

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Mulhall Christopher M.</u>  (Last) (First) (Middle) <u>6920 SEAWAY BLVD</u>  (Street) <u>EVERETT WA 98203</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Fortive Corp [ FTV ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>02/20/2020</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP - Chief Accounting Officer</u>  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/20/2020		A		3,250 <sup>(1)</sup>	A	(2)	10,338	D	
Common Stock	02/20/2020		A		650 <sup>(3)</sup>	A	(2)	2,939	I	By Spouse
Common Stock	02/21/2020		F		157 <sup>(4)</sup>	D	\$75.81	10,181	D	
Common Stock	02/21/2020		F		86 <sup>(4)</sup>	D	\$75.81	2,853	I	By Spouse
Common Stock								522 <sup>(5)</sup>	I	By 401 (k)
Common Stock								848 <sup>(5)</sup>	I	By Spouse's 401 (k)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$76.79	02/20/2020		A		9,840		(6)	02/20/2030	Common Stock	9,840	\$0	9,840	D	
Employee Stock Option (Right to Buy)	\$76.79	02/20/2020		A		1,970		(6)	02/20/2030	Common Stock	1,970	\$0	1,970	I	By Spouse

Explanation of Responses:

1. On February 20, 2020, the Compensation Committee of the Issuer (the "Committee") awarded the Reporting Person restricted stock units ("RSUs") that are subject only to time-based vesting provisions.
2. RSUs are payable in shares of common stock on a one-to-one basis.
3. On February 20, 2020, the Committee awarded the spouse of the Reporting Person RSUs that are subject only to time-based vesting provisions.
4. This transaction relates to the aggregate withholding of shares for tax purposes in connection with the vesting of restricted stock units.
5. Based on plan statement dated as of January 31, 2020.
6. Options vests ratably on an annual basis over a five-year period from the date of grant.

Remarks:

Daniel B. Kim, as attorney-in-fact 02/24/2020

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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