

ROPER INDUSTRIES INC

Form 4

May 29, 2014

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Humphrey John

(Last) (First) (Middle)

C/O ROPER INDUSTRIES,  
INC., 6901 PROFESSIONAL  
PARKWAY EAST, SUITE 200

(Street)

SARASOTA, FL 34240

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

ROPER INDUSTRIES INC [ROP]

3. Date of Earliest Transaction  
(Month/Day/Year)

05/27/2014

4. If Amendment, Date Original  
Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

EVP, Chief Financial Officer

6. Individual or Joint/Group Filing (Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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)
Common Stock	05/27/2014		M	12,000	A \$ 51.11	127,336	D
Common Stock	05/27/2014		M	38,084	A \$ 52.19	165,420	D
Common Stock	05/27/2014		S	50,084	D \$ 142.2782 (1)	115,336	D
Common Stock	05/28/2014		M	8,000	A \$ 51.11	123,336	D
	05/28/2014		S	5,100	D	118,236	D

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Common Stock					\$ 141.7143 (2)			
Common Stock	05/28/2014		S	2,900	D	\$ 142.2003 (3)	115,336	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 52.19	05/27/2014		M		38,084		02/16/2008	02/16/2017	Common Stock	38,084
Employee Stock Option (right to buy)	\$ 51.11	05/27/2014		M		12,000		01/22/2011	01/22/2020	Common Stock	12,000
Employee Stock Option (right to buy)	\$ 51.11	05/28/2014		M		8,000		01/22/2011	01/22/2020	Common Stock	8,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Humphrey John  
C/O ROPER INDUSTRIES, INC.  
6901 PROFESSIONAL PARKWAY EAST, SUITE 200  
SARASOTA, FL 34240

EVP, Chief Financial Officer

## Signatures

John Humphrey, by Paul J. Soni, his attorney-in-fact, pursuant to Power of Attorney dated April 25, 2006.

05/29/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) The price reported is the weighted average sale price for the 50,084 shares. The individual range of sale prices for this transaction is \$142.1200 to \$142.5000. The reporting person undertakes to provide to Roper Industries, Inc., any security holder of Roper Industries, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range set forth in this Footnote

(2) The price reported is the weighted average sale price for the 5,100 shares. The individual range of sale prices for this transaction is \$141.000 to \$141.9900. The reporting person undertakes to provide to Roper Industries, Inc., any security holder of Roper Industries, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range set forth in this Footnote

(3) The price reported is the weighted average sale price for the 2,900 shares. The individual range of sale prices for this transaction is \$142.0050 to \$142.5000. The reporting person undertakes to provide to Roper Industries, Inc., any security holder of Roper Industries, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range set forth in this Footnote.

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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