

ROPER INDUSTRIES INC

Form 4

February 24, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
JELLISON BRIAN D

(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)

02/20/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

CEO & President

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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	02/20/2014		M	7,684	A \$ 24.2	1,151,484	D
Common Stock	02/20/2014		S	7,684	D \$ 135.7504 (1)	1,143,800	D
Common Stock	02/21/2014		M	36,314	A \$ 24.2	1,180,114	D
Common Stock	02/21/2014		S	36,314	D \$ 135.7094 (2)	1,143,800	D

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Common Stock	02/24/2014	M	52,588	A	\$ 24.2	1,196,388	D
Common Stock	02/24/2014	S	52,588	D	\$ (3) 136.4945	1,143,800	D

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

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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)	\$ 24.2	02/20/2014		M	7,684	02/25/2005 02/25/2014	Common Stock 7,684
Employee Stock Option (right to buy)	\$ 24.2	02/21/2014		M	36,314	02/25/2005 02/25/2014	Common Stock 36,314
Employee Stock Option (right to buy)	\$ 24.2	02/24/2014		M	52,588	02/25/2005 02/25/2014	Common Stock 52,588

Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
X		CEO & President	

JELLISON BRIAN D
C/O ROPER INDUSTRIES, INC.
6901 PROFESSIONAL PARKWAY EAST,SUITE 200
SARASOTA, FL 34240

Signatures

Brian D. Jellison by Paul J. Soni his attorney-in-fact pursuant to power of Attorney dated August 11, 2004.

02/24/2014

__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 7,684 shares. The individual range of sale prices for this transaction is \$135.75 to \$135.755. 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 36,314 shares. The individual range of sale prices for this transaction is \$135.55 to \$135.83. 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 52,588 shares. The individual range of sale prices for this transaction is \$135.55 to \$136.91. 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.

Remarks:

Expiring Options

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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