

ROPER INDUSTRIES INC
Form 4
May 12, 2010

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WINFREY TIMOTHY J

(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)

05/12/2010

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)

VP,Energy Systems & Controls

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	05/12/2010		M	5,000 A	\$ 19.175	64,765	D
Common Stock	05/12/2010		M	2,000 A	\$ 31.355	66,765	D
Common Stock	05/12/2010		S	7,000 D	\$ 61.45 (1)	59,765	D

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

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information contained in this form are not
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SEC 1474
(9-02)

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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)	\$ 19.175	05/12/2010		M		5,000		11/19/2003	11/18/2012	Common Stock	5,000
Employee Stock Option (right to buy)	\$ 31.355	05/12/2010		M		2,000		04/18/2006	04/18/2012	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships
WINFREY TIMOTHY J C/O ROPER INDUSTRIES, INC. 6901 PROFESSIONAL PARKWAY EAST,SUITE 200 SARASOTA, FL 34240	Director 10% Owner Officer VP,Energy Systems & Controls

Signatures

Timothy J. Winfrey by Paul J. Soni, his attorney-in-fact pursuant to Power of Attorney dated August 15, 2004. 05/12/2010

__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).

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- (1) The price reported is the weighted average sale price for the 7,000 shares. The individual range of sale prices for this transaction is \$61.30 to \$61.59. 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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