compensation Committee

Extracted from: Compensation Discussion & Analysis · confidence 0.85

“Annual cash incentive compensation awards are subject to Compensation Committee discretion”

Clawback policy = present

Extracted from: Compensation Discussion & Analysis · confidence 0.96

“Clawback Policy”

Hedging policy = —

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Hedging Policy”

Pledging policy = prohibited

Extracted from: Compensation Discussion & Analysis · confidence 0.93

“Danaher’s Board has adopted a policy that prohibits any director or executive officer from pledging as security under any obligation any shares of Danaher Common Stock that the director or officer directly or indirectly owns and controls (other than shares pledged as of the date the policy was adopted), and provides that pledged shares of Danaher Common Stock do not count toward Danaher’s stock ownership requirements”

Stock ownership guidelines = present

Extracted from: Compensation Discussion & Analysis · confidence 0.94

“To further align management and shareholder interests and discourage inappropriate or excessive risk-taking, our stock ownership policy requires each executive officer to obtain a substantial equity stake in Danaher within five years of their appointment to an executive position, as follows”