

Danaher (DHR) EQ Update- 12/18 Quarter

<u>Current EQ Rating*</u>	<u>Previous EQ Rating</u>
4-	4-

*For an explanation of the EQ Review Rating scale, please refer to the end of this report

We are maintaining our earnings quality rating of DHR at 4- (Acceptable).

- Our review of the 12/18 quarter turned up no significant items of concern. We do note that the acquisition and divestures over the years do not make for clear insight into certain earnings quality trends.
- We look for more color in the first quarter on the announced acquisition of GE's Life Sciences business. The company is paying \$21.4 billion, or 17 times the expected 2019 EBITDA for the division. The company recently issued 12.1 million common shares at \$123 and 1.65 million shares of 4.75% mandatory convertible preferred shares to provide a little over \$3 billion of the purchase price. The deal is expected to reduce GAAP diluted EPS by \$1.15-\$1.20 but projects accretion of adjusted EPS of \$0.45-\$0.50 in the first full year of operation. The deal will not be completed until 4Q19.
- DHR still expects to complete the spin-off of its Dental Unit in the second half of 2019. The company has not begun disclosure as a discontinued operation yet, so details are scarce. It did comment in the recent call that it plans to lever the spin-off at about two times with a goal of an investment grade rating.

Explanation of EQ Rating Scale

6- "Exceptionally Strong"	Indicates uncommonly conservative accounting policies to the point that revenue and earnings are essentially understated relative to the company's peers. Higher possibility of reporting positive earnings surprises
5- "Strong"	Indicates the company has no areas of concern with its reported results and we see very little risk of the company disappointing due to recent results being overstated from aggressive reporting in recent periods.
4- "Acceptable"	Indicates the company may have exhibited a minor "red flag", but the severity of the issue is not yet a concern. Minimal risk of an earnings disappointment resulting from previous earnings or cash flow overstatement
3- "Minor Concern"	Indicates the company has exhibited either a larger number of or more serious warning signs than companies receiving a 4. The likelihood of an immediate earnings or cash flow disappointment is not considered to be high, but the signs mentioned deserve a higher degree of attention in the future.
2- "Weak"	Indicates the company's recent reported results have benefitted materially from aggressive accounting. Follow up work should be performed to determine the nature and extent of the problem. There is a possibility that upcoming results could disappoint as the impact of unsustainable benefits disappears.
1- "Strong Concerns"	Indicates that the company's recent results are significantly overstated and that we view a disappointment in upcoming quarters is highly likely.

In addition to the numerical rating, the EQ Review Rating may also include either a minus or plus sign. A minus sign indicates that our analysis shows the overall earnings quality of the company has worsened since the last review and there is a possibility the numerical rating will fall should the problem continue into the next quarter. Likewise, a positive sign indicates that the overall earnings quality is improving, and the company may see an upgrade in its numerical rating should the trend continue.

Key Points to Understand About the EQ Score

The EQ Review Rating is much more than a blind, quantitative scoring method. While we utilize proprietary adjustments, ratios, and methods developed over decades of earnings quality analysis, the foundation of all of our analysis is reading recent SEC filings, press releases, conference call transcripts and in some cases, conversations with managements.

The EQ Review Rating is not comparable to a traditional buy/sell rating. The Rating is intended to specifically convey the extent to which reported earnings may be over/understated. Fundamental factors such as forecasts for future growth, increasing competition, and valuation are not reflected in the rating. Therefore, a high score does not in itself indicate a company is a buy but rather indicates that recent results are a good indication of the underlying earnings and cash generation capacity of the company. A low score (1-2) will likely result in us performing a more thorough review of fundamental factors to determine if the company warrants a full-blown sell recommendation.

Disclosure

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