

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

FORM 10-K

☒ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31 , 2024

or

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission file number: 1-12273

ROPER TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

51-0263969

(I.R.S. Employer Identification No.)

6496 University Parkway
Sarasota, Florida 34240

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (941) 556-2601

SECURITIES REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:

| Title of Each Class | Trading Symbol(s) | Name of Each Exchange On Which Registered |
|--------------------------------|-------------------|---|
| Common Stock, \$0.01 Par Value | ROP | The Nasdaq Stock Market LLC |

SECURITIES REGISTERED PURSUANT TO SECTION 12(g) OF THE ACT: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. ☐ Yes ☐ No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Act. ☐ Yes ☐ No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. ☐ Yes ☐ No

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). ☐ Yes ☐ No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act. ☐ Large accelerated filer ☐ Accelerated filer ☐ Non-accelerated filer ☐ Smaller reporting company ☐ Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal control over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report. ☐

If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. ☐

Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to §240.10D-1(b). ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). ☐ Yes ☐ No

Based on the closing sale price on The Nasdaq Stock Market ("Nasdaq"), on June 30, 2024, the aggregate market value of the voting and non-voting common stock held by non-affiliates of the registrant was: \$ 60.2 billion.

Number of shares outstanding of the registrant's common stock as of February 14, 2025: 107,385,207 .

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the registrant's Proxy Statement to be furnished to stockholders in connection with its 2025 Annual Meeting of Stockholders are incorporated by reference into Part III, Items 10, 11, 12, 13, and 14 of this Annual Report on Form 10-K.

ROPER TECHNOLOGIES, INC.

FORM 10-K FOR THE FISCAL YEAR ENDED DECEMBER 31, 2024

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Information About Forward-Looking Statements

This Annual Report on Form 10-K ("Annual Report") includes and incorporates by reference "forward-looking statements" within the meaning of the federal securities laws. In addition, we, or our executive officers on our behalf, may from time to time make forward-looking statements in reports and other documents we file with the U.S. Securities and Exchange Commission ("SEC") or in connection with oral statements made to the press, potential investors, or others. All statements that are not historical facts are "forward-looking statements." Forward-looking statements may be indicated by words or phrases such as "anticipate," "estimate," "plans," "expects," "projects," "should," "will," "believes," "intends," and similar words and phrases. These statements reflect management's current beliefs and are not guarantees of future performance. They involve risks and uncertainties that could cause actual results to differ materially from those contained or implied in any forward-looking statement.

Examples of forward-looking statements in this report include but are not limited to statements regarding operating results, the success of our operating plans, our expectations regarding our ability to generate cash and reduce debt and associated interest expense, profit and cash flow expectations, the prospects for newly acquired businesses to be integrated and contribute to future growth, and our expectations regarding growth through acquisitions. Important assumptions relating to the forward-looking statements include, among others, demand for our products, the cost, timing, and success of product upgrades and new product introductions, raw materials costs, expected pricing levels, expected outcomes of pending litigation, competitive conditions, and general economic conditions. These assumptions could prove inaccurate. Although we believe that the estimates and projections reflected in the forward-looking statements are reasonable, our expectations may prove to be incorrect. Important factors that could cause actual results to differ materially from estimates or projections contained in the forward-looking statements include but are not limited to:

- general economic conditions;
- difficulty making acquisitions, including receiving the necessary regulatory approvals (including clearance under the Hart-Scott-Rodino Act in the U.S. and similar antitrust regulations in foreign countries), and successfully integrating acquired businesses;
- any unforeseen liabilities associated with future acquisitions;
- information technology system failures, data security breaches, network disruptions, and cybersecurity events, including any litigation arising therefrom;
- failure to comply with new data privacy laws and regulations, including any litigation arising therefrom;
- risks and costs associated with our international sales and operations;
- rising interest rates;
- limitations on our business imposed by our indebtedness;
- product liability, litigation, and insurance risks;
- future competition;
- reduction of business with large customers;
- risks associated with government contracts;
- changes in the supply of, or price for, labor, energy, raw materials, parts, and components, including as a result of inflation or potential supply chain constraints;
- potential write-offs of our goodwill and other intangible assets;
- our ability to successfully develop new products;
- failure to protect our intellectual property;
- unfavorable changes in foreign exchange rates;
- risks related to changing U.S. and foreign trade policies, including increased trade restrictions or tariffs;
- increased warranty exposure;
- environmental compliance costs and liabilities;
- the effect of, or change in, government regulations (including tax);
- risks associated with the use of artificial intelligence;
- economic disruption caused by armed conflicts (such as the war in Ukraine and the conflict in the Middle East), terrorist attacks, health crises (such as the COVID-19 pandemic), or other unforeseen geopolitical events; and
- the factors discussed in Item 1A of this Annual Report under the heading "Risk Factors."

You should not place undue reliance on any forward-looking statements, which are based on current expectations. Further, forward-looking statements speak only as of the date they are made, and we undertake no obligation to publicly update any of these statements in light of new information or future events.

PART I

ITEM 1. BUSINESS

All currency amounts are in millions unless specified

Our Business

Roper Technologies, Inc. ("Roper," the "Company," "we," "our," or "us") is a diversified technology company. Roper has a proven, long-term, successful track record of compounding cash flow and increasing shareholder value. We operate market leading businesses that design and develop vertical software and technology enabled products for a variety of defensible niche markets.

We pursue consistent and sustainable growth in revenue, earnings, and cash flow by enabling continuous improvement in the operating performance of our businesses and by acquiring businesses that offer high value-added software, services, technology-enabled products, and solutions that we believe are capable of realizing growth while maintaining high margins. We compete in many defensible niche markets and believe we are the market leader or a competitive alternative to the market leader in most of these markets.

In the last three years, we have deployed approximately \$9,950 of capital toward acquisitions. In 2024, this included approximately \$1,860 for the acquisition of Procare, a leading provider of Software-as-a-Service ("SaaS") solutions and integrated payment processing for early childhood education centers and approximately \$1,600 for the acquisition of Transact Campus, a leading provider of integrated campus technology and payment solutions serving higher education, healthcare, and business campuses, which was combined with our CBORD business. In 2023, this included approximately \$1,380 for the acquisition of Syntellis, a leading provider of SaaS solutions for healthcare, financial institution, and higher education providers, which was combined with our Strata business, and 2022 included approximately \$3,750 for the acquisition of Frontline, a leading provider of SaaS solutions for school administration. Additionally, we deployed approximately \$1,360 toward other bolt-on acquisitions to help build on the strategic position of several of our businesses.

In November 2022, Roper completed the divestiture of a majority equity stake in its industrial businesses, including its entire historical Process Technologies reportable segment and the industrial businesses within its historical Measurement & Analytical Solutions reportable segment (collectively "Indicor"), to Clayton, Dubilier & Rice, LLC ("CD&R"). Following the sale of the majority stake, Roper retained a minority equity interest in Indicor. See Note 10 of the Notes to Consolidated Financial Statements included in this Annual Report for additional information regarding Roper's minority equity interest in Indicor.

During 2021, Roper entered into definitive agreements to divest its TransCore, Zetec, and CIVCO Radiotherapy businesses ("2021 Divestitures"). Roper completed the 2021 Divestitures by March 2022.

The financial results of Indicor and the 2021 Divestitures are reported as discontinued operations for all periods presented. Unless otherwise noted, discussion within Part I relates to continuing operations. Refer to Note 3 of the Notes to Consolidated Financial Statements included in this Annual Report for further information regarding discontinued operations.

We were incorporated on December 17, 1981 under the laws of the State of Delaware.

Market Share, Market Expansion, and Product Development

Leadership with Technology and Products for Niche Markets – We maintain a leading position in many of our markets. We believe our market positions are attributable to the applications expertise used to create high value products and solutions for our customers, the underlying critical nature of our offerings, and the inherent customer intimacy of our chosen niche markets. Our businesses realize growth from new and existing customers in their niche markets through successfully executing go-to-market strategies, developing new products and applications, and delivering professional services.

Diversified End Markets and Geographic Reach – We have a global presence, with sales to customers outside of the United States ("U.S.") totaling \$975.9 in 2024. Information regarding our international operations is set forth in Note 14 of the Notes to Consolidated Financial Statements included in this Annual Report.

Our Reportable Segments

Roper's segment reporting structure is based on business model and delivery of performance obligations. The three reportable segments are as follows:

–**Application Software**—Aderant, Clinisys, Data Innovations, Deltek, Frontline, IntelliTrans, PowerPlan, Procure, Strata, Transact/CBORD, Vertafore

–**Network Software**—ConstructConnect, DAT, Foundry, iPipeline, iTradeNetwork, Loadlink, MHA, SHP, SoftWriters

–**Technology Enabled Products**—CIVCO Medical Solutions, FMI, Inovonics, IPA, Neptune, Northern Digital, rf IDEAS, Verathon

Financial information about our reportable segments is presented in Note 14 of the Notes to Consolidated Financial Statements included in this Annual Report.

Application Software

Our Application Software segment had net revenues of \$3,868.3 for the year ended December 31, 2024, representing 55.0% of our total net revenues. Below is a description of the products offered by businesses that comprise the Application Software segment:

Aderant – comprehensive management software solutions for law and other professional services firms, including business development, calendar/docket matter management, time and billing, and case management.

Clinisys – diagnostic and laboratory information management software solutions.

Data Innovations – software solutions that enable enterprise management of hospitals and independent laboratories.

Deltek – enterprise software and information solutions for government contractors, professional services firms, and other project-based businesses.

Frontline – K-12 school administration software, connecting solutions for human capital management, student and special programs, and business operations, with powerful analytics that empower educators.

IntelliTrans – transportation management software and services to bulk and break-bulk commodity producers.

PowerPlan – financial and compliance management software and solutions to large complex companies in asset-intensive industries.

Procure – cloud-based software and integrated payment processing for the management of early childhood education centers.

Strata – cloud-based financial analytics, performance management software, and data solutions used by healthcare providers, higher education, and financial institutions for financial planning, decision support, and continuous cost improvement.

Transact/CBORD – integrated campus technology and payment solutions, including secure access and campus identity software, commerce solutions, tuition management software and payment processing, as well as foodservice technologies, serving higher education, healthcare, K-12, and business campuses.

Vertafore – cloud-based software for the property and casualty insurance industry, including agency and distribution management, compliance, workflow, and data solutions.

Network Software

Our Network Software segment had net revenues of \$1,475.6 for the year ended December 31, 2024, representing 21.0% of our total net revenues. Below is a description of the products offered by businesses that comprise the Network Software segment:

ConstructConnect – cloud-based data, collaboration, and estimating automation software solutions focused on the pre-construction phase for a network of construction contractors and building product manufacturers/distributors.

DAT – electronic marketplaces that connect available capacity of trucking units with the available loads of freight throughout North America, and freight analytics solutions.

Foundry – software technologies used to deliver visual effects and 3D content for the entertainment and digital design industries.

iPipeline – cloud-based software solutions for the life insurance/annuities and financial services industries.

iTradeNetwork – electronic marketplaces and supply chain software that connect food suppliers, distributors, and vendors, primarily in the perishable food sector.

Loadlink – electronic marketplaces that connect available capacity of trucking units with the available loads of freight throughout Canada, and freight analytics solutions.

MHA – health care services and software solutions to alternate site health care markets.

SHP – data analytics and benchmarking information for the post-acute healthcare provider marketplace.

SoftWriters – software solutions to pharmacies that primarily serve the long-term care marketplace.

Technology Enabled Products

Our Technology Enabled Products segment had net revenues of \$1,695.3 for the year ended December 31, 2024, representing 24.0% of our total net revenues. Below is a description of the products offered by businesses that comprise the Technology Enabled Products segment:

CIVCO Medical Solutions – accessories focused on guidance and infection control for ultrasound procedures.

FMI – dispensers and metering pumps which are utilized in a broad range of applications requiring precision fluid control.

Inovonics – high-performance wireless sensor networks and solutions for a variety of applications.

IPA – automated surgical scrub and linen dispensing equipment for healthcare providers.

Neptune – water meters, enabling water utilities to remotely monitor their customers utilizing Automatic Meter Reading (AMR), Advanced Metering Infrastructure (AMI) technologies, and cloud-based software supporting meter data management.

Northern Digital – optical and electromagnetic precision measurement systems for medical and industrial applications.

rf IDEAS – RFID card and credential readers used in numerous identity access management applications across a variety of vertical markets.

Verathon – medical devices that enable airway management, including bronchoscopes and video laryngoscopes, and bladder volume measurement solutions for healthcare providers.

Materials and Suppliers

We believe most materials and supplies we use are readily available from numerous sources and suppliers throughout the world. However, some components and sub-assemblies are currently available from only a limited number of suppliers for which we regularly investigate and identify alternative sources where possible. We also believe these conditions affect our competitors.

Remaining Performance Obligations and Backlog

Remaining performance obligations represent the transaction price of firm orders for which work has not been performed, excluding unexercised contract options. As of December 31, 2024 and 2023, total remaining performance obligations were \$4,754.9 and \$4,612.6, respectively.

Backlog is equal to our remaining performance obligations expected to be recognized as revenue within the next 12 months. Backlog was \$3,105.4 at December 31, 2024 and \$3,156.6 at December 31, 2023.

Distribution and Sales

Distribution and sales occur primarily through direct sales offices, manufacturers' representatives, resellers, and distributors.

Governmental Regulations

We face extensive government regulation around the world relating to the development, manufacture, marketing, sale, and distribution of our software, services, and products. The following sections describe certain significant regulations to which we are subject, but these are not the only regulations with which our businesses must comply. For a description of risks related to the regulations that our businesses are subject to, please refer to "Item 1A. Risk Factors."

Privacy and Data Security

We are subject to privacy and data security laws around the world that may impose operational burdens on our businesses. In 2018, the General Data Protection Regulation ("GDPR") became effective in the European Union ("EU") and United Kingdom ("UK") and imposed restrictions on how companies use, process, and protect personal information. Additionally, repeated legal challenges to the way regulators implemented GDPR provisions relating to international data transfers have created additional operational burdens and legal risks for companies when transferring personal data back and forth from the EU to many other countries, most notably the U.S. and India. In the U.S., at least 20 states have individually passed comprehensive privacy legislation, which imposes restrictions similar (but not identical) to GDPR on companies conducting business or serving customers in those states. For example, in 2020 the California Consumer Privacy Act ("CCPA") became effective and required companies to make disclosures to consumers about their data collection, use, and sharing practices; allowed consumers to exercise control over the use and sharing of their personal data; and provided a limited private right of action for data breaches. Changes to the CCPA which became effective in 2023 have added to the processing restrictions and notifications requirements – particularly when companies engage in online advertising. Canada (Quebec) has also significantly updated its privacy laws. The compliance and other burdens on our businesses imposed by these privacy laws and regulations may be substantial as we work to comply with differing legal and implementation requirements across multiple jurisdictions.

Healthcare Regulations

The manufacture, sale, lease, and service of medical diagnostic and surgical devices intended for commercial use are subject to extensive governmental regulation by the Food and Drug Administration ("FDA") in the U.S. and by a variety of regulatory agencies in other countries for some of our businesses. Under the Federal Food, Drug, and Cosmetic Act, known as the FD&C Act, manufacturers of medical products and devices must comply with certain regulations governing the design, testing, manufacturing, packaging, servicing, and marketing of medical products. FDA product approvals may be withdrawn or suspended if compliance with regulatory standards is not maintained or if problems occur following initial marketing. We are also subject to a variety of federal, state, and foreign laws which broadly relate to our interactions with healthcare practitioners and other participants in the healthcare system, including, among others, anti-kickback law, and laws regulating the confidentiality of sensitive personal information and the circumstances under which such information may be released and/or collected, such as the Health Insurance Portability and Accountability Act of 1996, or HIPAA, the Health Information Technology for Economic and Clinical Health Act, or HITECH Act, and the GDPR.

Anti-Corruption and Anti-Bribery Laws and Regulations

We are subject to the U.S. Foreign Corrupt Practices Act (FCPA) and anti-corruption laws, and similar laws in foreign countries, such as the UK Bribery Act. Any violation of these laws by us or our agents or distributors could create substantial liability for us, subject our officers and directors to personal liability, and cause a loss of reputation in the market. Increased business in higher risk countries could subject us and our officers and directors to increased scrutiny and increased liability. In addition, becoming familiar with and implementing the infrastructure necessary to comply with laws, rules, and regulations applicable to new business activities and mitigating and protecting against corruption risks could be quite costly.

Export Controls and Trade Policies

We are subject to numerous domestic and foreign regulations relating to our operations worldwide. In particular, our sales activities must comply with restrictions relating to the export of controlled technology and sales to denied or sanctioned parties contained in the U.S. Export Administration Regulations, U.S. International Traffic in Arms Regulations (ITAR), and sanctions administered by the Office of Foreign Assets Control of the U.S. Department of the Treasury (OFAC). Our businesses may also be impacted by additional domestic or foreign trade regulations, including trade restrictions, trade agreements, tariffs (including new, expanded, or retaliatory tariffs), and sanctions.

Environmental Regulations

Our operations and properties are subject to laws and regulations relating to environmental protection, including those governing air emissions, water discharges, waste management, and workplace safety. We use, generate, and dispose of hazardous substances and waste in our operations and could be subject to material liabilities relating to the investigation and clean-up of contaminated properties and related claims. We are required to conform our operations and properties to these laws and adapt to regulatory requirements in all countries as these requirements change. In connection with our acquisitions, we may assume significant environmental liabilities, some of which we may not be aware of, or may not be quantifiable, at the time of acquisition. In addition, new laws and regulations, the discovery of previously unknown contamination, or the imposition of new requirements could increase our costs or subject us to new or increased liabilities.

Customers

During 2024, no customer accounted for 10% or more of any segment or total Company net revenues.

Competition

Generally, our products and solutions face significant competition, although in certain niche markets there are a limited number of competitors. We believe that we are a leader in most of our markets, and no single company competes with us over a significant number of product lines. Competitors might be large or small in size, often depending on the size of the niche market we serve. We compete primarily on product quality, performance, innovation, technology, price, applications expertise, system and service flexibility, distribution channel access, and customer service capabilities.

Intellectual Property

In addition to trade secrets, including unpatented know-how and other intellectual property like software source code, we own or license the rights under numerous patents, trademarks, trade dress, and copyrights relating to certain of our products and businesses. We also employ various methods, including confidentiality and non-disclosure agreements with individuals and companies we do business with, including employees, distributors, representatives, independent contractors, and customers to protect our intellectual property. We believe none of our operating units are substantially dependent on any single item of intellectual property, including a trade secret, patent, trademark, trade dress, or copyright.

Human Capital Management

Roper is a diversified technology company that utilizes a decentralized operating model across our many businesses which serve a diverse set of end markets. Subject to oversight and guidance from Roper executive management, each business operates as an individual unit with its managers empowered to make day-to-day operating decisions, including decisions with respect to human capital management. As a result, apart from guidance with respect to: (i) compliance with legal and regulatory requirements or corporate policies; and (ii) the implementation of business unit leadership compensation and benefit programs provided by corporate management, managers at individual businesses are the primary decision makers with respect to human capital management and development. Though our individual businesses are primarily responsible for these decisions, because of the importance of human capital to our enterprise, we provide guidance and share best practices on key aspects of selection, development, engagement, and diversity of talent within our workforce.

As of December 31, 2024, we employed approximately 18,200 people worldwide on a consolidated basis, of which approximately 12,100 were employed in the U.S. and approximately 6,100 were employed outside of the U.S. Management believes that the Company's employee relations are favorable.

Outside of the U.S., we have some employees, particularly in Europe, that are represented by an employee representative organization, such as a union, works council, or employee association.

Roper has identified and implemented other human capital priorities, including providing competitive wages and benefits, and promoting a diverse and inclusive work environment. The Company is committed to increasing diversity and fostering an inclusive work environment that supports our large global workforce and helps us innovate for our customers. We continue to focus on building a pipeline for talent that creates more opportunities for growth within the Company.

Available Information

All reports we file electronically with the SEC, including our annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K, and our annual proxy statements, as well as any amendments to those reports, are accessible at no cost on our website at www.ropertech.com as soon as reasonably practicable after we electronically file such material with, or furnish it to, the SEC. These filings are also accessible on the SEC's website at www.sec.gov. Our Corporate Governance Guidelines; the charters of our Audit Committee, Compensation Committee, and Nominating and Governance Committee; and our Code of Ethics (the "Code of Ethics") are also available on our website. Any amendment to the Code of Ethics and any waiver applicable to our directors, executive officers, or senior financial officers will be posted on our website within the time period required by the SEC and Nasdaq. The information posted on our website is not incorporated into this Annual Report or any other filing made by Roper with the SEC.

ITEM 1A. RISK FACTORS

Risks Related to Our Business Operations

Our growth strategy includes acquisitions. We may not be able to identify suitable acquisition candidates, complete acquisitions, or integrate acquisitions successfully.

Our future rate of growth is highly dependent on our ability to acquire and successfully integrate new businesses. We intend to seek additional acquisition opportunities, both to expand into new markets and to enhance our position in existing markets. There are no assurances, however, that we will be able to successfully identify suitable candidates, negotiate appropriate terms, obtain financing on acceptable terms, complete proposed acquisitions, receive the necessary regulatory approvals (including clearance under the Hart-Scott-Rodino Act in the U.S. and similar antitrust regulations in foreign countries), successfully integrate acquired businesses, or expand into new markets. Once acquired, operations may not achieve anticipated levels of revenues, profitability, or cash flows.

Acquisitions involve risks, including difficulties in the integration of the operations, technologies, services, and products of the acquired companies and the diversion of management's attention from other business concerns. Although our management will endeavor to evaluate the risks inherent in any particular transaction, including but not limited to cybersecurity risks, there are no assurances that we will properly ascertain all such risks. Acquisitions may involve significant cash expenditures, debt incurrences, equity issuances, and expenses. Difficulties encountered with acquisitions may have a material adverse effect on our business, financial condition, and results of operations.

Our technology is important to our success, and our failure to protect this technology could put us at a competitive disadvantage.

Many of our products and services rely on proprietary technology; therefore, we believe that the development and protection of intellectual property rights through patents, copyrights, trade secrets, trademarks, confidentiality agreements, and other contractual provisions are important to the future success of our business. Despite our efforts to protect proprietary rights, unauthorized parties or competitors may copy or otherwise obtain and use our products or technology. Actions to enforce these rights may result in substantial costs and diversion of resources, and we make no assurances that any such actions will be successful.

We rely on information and technology, including third-party cloud computing platforms and other third-party business partners, for many of our business operations which could fail and cause disruption to our business operations.

Our business operations are dependent upon information technology networks and systems to securely transmit, process, and store information and to communicate among our locations around the world and with clients, suppliers, and business partners. A shutdown of, or inability to access, one or more of our facilities, a power outage, or a failure of one or more of our information technology, telecommunications, or other systems could significantly impair our ability to perform such functions on a timely basis. Our compliance, cyber and data privacy programs, cybersecurity technology, and risk management cannot eliminate all system risk. Cybersecurity incidents, ransomware attacks, systems disruptions or interruptions, cyberattacks, configuration or human error, insider threat, and/or other external hazards or threats could result in the misappropriation of assets or information, corruption of data, or disruptions in our business strategy, results of operations, and financial condition. These disruptions may include, but are not limited to, interruptions to business operations, loss of intellectual property, release of confidential information, malicious alteration or corruption of data or systems, costs related to remediation or the payment of ransom, litigation including individual claims or consumer class actions, commercial litigation, administrative, and civil or criminal investigations or actions, regulatory intervention and sanctions or fines, investigation and remediation costs, and possible prolonged negative publicity.

We rely on business partners such as third-party data centers and cloud platforms, such as Amazon Web Services, Google Cloud Platform, and Microsoft Azure to host certain enterprise and customer systems. Our ability to monitor such third parties' security measures and the full impact of the systemic risk is limited. If any third-party system or cloud platform that we use is unavailable to us for any reason, our customers may experience service interruptions, which could significantly impact our operations, reputation, business, and financial results. Failure of our systems or those of our third-party service providers, may result in interruptions in our service and loss of data or processing capabilities, all of which may cause a loss in customers, refunds of product fees, and/or material harm to our reputation and operating results. While certain of our businesses have experienced temporary disruptions, their impact has been limited and did not have a significant impact on our businesses.

Global cybersecurity threats are rapidly evolving and attacks to networks, platforms, systems, and endpoints can range from uncoordinated individual attempts to sophisticated and targeted measures known as advanced persistent threats, directed at the Company, its businesses, its customers, and/or its third-party service providers, including, but not limited to, cloud providers and providers of network management services. These may include such things as unauthorized access, phishing attacks, denial of service, insider threats, data exfiltration and extortion, introduction of malware or ransomware, and other disruptive problems caused by threat actors. While we have experienced and expect to continue to experience these types of cybersecurity threats and incidents, none of them to date have been material to the Company.

We seek to deploy measures to protect, detect, respond, and recover from cybersecurity threats and incidents, including identity and access controls, employee training, data protection, vulnerability management, incident response, secure product development, continuous monitoring of our networks, platforms, endpoints, and systems, and maintenance of ransomware resilient backup and recovery capabilities. Our customers are increasingly requiring cybersecurity protections and mandating cybersecurity standards in our products and services, and we may incur additional costs to comply with such demands. Despite these efforts, we can make no assurances that we will be able to mitigate, detect, prevent, timely and adequately respond, or fully recover from the negative effects of cyberattacks, cybersecurity incidents, or other security compromises, and such attacks, compromises, or cybersecurity incidents, depending on their nature and scope, could potentially result in the misappropriation, destruction, corruption, or unavailability of critical data and confidential or proprietary information (our own or that of third parties) and the disruption of business operations. The potential consequences of a material cybersecurity incident include financial loss, reputational damage, damage to our IT systems, data loss, litigation with third parties, theft of intellectual property, fines, customer attrition, diminution in the value of our investment in research and development, and increased cybersecurity protection and remediation costs due to the increasing sophistication and proliferation of threats, which in turn could adversely affect our competitiveness and results of operations. Any imposition of liability, particularly liability

that is not covered by insurance or is in excess of insurance coverage, could materially harm our operating results and financial condition.

Product liability, insurance risks, product recalls, and increased insurance costs could harm our operating results.

Our business exposes us to product liability risks in the design, manufacture, and distribution of our products. Manufacturing or design defects could lead to recalls or safety alerts relating to our products (either voluntary or as required by regulatory authorities), and could result, in certain cases, in the removal of a product from the market which could result in significant costs, lost sales and customers, enforcement actions and/or investigations, as well as negative publicity and damage to our reputation. Personal injuries relating to the use of our products can also result in product liability claims being brought against us. We currently have product liability insurance; however, we may not be able to maintain our insurance at a reasonable cost or in amounts sufficient to adequately protect us against losses. We also maintain other insurance policies, including directors' and officers' liability insurance and cybersecurity insurance. We believe we have adequately accrued estimated losses, principally related to deductible amounts under our insurance policies, with respect to all product liability and other claims, based upon our past experience and available facts. However, a successful product liability or other claim or series of claims brought against us could have a material adverse effect on our business, financial condition, and results of operations. In addition, a significant increase in our insurance costs or the imposition of a liability that is not covered by insurance or is in excess of insurance coverage, could have an adverse impact on our operating results.

Our operating results could be adversely affected by a reduction in business with our large customers.

In some of our businesses, we derive a significant amount of revenue from large customers. The loss or reduction of any significant contracts with any of these customers could reduce our net revenues and cash flows. Additionally, many of our customers are government entities. In many situations, government entities can unilaterally terminate or modify our existing contracts without cause and without penalty to the government agency.

Unfavorable changes in foreign exchange rates may harm our business.

Several of our subsidiaries have transactions and balances denominated in currencies other than the U.S. dollar. Most of these transactions and balances are denominated in British pounds, Canadian dollars, or euros. Sales by our operating companies whose functional currency is not the U.S. dollar represented 9% and 11% of our total net revenues for the years ended December 31, 2024 and 2023, respectively. Unfavorable changes in exchange rates between the U.S. dollar and those currencies could reduce our reported net revenues and net earnings.

We face intense competition. If we do not compete effectively, our business may suffer.

We face intense competition from numerous competitors in our various businesses. Our products compete primarily on the basis of product quality, performance, innovation, technology, price, applications expertise, system and service flexibility, distribution channel access, and established customer service capabilities. We may not be able to compete effectively on all of these fronts or with all of our competitors. Moreover, competition may require us to adjust prices to stay competitive. In addition, new competitors may emerge, and product lines may be threatened by new technologies or market trends that reduce the value of these product lines. To remain competitive, we must develop new products, respond to new technologies, and enhance our existing products in a timely manner.

Our indebtedness may affect our business and may restrict our operating flexibility.

As of December 31, 2024, we had \$7,623.0 in total consolidated indebtedness. In addition, we had approximately \$3,369 of undrawn availability under our unsecured revolving credit facility. Subject to restrictions contained in our credit facility, we may incur additional indebtedness in the future, including indebtedness incurred to finance acquisitions.

Our level of indebtedness and the debt servicing costs associated with that indebtedness could have substantial effects on our operations and business strategy. For example, our indebtedness could:

- limit our ability to borrow additional funds;
- limit our ability to complete future acquisitions;
- limit our ability to pay dividends;
- limit our ability to make capital expenditures;
- place us at a competitive disadvantage relative to our competitors, some of which have lower debt service obligations and greater financial resources; and
- increase our vulnerability to general adverse economic and industry conditions.

Our ability to make scheduled principal payments of, to pay interest on, or to refinance our indebtedness and to satisfy our other debt obligations will depend upon our future operating performance, which may be affected by factors beyond our control. In addition, there can be no assurance that future borrowings or equity financing will be available to us on favorable terms for the payment or refinancing of our indebtedness. If we are unable to service our indebtedness, our business, financial condition, and results of operations would be materially adversely affected.

Our credit facility contains covenants requiring us to achieve certain financial and operating results and maintain compliance with a specified financial ratio. Our ability to meet the financial covenants or requirements in our credit facility may be affected by events beyond our control, and we may not be able to satisfy such covenants and requirements. A breach of these covenants or our inability to comply with the financial ratio, tests, or other restrictions contained in our credit facility could result in an event of default under this facility. Upon the occurrence of an event of default under our credit facility, and the expiration of any grace periods, the lenders could elect to declare all amounts outstanding under the facility, together with accrued interest, to be immediately due and payable. If this were to occur, our assets may not be sufficient to fully repay the amounts due under this facility or our other indebtedness.

Our goodwill and other intangible assets are a significant amount of our total assets, and any write-off of our intangible assets would negatively affect our results of operations.

Our total assets reflect substantial intangible assets, primarily goodwill. At December 31, 2024, goodwill totaled \$19,312.9 compared to \$18,867.6 of total stockholders' equity, and represented 62% of our total assets of \$31,334.7. The goodwill results from our acquisitions, representing the excess purchase price over the fair value of the net identifiable assets acquired. We assess at least annually whether there has been an impairment in the value of our goodwill and other indefinite-lived intangible assets. If future operating performance at one or more of our business units were to fall significantly below current or expected levels, if competing or alternative technologies emerge, if discount rates rise, or if business valuations decline, we could incur a non-cash charge to operating income. Any determination requiring the write-off of a significant portion of goodwill or unamortized intangible assets would negatively affect our results of operations, the effect of which could be material.

We depend on our ability to develop new products and software, and any failure to develop or market new products and software could adversely affect our business.

The future success of our business will depend, in part, on our ability to design and manufacture new competitive products, including the development of software, and to enhance existing product and software offerings. This product development may require substantial internal investment. There can be no assurance that unforeseen problems will not occur with respect to the development, performance, or market acceptance of new technologies, products, or software or that we will otherwise be able to successfully develop and market new products and software. Failure of our product or software offerings to gain market acceptance or our failure to successfully develop and market new products and software could reduce our margins, which would have an adverse effect on our business, financial condition, and results of operations.

Changes in the supply of, or price for, raw materials, parts and components used in our products, or third-party services used in the delivery of our SaaS solutions could affect our business.

The availability and prices of raw materials, parts, and components are subject to curtailment or change due to, among other things, suppliers' allocations to other purchasers, interruptions in production by suppliers, supply chain delays and disruptions, component shortages, changes in exchange rates, and prevailing price levels. In addition, some of our products are provided by sole source suppliers and our SaaS offerings are increasingly reliant on a limited number of third-party cloud computing platforms. Any change in the supply of, or price for, these parts and components, as well as any increases in commodity prices or the price and availability of, or any decrease in the reliability of, third-party cloud computing platforms could affect our business, financial condition, and results of operations.

Our operating results may be adversely impacted by the performance of Indicor, in which we own a minority interest.

In 2022, we divested a majority equity stake in our industrial businesses to CD&R and retained a minority equity interest in the new parent entity, Indicor. Although we have certain limited consent, board representation, and other governance rights under existing contractual arrangements, we are a minority owner of Indicor and do not control its management, its policies, or the operation of its business, and have no further funding requirements associated with our investment. As a result, our ability to realize the ultimate anticipated benefits of the transaction depends upon the operation and management of Indicor by CD&R and the Indicor management team. In addition, Indicor is an industrial business that is subject to risks that are different than the risks associated with our existing businesses. Many of these risks are outside of CD&R's or Indicor's control and could

materially impact Indicor's business, financial condition, and results of operations. Moreover, CD&R may have economic or other business interests that are inconsistent with ours, and we may be unable to prevent strategic decisions that may adversely affect the value of our investment in Indicor. We have applied the fair value option to value our equity investment in Indicor. The assessment of fair value requires significant judgments to be made. Although we believe that our judgments and assumptions are reasonable, changes in estimates or the application of alternative assumptions could produce significantly different results. In the event of a decrease in fair value, we would incur a non-cash charge within non-operating income with a corresponding reduction in the balance of our equity investment. See Note 10 of the Notes to Consolidated Financial Statements included in this Annual Report for additional information on this equity investment.

Divestitures or other dispositions could negatively impact our business.

Divestitures pose risks and challenges that could negatively impact our business. For example, when we decide to sell or otherwise dispose of a business or assets, we may be unable to do so on satisfactory terms within our anticipated timeframe or at all, and even after reaching a definitive agreement to sell or dispose of a business, the sale is typically subject to the satisfaction of pre-closing conditions which may not become satisfied. The consummation of any divestiture can be difficult, time-consuming, and costly, and we may not be able to successfully complete identified divestitures. They may also cause diversion of management time and focus away from operating our business. In addition, divestitures or other dispositions may have other adverse financial and accounting impacts, and disputes may arise with buyers or with partners in businesses in which we own a minority interest that could be difficult or costly to resolve.

We use artificial intelligence in our business, and challenges with properly managing its use could result in reputational harm, competitive harm, and legal liability, and adversely affect our results of operations.

We are increasingly incorporating artificial intelligence ("AI") solutions into our platforms, offerings, services, and operations, and we expect that AI will become more important to our company over time. Our competitors or other third parties may incorporate AI into their products or operations more quickly or successfully than us, or develop superior products and services with the aid of AI, which could impair our ability to compete effectively and adversely affect our results of operations. Additionally, if we use AI that is based on data, algorithms, or other inputs that are flawed, or if the AI assists in producing content, analyses, or recommendations that are or are alleged to be deficient, inaccurate, violative of third-party intellectual property, or biased, our business, financial condition, and results of operations may be adversely affected. The use of AI applications has resulted in, and may in the future result in, cybersecurity incidents that implicate the personal data of end users of such applications. Any such cybersecurity incidents related to our use of AI applications could adversely affect our reputation and results of operations. AI also presents emerging ethical issues, and if our use of AI becomes controversial we may experience brand, reputational, or competitive harm, or legal liability.

We may be affected by laws and regulations that govern the use of AI. For example, the EU AI Act places new requirements on providers of AI technologies that will need to be addressed in alignment with various deadlines in the coming years. These and other laws or regulations may cause us to modify our data handling and compliance practices, which could be costly or disruptive to our operations, and may also impact our ability to use certain data to support our products or our product development efforts or hinder our customers' ability to adopt or continue to use our products.

Risks Related to Government Regulations

Regulation of privacy and data security may adversely affect sales of our products and services and result in increased compliance costs.

There has been, and likely will continue to be, increased regulation with respect to the collection, use, and handling of an individual's personal and financial information. Regulatory authorities around the world have passed or are considering legislative and regulatory proposals concerning data protection, privacy, and data security. In the U.S., at least 20 states have individually passed comprehensive privacy legislation in directly regulating the collection, use, and sharing of personal information. In addition, there has been an increased focus on industry-specific privacy laws, including in the financial, healthcare, and educational sectors. These statutes and regulations create civil penalties for violations, and in the case of California and some sector-specific laws, create a limited private right of action for data breaches that increase the risk of data breach litigation. Absent a preemptive Federal privacy law, as more states pass privacy legislation, there is a strong possibility that we will be required to comply with a patchwork of inconsistent privacy regulations.

Globally, personal information collected within the European Union and United Kingdom remains subject to the GDPR, which is a UK and European Union-wide legal framework that governs data collection, use, and sharing of an individual's personal data and creates a range of consumer privacy rights. GDPR provides significant penalties for non-compliance (up to 4% of

global annual revenue) and EU data protection authorities have already issued significant fines. Canada (Quebec) has also significantly updated its privacy laws.

The interpretation and application of consumer and data protection laws and industry standards in the U.S., Europe, and elsewhere can be uncertain and currently is in flux. Cloud-based solutions may be subject to further regulation, including data localization requirements and other restrictions limiting the international transfer of data. The operational and cost impact of these cannot be fully known at this time. In addition to the possibility of fines, the application of these existing laws in a manner inconsistent with our current data and privacy practices requires that we change our data and privacy practices, which could have an adverse effect on our business and results of operations. Complying with these various laws could cause us to incur substantial costs or require us to change our business practices in a manner adverse to our business. Also, any new law or regulation imposing greater fees or taxes or restriction on the collection, use, or transfer of information or data internationally or over the Internet, could result in a decline in the use of our products and services and adversely affect our sales and results of operations. Finally, as we increasingly provide technological solutions, our customers and regulators will expect that we can demonstrate compliance with current data privacy and security regulations as well as new industry-developed standards, and our inability to do so may adversely impact sales of our solutions and services to certain customers. This is particularly true for customers in highly-regulated industries, such as the healthcare industry and government contractors, and could result in regulatory actions, fines, and legal proceedings as well as negative impacts to our brand, reputation, and business.

Expectations relating to sustainability considerations expose the Company to potential liabilities, increased costs, reputational harm, and other adverse effects on the Company's business.

Many governments, regulators, investors, employees, customers, and other stakeholders are focused on environmental, social, governance, and other sustainability considerations relating to businesses, including climate change and greenhouse gas emissions, human capital, and diversity. The Company makes statements about sustainability goals and initiatives through information provided on its website, press statements, and other communications, including through its annual sustainability report. Responding to these sustainability considerations and implementation of these goals and initiatives involves risks and uncertainties, including those described under "Information About Forward-Looking Statements," requires investments, and is impacted by factors that may be outside of the Company's control. In addition, some stakeholders may disagree with the Company's goals and initiatives and the focus of stakeholders may change and evolve over time. Stakeholders also may have very different views on where focus on sustainability topics should be placed, including differing views of regulators in various jurisdictions in which we operate. Any failure, or perceived failure, by the Company to achieve its goals, further its initiatives, adhere to its public statements, comply with federal, state, or international sustainability laws and regulations, or meet evolving and varied stakeholder expectations and standards could result in legal and regulatory proceedings against the Company and materially adversely affect the Company's business, reputation, results of operations, financial condition, and stock price.

Risks Related to Economic and Political Conditions

Economic, political, and other risks associated with our international operations could adversely affect our business.

For the year ended December 31, 2024, 14% of our net revenues were generated from customers outside of the U.S. and 7% of our long-lived assets, excluding goodwill and other intangibles, were attributable to operations outside of the U.S. We expect our international operations to contribute materially to our business for the foreseeable future. Our international operations are subject to varying degrees of risk inherent in doing business outside of the U.S. including, without limitation, the following:

- adverse changes in a specific country's or region's political or economic conditions, particularly in emerging markets;
- oil price volatility;
- trade protection measures, tariffs, and import or export requirements, including uncertainty about what actions may be taken by governments with respect to tariffs or trade relations, what products may be subject to such actions, and what actions may be taken by foreign countries in retaliation to proposed or imposed U.S. tariffs;
- subsidies or increased access to capital for firms that are currently, or may emerge as, competitors in countries in which we have operations;
- partial or total expropriation;
- potentially negative consequences from changes in tax laws;
- difficulty in staffing and managing widespread operations;
- differing labor regulations;
- differing protection of intellectual property; and
- differing and unexpected changes in regulatory requirements, including any measures implemented to address data privacy, cybersecurity, and impacts of climate change.

Any business disruptions due to political instability, armed hostilities, incidents of terrorism, incidents of directed cyberattacks, public health crises, or extreme weather events or other natural disasters could adversely impact our financial performance.

If terrorist activity, armed conflict, directed cyberattacks, political instability, public health crises, such as epidemics or pandemics, or extreme weather events or other natural disasters occur in the U.S. or other locations, such events may negatively impact our operations, cause general economic conditions to deteriorate, or cause demand for our products to decline. A prolonged economic slowdown or recession could reduce the demand for our products, and therefore, negatively affect our future sales and profits. Any of these events could have a significant impact on our business, financial condition, or results of operations.

Political and geopolitical conditions can adversely affect our business.

Political and geopolitical conditions in the markets in which our products and services are sold have been and could continue to be difficult to predict, resulting in adverse effects on our business. The results of elections, geopolitical events and tensions, and wars and other military conflicts (such as the ongoing conflicts in Ukraine and the Middle East) in these markets have in the past impacted and could continue to impact how existing laws, regulations and government programs or policies are implemented or result in uncertainty as to how such laws, regulations, programs or policies may change, including with respect to the negotiation of new trade agreements, new, expanded or retaliatory tariffs against certain countries or covering certain products or materials (including recent U.S. tariffs imposed or threatened to be imposed on China, Canada, Mexico, and other countries and any retaliatory actions taken by such countries). Changes in political administrations in the U.S. and elsewhere may lead to variability in, or reallocation of, government spending priorities, or a reduction in government spend, which could have an adverse impact on our businesses that serve governmental entities or governmental contractors. In addition, certain geopolitical events have resulted in and could continue to result in, among other things, cyberattacks, supply disruptions, lower consumer demand, increase in global economic uncertainty, and changes to foreign exchange rates and financial markets, any of which may adversely affect our business and supply chain.

General Risk Factors

The potential insolvency or financial distress of third parties could adversely impact our business and results of operations.

We are exposed to the risk that third parties to various arrangements who owe us money or goods and services, or who purchase goods and services from us, will not be able to perform their obligations or continue to place orders due to insolvency or financial distress. If third parties fail to perform their obligations under arrangements with us, we may be forced to replace the underlying commitments at current or above-market prices or on other terms that are less favorable to us. In such events, we may incur losses, or our results of operations, financial condition, or liquidity could otherwise be adversely affected.

Changes to our executive leadership team and any future loss of members of such team, and the resulting management transitions, could harm our operating results.

We have experienced significant changes to our executive leadership team in the past and may do so in the future. Leadership transitions and changes can be inherently difficult to manage and may cause uncertainty or disruption to our business or may increase the likelihood of turnover in key leadership positions. If we cannot effectively manage leadership transitions and changes, it could make it more difficult to successfully operate our business.

Legal proceedings to which we are, or may be, a party may adversely affect us.

We are currently, and may in the future become, subject to legal proceedings and commercial or contractual disputes. These are typically claims that arise in the normal course of business including, without limitation, commercial or contractual disputes with our suppliers or customers, intellectual property matters, data privacy matters, third party liability, including product liability claims, and employment claims.

A downgrade in the ratings of our debt could restrict our ability to access the debt capital markets and increase our interest costs.

Unfavorable changes in the ratings that rating agencies assign to our debt may ultimately negatively impact our access to the debt capital markets and increase the costs we incur to borrow funds. Additionally, our credit agreement includes increases in interest rates if the ratings for our debt are downgraded. Furthermore, an increase in the level of our indebtedness may increase our vulnerability to adverse general economic and industry conditions and may affect our ability to obtain additional financing.

ITEM 1B. UNRESOLVED STAFF COMMENTS

None.

ITEM 1C. CYBERSECURITY

Roper's Cybersecurity Program

Roper maintains a global Cybersecurity Program supervised by the Vice President of Cybersecurity that outlines required cybersecurity controls for all Roper businesses. Given the decentralized nature of Roper's operating model, day-to-day management and implementation of the Cybersecurity Program and deployment of the program's cybersecurity controls are managed locally by each of Roper's 28 business units, including localized information security management. In addition, because Roper's businesses generally operate independently and maintain separate infrastructure and systems, we believe the risk of an enterprise-wide cybersecurity incident is somewhat reduced. While cybersecurity technologies and implementation may differ based on the needs and risk profile of each individual business, Roper has also implemented cybersecurity tools and managed services to centrally monitor certain aspects of the Cybersecurity Program.

Roper deploys cybersecurity practices and tools across all of its businesses designed to protect data, maintain resilient operations, and limit the impact of cybercrime. We deploy a Managed Detection and Response solution across all of our business units and our Corporate infrastructure designed to address the detection, response, and remediation effectiveness for cybersecurity threats. This solution is intended to provide real-time visibility of the endpoint footprint across the enterprise, including patch management and vulnerabilities, device encryption, and cybersecurity threats and detections. Additionally, this solution is designed to provide real-time monitoring of identity-based attacks, as well as monitoring of the deep, dark and social webs for cybersecurity threats targeting Roper's businesses.

The Cybersecurity Program includes controls designed to oversee and identify risks from cybersecurity threats associated with third parties as they are leveraged by Roper's businesses in their respective software code development processes or for other purposes that require third-party access to critical infrastructure. The controls include, as appropriate, regularly assessing management of access controls and the cybersecurity risks posed by third parties.

Roper performs cybersecurity risk assessments to assess compliance with mandated cybersecurity controls and to assess the likelihood and impact of specific cyberattacks. Cybersecurity risk assessments are periodically performed to assess internal compliance with cybersecurity strategy and the implementation of cybersecurity controls, which would include the validation of cybersecurity control implementation through testing. Areas identified for enhancement and improvement are monitored and tracked to remediation by the Roper cybersecurity team, including the Vice President of Cybersecurity. Cybersecurity risk is also addressed in, and monitored by, the Company's enterprise risk management program.

We maintain a centralized incident response process with a third-party forensic partner on retainer. In addition, we have cybersecurity insurance policies in place. Roper maintains a Cybersecurity Incident Response Plan ("CSIRP"), which requires each Roper business to designate a Cybersecurity Incident Response Team that is responsible for receiving, reviewing, and responding to cybersecurity incident reports and activities. Cybersecurity incidents are required to be promptly reported to the Roper cybersecurity team, who then monitors such incidents through their resolution. We work on security awareness with our employees throughout the year with annual cybersecurity training and monthly simulated phishing campaigns to better identify and report unusual behavior and to mitigate the likelihood and impact of possible cybersecurity incidents.

Cybersecurity Governance

The Cybersecurity Program is supervised by Roper's Vice President of Cybersecurity, who has related experience including cybersecurity, IT, Cloud, and Security Compliance. The Vice President of Cybersecurity has obtained a B.S. in Management Information Systems, a Master's in Business Administration, and a Master's in Management Information Systems. She also maintains the following industry cybersecurity certifications: CISA, CISSP, GSEC, GCED, GSA, and a Boardroom Certified Qualified Technology Expert (QTE).

Our Board of Directors (the "Board") has not delegated responsibility for cybersecurity matters to a committee. Rather, the Board believes that due to the importance and continually evolving nature of risks from cybersecurity threats, all members of the Board should participate in the oversight of these topics. As a result, management briefs the Board on cybersecurity matters during regularly scheduled Board meetings. Roper's Vice President of Audit Services also periodically briefs the Audit Committee on cybersecurity matters and related risks, as needed. The Vice President of Audit Services also reports to the Audit Committee on matters, including cybersecurity matters, that are addressed and monitored pursuant to the Company's enterprise risk management program.

Roper has also established a Cyber Disclosure Committee chaired by the Vice President of Cybersecurity to track and evaluate potentially material cybersecurity incidents and to assess their potential impact on the organization. This process builds upon

the CSIRP and provides a framework for Roper management to monitor potentially material cybersecurity incidents. The Cyber Disclosure Committee reports its activities and findings, as appropriate, to the Chief Executive Officer, Chief Financial Officer, Principal Accounting Officer, and General Counsel, and, if appropriate, to the Board of Directors.

Although we have experienced cybersecurity incidents, these incidents have not materially affected Roper, including its business strategy, results of operations, or financial condition. See "Item 1A. Risk Factors, We rely on information and technology, including third-party cloud computing platforms and other third-party business partners, for many of our business operations which could fail and cause disruption to our business operations." above for more information. While we work to maintain our Cybersecurity Program, there can be no assurance that such actions will be sufficient to prevent cybersecurity incidents or mitigate all risks from cybersecurity threats or potential risks to such systems, networks, and data or those of our third-party providers.

ITEM 2. PROPERTIES

Our corporate offices, consisting of 42,000 square feet of leased space, are located at 6496 University Parkway, Sarasota, Florida. As of December 31, 2024, we leased facilities throughout the United States and in various locations internationally including North America, Europe, and Asia-Pacific. Additionally, we owned two properties in the United States as of December 31, 2024. We consider our facilities to be in good operating condition and adequate for their present use and believe we have sufficient capacity to meet our anticipated operating requirements.

ITEM 3. LEGAL PROCEEDINGS

Information pertaining to legal proceedings can be found in Note 13 to the Consolidated Financial Statements included in this Annual Report, and is incorporated by reference herein.

ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

EXECUTIVE OFFICERS OF THE REGISTRANT

Pursuant to General Instruction G(3) of Form 10-K, the following list of executive officers of the Company as of February 24, 2025 is included as an unnumbered Item in Part I of this report in lieu of being included in the Company's Proxy Statement relating to the 2025 Annual Meeting of Shareholders.

L. Neil Hunn, 52, has served as President and Chief Executive Officer since August 2018. He previously served as Executive Vice President and Chief Operating Officer from 2017 to 2018. Mr. Hunn also served as Group Vice President of Roper's medical segment from 2011 to 2018 and helped drive significant growth in the Company's medical technology and application software businesses. In addition to his operating responsibilities at Roper, Mr. Hunn led the execution of the majority of the Company's capital deployment since joining Roper. Prior to joining Roper, Mr. Hunn served 10 years as Executive Vice President and Chief Financial Officer at MedAssets, Inc., an Atlanta-based SaaS company, and as President of its revenue cycle technology businesses. He successfully led MedAssets' initial public offering and the execution of several M&A transactions. Mr. Hunn also held roles at CMGI, an incubator of Internet businesses, and Parthenon Group, a strategy consulting firm. Mr. Hunn has been a director of Deere & Company, a global leader in the delivery of agricultural, construction, and forestry equipment, since 2023.

Jason P. Conley, 49, has served as Executive Vice President and Chief Financial Officer since February 2023. Prior thereto, he served as Vice President and Chief Accounting Officer from 2021 to February 2023 and as Vice President and Controller from 2017 to 2021. He previously served as the Chief Financial Officer at Managed Health Care Associates, a Roper subsidiary, from 2013 to 2017. He also led the financial planning and investor relations activities for Roper from 2006 to 2013. Before joining Roper, Mr. Conley served in various finance and accounting leadership roles at Honeywell International and Deloitte.

John K. Stipancich, 56, has served as Executive Vice President, General Counsel and Corporate Secretary since 2018 and as Vice President, General Counsel and Corporate Secretary from 2016 to 2018. Prior to joining Roper, Mr. Stipancich was with Newell Brands Inc., a consumer products company, from 2004 to May of 2016. At Newell Brands he served as Executive Vice President and Chief Financial Officer from 2015 to 2016. Prior thereto, he served in a number of leadership roles at Newell Brands including General Counsel and Corporate Secretary, and Executive Leader of its operations in Europe, the Middle East, and Africa. Prior to his twelve years at Newell Brands, Mr. Stipancich served as Executive Vice President, General Counsel and Corporate Secretary for Evenflo Company and Assistant General Counsel for Borden, both KKR portfolio companies at the time. He started his legal career in the Cleveland office of the international law firm Squire Patton Boggs. Mr. Stipancich has been a director of Mativ Holdings, Inc., a global leader in specialty materials, since June 2024.

PART II

ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

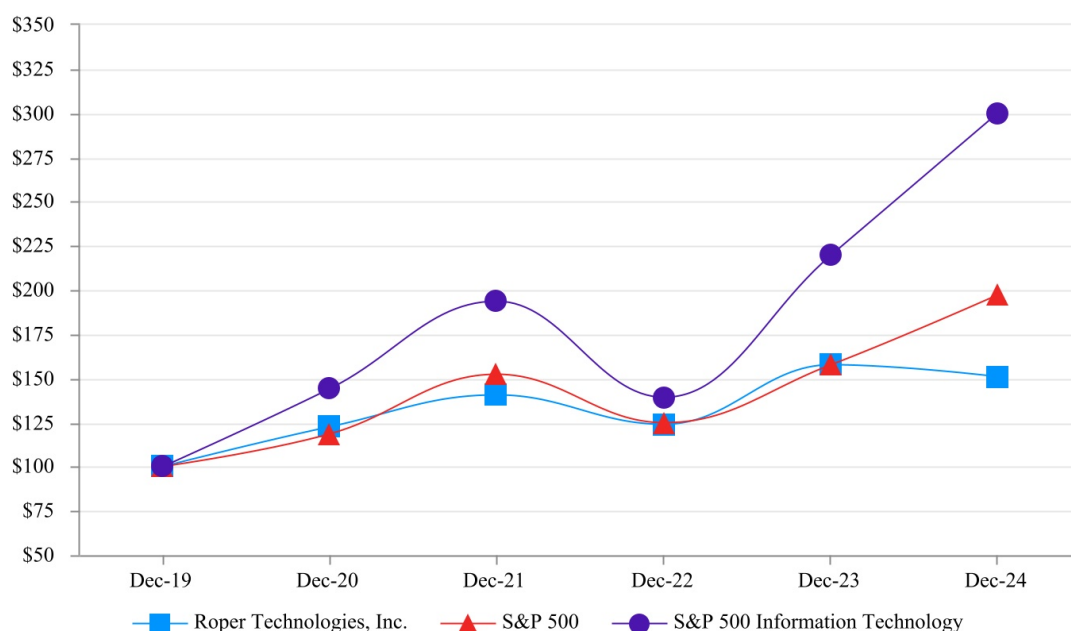
Our common stock trades on Nasdaq under the symbol "ROP." Based on information available to us and our transfer agent, there were approximately 611 record holders of our common stock as of February 14, 2025.

Dividends – We have declared a cash dividend in each quarter since our February 1992 initial public offering and we have annually increased our dividend rate since our initial public offering. In November 2024, our Board of Directors increased the quarterly dividend paid January 17, 2025 to \$0.825 per share from \$0.75 per share, an increase of 10%. This is the thirty-second consecutive year in which the Company has increased its dividend. The timing, declaration, and payment of future dividends will be at the sole discretion of our Board of Directors and will depend upon our profitability, cash flows, financial condition, capital needs, future prospects, and other factors deemed relevant by our Board of Directors.

Performance Graph – This performance graph shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise subject to the liabilities under that Section and shall not be deemed incorporated by reference into any of our filings under the Securities Act of 1933, as amended, or the Exchange Act.

The following graph compares, for the five year period ended December 31, 2024, the cumulative total stockholder return for our common stock, the Standard & Poor's 500 Stock Index (the "S&P 500"), and the Standard & Poor's 500 Information Technology Index (the "S&P 500 IT"). Measurement points are the last trading day of each of our fiscal years ended December 31, 2019, 2020, 2021, 2022, 2023, and 2024. The graph assumes that \$100.00 was invested on December 31, 2019 in our common stock, the S&P 500, and the S&P 500 IT and assumes the reinvestment of any dividends. The stock price performance on the following graph is not necessarily indicative of future stock price performance.

| | 12/31/2019 | 12/31/2020 | 12/31/2021 | 12/31/2022 | 12/31/2023 | 12/31/2024 |
|--------------------------|------------|------------|------------|------------|------------|------------|
| Roper Technologies, Inc. | \$ 100.00 | \$ 122.39 | \$ 140.35 | \$ 124.02 | \$ 157.40 | \$ 150.92 |
| S&P 500 | 100.00 | 118.40 | 152.39 | 124.79 | 157.59 | 197.02 |
| S&P 500 IT | 100.00 | 143.89 | 193.58 | 139.00 | 219.40 | 299.72 |



The information set forth in Item 12 under the heading "Securities Authorized for Issuance under Equity Compensation Plans" is incorporated herein by reference.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

All currency amounts are in millions unless specified

This item generally discusses our 2024 results compared to our 2023 results. Discussions of our 2023 results compared to our 2022 results can be found within Part II, Item 7 of our Annual Report on Form 10-K for the year ended December 31, 2023.

Overview

Roper Technologies, Inc. ("Roper," the "Company," "we," "our," or "us") is a diversified technology company. Roper has a proven, long-term, successful track record of compounding cash flow and increasing shareholder value. We operate market leading businesses that design and develop vertical software and technology enabled products for a variety of defensible niche markets.

We pursue consistent and sustainable growth in revenue, earnings, and cash flow by enabling continuous improvement in the operating performance of our existing businesses and by acquiring businesses that offer high value-added software, services, technology-enabled products, and solutions that we believe are capable of realizing growth while maintaining high margins.

In November 2022, Roper completed the divestiture of a majority equity stake in its industrial businesses, including its entire historical Process Technologies reportable segment and the industrial businesses within its historical Measurement & Analytical Solutions reportable segment (collectively "Indicor"), to Clayton, Dubilier & Rice, LLC. Following the sale of the majority equity stake, Roper retained a minority equity interest in Indicor. See Note 10 of the Notes to Consolidated Financial Statements included in this Annual Report for additional information regarding Roper's minority equity interest in Indicor.

During 2021, Roper entered into definitive agreements to divest its TransCore, Zetec, and CIVCO Radiotherapy businesses ("2021 Divestitures"). Roper completed the 2021 Divestitures by March 2022.

The financial results of Indicor and the 2021 Divestitures are reported as discontinued operations for all periods presented. Unless otherwise noted, discussion within Management's Discussion and Analysis of Financial Condition and Results of Operations relates to continuing operations. Refer to Note 3 of the Notes to Consolidated Financial Statements included in this Annual Report for further information regarding discontinued operations.

Segment Reporting

Roper's segment reporting structure is based on business model and delivery of performance obligations. The three reportable segments are as follows:

—**Application Software**—Aderant, Clinisys, Data Innovations, Deltek, Frontline, IntelliTrans, PowerPlan, Procure, Strata, Transact/CBORD, Vertafore

—**Network Software**—ConstructConnect, DAT, Foundry, iPipeline, iTradeNetwork, Loadlink, MHA, SHP, SoftWriters

—**Technology Enabled Products**—CIVCO Medical Solutions, FMI, Inovonics, IPA, Neptune, Northern Digital, rf IDEAS, Verathon

Financial information about our reportable segments is presented in Note 14 of the Notes to Consolidated Financial Statements included in this Annual Report.

Application of Critical Accounting Policies

Our Consolidated Financial Statements are prepared in conformity with generally accepted accounting principles in the United States ("GAAP"). A discussion of our significant accounting policies can also be found in the Notes to Consolidated Financial Statements for the year ended December 31, 2024 included in this Annual Report.

GAAP offers acceptable alternative methods for accounting for certain issues affecting our financial results, such as determining inventory cost, depreciating long-lived assets and recognizing revenue. Other than the changes during 2023 as further described in Note 10 of our Notes to Consolidated Financial Statements with respect to the methodology used to value our equity investment in Indicor, we have not changed the application of acceptable accounting methods or the significant estimates affecting the application of these principles in the last three years in a manner that had a material effect on our Consolidated Financial Statements.

The preparation of financial statements in accordance with GAAP requires the use of estimates, assumptions, judgments, and interpretations that can affect the reported amounts of assets, liabilities, revenues and expenses, the disclosure of contingent assets and liabilities, and other supplemental disclosures.

The development of accounting estimates is the responsibility of our management. Our management discusses those areas that require significant judgments with the Audit Committee of our Board of Directors. The Audit Committee has reviewed all financial disclosures in our annual filings with the SEC. Although we believe the positions we have taken with regard to uncertainties are reasonable, others might reach different conclusions and our positions can change over time as more information becomes available. If an accounting estimate changes, its effects are accounted for prospectively or through a cumulative catch-up adjustment.

Our most significant accounting uncertainties are encountered in the areas of income taxes, valuation of other intangible assets, goodwill and other indefinite-lived intangibles impairment analyses, and valuation of our equity investment in Indicor. Estimates are considered to be significant if they meet both of the following criteria: (1) the estimate requires assumptions about matters that are uncertain at the time the estimate is made, and (2) changes in the estimate are reasonably likely to have a material financial impact from period-to-period.

Income taxes can be affected by estimates of whether and within which jurisdictions future earnings will occur and if, how, and when cash is repatriated to the U.S., combined with other aspects of an overall income tax strategy. Additionally, taxing jurisdictions could retroactively disagree with our tax treatment of certain items, and some historical transactions have income tax effects going forward. Accounting rules require these future effects to be evaluated using current laws, rules and regulations, each of which can change at any time and in an unpredictable manner. If there is a material change in the actual effective tax rates, the time period within which the underlying temporary differences become taxable or deductible, or if the tax law changes are unfavorable, there could be a resulting increase to income tax expense and the effective tax rate.

Our 2024 effective income tax rate was 21.2% and our 2023 effective income tax rate was 21.5%. We expect the effective tax rate for 2025 to be approximately 21% to 22%.

We account for goodwill in a purchase business combination as the excess purchase price over the fair value of the net identifiable assets acquired. Goodwill, which is not amortized, is tested for impairment on an annual basis in conjunction with our annual forecast process during the fourth quarter (or an interim basis if an event occurs or circumstances change that would more likely than not reduce the fair value of a reporting unit below its carrying value).

When testing goodwill for impairment, we have the option to first assess qualitative factors to determine whether the existence of events or circumstances leads to a determination that it is more likely than not that the estimated fair value of a reporting unit is less than its carrying amount. If we elect to perform a qualitative assessment and determine that an impairment is more likely than not, we are then required to perform the quantitative impairment test; otherwise, no further analysis is required. Under the qualitative assessment, we consider various qualitative factors, including macroeconomic conditions, relevant industry and market trends, cost factors, overall financial performance, other entity-specific events, and events affecting the reporting unit that could indicate a potential change in the fair value of our reporting unit or the composition of its carrying value. We also consider the specific future outlook for the reporting unit.

We also may elect not to perform the qualitative assessment and, instead, proceed directly to the quantitative impairment test. The quantitative assessment utilizes the equal weighting of both an income approach (discounted cash flow) and a market approach (consisting of a comparable public company earnings multiples methodology) to estimate the fair value of a reporting unit. To determine the reasonableness of the estimated fair values, we review the assumptions to ensure that neither the income approach nor the market approach provides significantly different valuations. If the estimated fair value exceeds the carrying value, no further work is required and no impairment loss is recognized. If the carrying value exceeds the estimated fair value, a non-cash impairment loss is recognized in the amount of that excess.

Key assumptions used in the income and market approaches are updated when the analysis is performed for each reporting unit. The assumptions that have the most significant effect on the fair value calculations are the projected revenue growth rates, future operating margins, discount rates, terminal values, and earnings multiples. While we use reasonable and timely information to prepare our cash flow and discount rate assumptions, actual future cash flows or market conditions could differ significantly and could result in future non-cash impairment charges related to recorded goodwill balances.

Recently acquired reporting units generally represent a higher inherent risk of impairment, which typically decreases as the businesses are integrated into our enterprise. Negative industry or economic trends, disruptions to our business, actual results significantly below projections, unexpected significant changes or planned changes in the use of the assets, divestitures, and market capitalization declines may have a negative effect on the fair value of our reporting units.

As of the annual impairment test, Roper has 23 reporting units with individual goodwill amounts ranging from \$17.5 to \$3,363.7. In 2024, the Company performed its annual impairment test in the fourth quarter for all reporting units. The Company conducted its analysis qualitatively and assessed whether it was more likely than not that the respective fair values of these reporting units were less than their carrying amounts. The Company determined that impairment of goodwill was not likely in any of its reporting units and thus was not required to perform a quantitative assessment for these reporting units as of October 1, 2024.

Trade names that are determined to have an indefinite useful economic life are not amortized, but separately tested for impairment during the fourth quarter of the fiscal year or on an interim basis if an event occurs that indicates the fair value is more likely than not below the carrying value. We first qualitatively assess whether the existence of events or circumstances leads to a determination that it is more likely than not that the estimated fair value of the indefinite-lived trade name is less than its carrying amount. If necessary, we conduct a quantitative assessment using the relief-from-royalty method, which we believe to be an acceptable methodology due to its common use by valuation specialists in determining the fair value of intangible assets. This methodology assumes that, in lieu of ownership, a third party would be willing to pay a royalty in order to exploit the related benefits of these assets. The assumptions that have the most significant effect on the fair value calculations are the royalty rates, projected revenue growth rates, discount rates, and terminal values. Each royalty rate is determined based on the profitability of the trade name to which it relates and observed market royalty rates. Revenue growth rates are determined after considering current and future economic conditions, recent sales trends, discussions with customers, planned timing of new product launches, or other variables. Trade names resulting from recent acquisitions generally represent the highest risk of impairment, which typically decreases as the businesses are integrated into our enterprise.

The assessment of fair value for impairment purposes requires significant judgments to be made by management. Although our forecasts are based on assumptions that are considered reasonable by management and consistent with the plans and estimates management uses to operate the underlying businesses, there is significant judgment applied in determining the expected results attributable to the businesses and/or reporting units. Changes in estimates or the application of alternative assumptions could produce significantly different results.

The most significant identifiable intangible assets with definite useful economic lives recognized from our acquisitions are customer relationships. The fair value for customer relationships is determined as of the acquisition date using the excess earnings method. Under this methodology the fair value is determined based on the estimated future after-tax cash flows arising from the acquired customer relationships over their estimated useful lives after considering customer attrition and contributory asset charges. The assumptions that have the most significant effect on the fair value calculations are the customer attrition rates, projected customer revenue growth rates, margins, contributory asset charges, and discount rates. When testing customer relationship intangible assets for potential impairment, management considers historical customer attrition rates and projected revenues and profitability related to customers that existed at acquisition. In evaluating the amortizable life for customer relationship intangible assets, management considers historical customer attrition patterns.

We evaluate whether there has been an impairment of identifiable intangible assets with definite useful economic lives, or of the remaining life of such assets, when certain indicators of impairment are present. In the event that facts and circumstances indicate that the cost or remaining period of amortization of any asset may be impaired, an evaluation of recoverability would be performed. If an evaluation is required, the estimated future gross, undiscounted cash flows associated with the asset would be compared to the asset's carrying amount to determine if a write-down to fair value or a revision in the remaining amortization period is required.

As of December 31, 2024 and 2023, Roper held a 45.5% and 47.3% minority equity interest in Indicor Equity, LLC, respectively. This equity interest provides us with the ability to exercise significant influence, but not control, over the investee. We elected to apply the fair value option as we believe this is the most reasonable method to value this equity investment. This investment is classified within Level 3 of the fair value hierarchy as valuation of the investment reflects management's estimate of assumptions that market participants would use in pricing the equity interest. Any changes to the valuation estimates or assumptions, as described further in Note 10 of the Notes to Consolidated Financial Statements included in this Annual Report, could produce significantly different results. The fair value of our equity investment in Indicor is estimated on a quarterly basis and the change in fair value is reported as a component of "Equity investments gain, net" in our Consolidated Statements of Earnings.

Results of Continuing Operations

All currency amounts are in millions unless specified, percentages are of net revenues

Percentages may not sum due to rounding.

The following table sets forth selected information for the years indicated:

| | Year ended December 31, | | |
|--|-------------------------|-------------------|-------------------|
| | 2024 | 2023 | 2022 |
| Net revenues: | | | |
| Application Software ⁽¹⁾ | \$ 3,868.3 | \$ 3,186.9 | \$ 2,639.5 |
| Network Software ⁽²⁾ | 1,475.6 | 1,439.4 | 1,378.5 |
| Technology Enabled Products | 1,695.3 | 1,551.5 | 1,353.8 |
| Total consolidated | <u>\$ 7,039.2</u> | <u>\$ 6,177.8</u> | <u>\$ 5,371.8</u> |
| Gross margin: | | | |
| Application Software | 68.4 % | 68.9 % | 68.8 % |
| Network Software | 85.0 % | 85.1 % | 84.6 % |
| Technology Enabled Products | 57.6 % | 57.1 % | 56.9 % |
| Total consolidated | 69.3 % | 69.7 % | 69.9 % |
| Selling, general and administrative expenses: | | | |
| Application Software | (42.0)% | (43.1)% | (41.8)% |
| Network Software | (39.9)% | (41.2)% | (43.2)% |
| Technology Enabled Products | (23.7)% | (23.7)% | (23.8)% |
| Total consolidated | (37.1)% | (37.8)% | (37.6)% |
| Segment operating margin: | | | |
| Application Software | 26.5 % | 25.8 % | 27.1 % |
| Network Software | 45.2 % | 43.9 % | 41.4 % |
| Technology Enabled Products | 33.9 % | 33.4 % | 33.2 % |
| Total consolidated | 32.2 % | 31.9 % | 32.3 % |
| Corporate administrative expenses ⁽³⁾ | (3.8)% | (3.7)% | (3.9)% |
| Income from operations | 28.4 | 28.2 | 28.4 |
| Interest expense, net | (3.7) | (2.7) | (3.6) |
| Equity investments gain, net | 3.3 | 2.7 | — |
| Other expense, net | (0.1) | — | (0.9) |
| Earnings before income taxes | 27.9 | 28.2 | 23.9 |
| Income taxes | (5.9) | (6.1) | (5.5) |
| Net earnings from continuing operations | <u>22.0 %</u> | <u>22.2 %</u> | <u>18.3 %</u> |

(1) Includes results from the acquisitions of Horizon Lab Systems, LLC from January 3, 2022, Common Cents Systems, Inc. from April 6, 2022, MGA Systems Holdings, Inc. from June 27, 2022, Common Sense Solutions, Inc. from July 12, 2022, viDesktop Inc. from August 19, 2022, TIP Technologies, Inc. from September 23, 2022, Frontline from October 4, 2022, Promium, L.L.C. from May 2, 2023, Syntellis from August 7, 2023, Replicon Inc. from August 21, 2023, ProPricer from December 26, 2023, Procare from February 26, 2024, Transact from August 20, 2024, and Surefyre, Inc. from November 4, 2024.

(2) Includes results from the acquisition of Trucker Tools, LLC from December 17, 2024.

(3) Includes unallocated corporate general and administrative expenses and enterprise-wide stock-based compensation.

Year Ended December 31, 2024 compared to the Year Ended December 31, 2023

Net revenues for the year ended December 31, 2024 were \$7,039.2 as compared to \$6,177.8 for the year ended December 31, 2023, an increase of 13.9%. The components of revenue growth for the year ended December 31, 2024 were as follows:

| | Application Software | Network Software | Technology Enabled Products | Roper |
|------------------------|----------------------|------------------|-----------------------------|--------|
| Total Revenue Growth | 21.4 % | 2.5 % | 9.3 % | 13.9 % |
| Less Impact of: | | | | |
| Acquisitions | 15.7 | — | — | 8.1 |
| Foreign Exchange | 0.1 | — | — | — |
| Organic Revenue Growth | 5.6 % | 2.5 % | 9.3 % | 5.8 % |

In our Application Software segment, net revenues for the year ended December 31, 2024 were \$3,868.3 as compared to \$3,186.9 for the year ended December 31, 2023. The growth of 5.6% in organic revenues was broad-based across the segment led by our businesses serving the project-based business/government contracting, acute healthcare, property and casualty insurance, and legal markets. Gross margin decreased to 68.4% for the year ended December 31, 2024 as compared to 68.9% for the year ended December 31, 2023, due primarily to a lower gross margin profile associated with the higher payments revenue mix at Procure and Transact, our 2024 acquisitions, whose results reduced gross margin by 180 basis points. This decrease was partially offset by improved leverage on higher organic revenues. Selling, general and administrative ("SG&A") expenses as a percentage of net revenues decreased to 42.0% in the year ended December 31, 2024 as compared to 43.1% in the year ended December 31, 2023, due primarily to lower SG&A profiles at Procure and Transact, which collectively reduced SG&A as a percentage of net revenues by 70 basis points, operating leverage on higher organic revenues, and cost synergies resulting from the integration of Syntellis. The resulting operating margin was 26.5% in the year ended December 31, 2024 as compared to 25.8% in the year ended December 31, 2023.

In our Network Software segment, net revenues were \$1,475.6 for the year ended December 31, 2024 as compared to \$1,439.4 for the year ended December 31, 2023. The growth of 2.5% in organic revenues was led by our network software businesses serving the alternate site healthcare, life insurance/annuities, and construction markets, partially offset by a decline in our businesses serving the media and entertainment and freight match markets primarily related to end market conditions. Gross margin remained relatively consistent at 85.0% for the year ended December 31, 2024 as compared to 85.1% for the year ended December 31, 2023. SG&A expenses as a percentage of net revenues decreased to 39.9% in the year ended December 31, 2024, as compared to 41.2% in the year ended December 31, 2023, due primarily to expense reductions resulting from cost structure rationalization at our businesses serving the freight match market and operating leverage on higher organic revenues. The resulting operating margin was 45.2% in the year ended December 31, 2024 as compared to 43.9% in the year ended December 31, 2023.

In our Technology Enabled Products segment, net revenues were \$1,695.3 for the year ended December 31, 2024 as compared to \$1,551.5 for the year ended December 31, 2023. The growth of 9.3% in organic revenues was led by our medical products businesses, excluding our precision measurement business, and growth in our water meter technology business. These increases were partially offset primarily by a decline in our access management businesses. Gross margin increased to 57.6% for the year ended December 31, 2024 as compared to 57.1% for the year ended December 31, 2023, due primarily to improved leverage on higher organic revenues and revenue mix. SG&A expenses as a percentage of net revenues remained consistent at 23.7% in both the years ending December 31, 2024 and 2023. The resulting operating margin was 33.9% in the year ended December 31, 2024 as compared to 33.4% in the year ended December 31, 2023.

Corporate expenses increased by \$40.7 to \$267.4, or 3.8% of net revenues, in 2024 as compared to \$226.7, or 3.7% of net revenues, in 2023. The dollar increase was due primarily to higher stock-based compensation expense as well as expense associated with settled litigation.

Interest expense, net, increased by \$94.5, or a 57.4% increase, to \$259.2 for the year ended December 31, 2024 as compared to \$164.7 for the year ended December 31, 2023. The increase was due primarily to higher weighted average debt balances and less interest income earned on our cash and cash equivalents.

Equity investments gain, net, was \$234.6 for the year ended December 31, 2024 due primarily to a \$135.6 gain on the sale of our equity investment in Certinia, a \$96.4 increase in the fair value of our equity investment in Indicor, and \$10.8 of dividend

distributions received from Indicor, partially offset by our proportionate share of net loss associated with the investment in Certinia of \$9.8 in accordance with the equity method of accounting. Equity investments gain, net, was \$165.4 for the year ended December 31, 2023 due primarily to a \$140.9 increase in the fair value of our equity investment in Indicor and \$32.5 of dividend distributions received from Indicor, partially offset by our proportionate share of net loss associated with the investment in Certinia of \$5.2.

Other expense, net, of \$5.0 for the year ended December 31, 2024 was composed primarily of foreign exchange losses at our non-U.S. based subsidiaries. Other expense, net, of \$2.8 for the year ended December 31, 2023 was composed primarily of foreign exchanges losses at our non-U.S. based subsidiaries, partially offset by a gain on the sale of non-operating assets.

Our 2024 effective income tax rate of 21.2% decreased as compared to our 2023 tax rate of 21.5%, due primarily to the release of valuation allowances, partially offset by a reduction in stock-based compensation tax benefits.

Backlog is equal to our remaining performance obligations expected to be recognized as revenue within the next 12 months as discussed within Note 1 of the Notes to Consolidated Financial Statements. Backlog decreased 1.6% to \$3,105.4 at December 31, 2024 as compared to \$3,156.6 at December 31, 2023 due primarily to a decrease in our Technology Enabled Products segment associated with the normalization of supply chain ordering patterns, partially offset by acquisitions and organic growth in our Application Software segment.

| | Backlog as of December 31, | | Change |
|-----------------------------|----------------------------|-------------------|---------|
| | 2024 | 2023 | |
| Application Software | \$ 2,274.6 | \$ 2,136.1 | 6.5 % |
| Network Software | 515.8 | 493.6 | 4.5 % |
| Technology Enabled Products | 315.0 | 526.9 | (40.2)% |
| Total | <u>\$ 3,105.4</u> | <u>\$ 3,156.6</u> | (1.6)% |

Financial Condition, Liquidity, and Capital Resources

All currency amounts are in millions unless specified

Selected cash flows for the years ended December 31, 2024 and 2023 were as follows:

| | 2024 | 2023 |
|--|--------------|--------------|
| Cash provided by (used in) continuing operations from: | | |
| Operating activities | \$ 2,393.2 | \$ 2,037.4 |
| Investing activities | \$ (3,468.5) | \$ (2,128.3) |
| Financing activities | \$ 1,069.5 | \$ (499.5) |

Operating activities – Net cash provided by operating activities from continuing operations increased by 17% to \$2,393.2 in 2024 as compared to \$2,037.4 in 2023 due primarily to higher net earnings from continuing operations net of non-cash expenses, increased collections on accounts receivable, the absence of the cash payment from the prior year of \$45.0 related to the settlement of a patent litigation matter, and timing associated with interest payments on our senior notes issued in 2024, partially offset by higher cash taxes paid.

Investing activities – Cash used in investing activities from continuing operations during 2024 was primarily for business acquisitions, most notably Procure and Transact, partially offset by proceeds from the sale of our equity investment in Certinia. Cash used in investing activities from continuing operations during 2023 was primarily for business acquisitions, most notably Syntellis and Replicon.

Financing activities – Cash provided by financing activities from continuing operations during 2024 was primarily from the issuance of \$2,000.0 of senior notes and net proceeds from stock-based compensation, partially offset by \$500.0 of senior notes repaid at maturity, dividend payments, and \$235.0 of net repayments on our unsecured revolving credit facility. Cash used in financing activities from continuing operations during 2023 was primarily for \$700.0 of senior notes repaid at maturity as well as dividend payments, partially offset by net borrowings of \$360.0 under our unsecured revolving credit facility and net proceeds from stock-based compensation.

Net working capital (total current assets, excluding cash, less total current liabilities, excluding debt) was negative \$1,434.6 at December 31, 2024 as compared to negative \$1,196.6 at December 31, 2023, due primarily to increased deferred revenue as well as increases in accrued liabilities driven by accrued compensation and interest, partially offset by an increase in accounts receivable. Consistent negative net working capital demonstrates Roper's continued focus on asset-light business models.

Total debt excluding unamortized debt issuance costs was \$7,669.2 at December 31, 2024 (28.9% of total capital) as compared to \$6,360.2 at December 31, 2023 (26.7% of total capital). Our total debt increased at December 31, 2024 as compared to December 31, 2023 due primarily to the issuance of \$2,000.0 of senior notes, partially offset by \$500.0 of senior notes repaid at maturity and \$235.0 of net repayments on our unsecured revolving credit facility. The net proceeds from the issuance of senior notes were used to repay a portion of the borrowings outstanding under our unsecured credit facility, including borrowings incurred to fund the purchase price of the Transact acquisition, as well as to repay a portion of the senior notes due September 15, 2024. The remaining portion of senior notes due September 15, 2024 were repaid using borrowings under our unsecured credit facility.

On July 21, 2022, we entered into a five-year unsecured credit facility (the "Credit Agreement") among Roper, the financial institutions from time to time party thereto, JPMorgan Chase Bank, N.A., as administrative agent, Bank of America, N.A. and Wells Fargo Bank, N.A., as syndication agents, and Mizuho Bank, Ltd., MUFG Bank, Ltd., PNC Bank, National Association, TD Bank, N.A., Truist Bank, and U.S. Bank, National Association, as documentation agents, which replaced the previous \$3,000.0 unsecured credit facility, dated as of September 2, 2020, as amended. The Credit Agreement comprises a five-year \$3,500.0 revolving credit facility, which includes availability of up to \$150.0 for letters of credit. We may also, subject to compliance with specified conditions, request additional term loans or revolving credit commitments in an aggregate amount not to exceed \$500.0.

The Credit Agreement requires Roper to maintain a Total Debt to Total Capital Ratio (as defined in the Credit Agreement) of 0.65 to 1.00, or less. Borrowings under the Credit Agreement are prepayable at Roper's option at any time in whole or in part without premium or penalty.

We were in compliance with all debt covenants related to our unsecured credit facility throughout the years ended December 31, 2024 and 2023.

At December 31, 2024, we had \$7,500.0 of senior unsecured notes, \$125.0 of borrowings outstanding under our unsecured revolving credit facility and \$6.8 of outstanding letters of credit at December 31, 2024, of which, \$6.0 was covered by our lending group thereby reducing our revolving credit capacity commensurately. At December 31, 2024, we also had \$44.2 of other debt in the form of short-term borrowings and finance leases.

We may redeem some or all of each outstanding series of senior notes at any time or from time to time, at 100% of their principal amount, plus a make-whole premium based on a spread to U.S. Treasury securities.

See Note 9 of the Notes to Consolidated Financial Statements included in this Annual Report for additional information regarding our debt.

Cash and cash equivalents held at our foreign subsidiaries totaled \$130.8 at December 31, 2024 as compared to \$148.3 at December 31, 2023, a decrease of 11.8%. The decrease was primarily due to cash repatriation of \$270.9, partially offset by cash generated at our foreign subsidiaries. We intend to repatriate substantially all historical and future earnings.

Capital expenditures were \$66.0 and \$68.0 during 2024 and 2023, respectively. Capitalized software expenditures were \$45.0 and \$40.0 during 2024 and 2023, respectively. Capital expenditures and capitalized software expenditures were relatively consistent as a percentage of annual net revenues in 2024 as compared to 2023. In the future, we expect the aggregate of capital expenditures and capitalized software expenditures as a percentage of annual net revenues to be between 1.0% and 1.5%.

Material Contractual Cash Obligations

All currency amounts are in millions

The following table quantifies our material contractual cash obligations at December 31, 2024:

| Material contractual cash obligations ¹ | Total | Payments due in fiscal year | | | | | |
|--|-------------|-----------------------------|------------|------------|------------|------------|------------|
| | | 2025 | 2026 | 2027 | 2028 | 2029 | Thereafter |
| Total debt | \$ 7,669.2 | \$ 1,044.1 | \$ 700.1 | \$ 825.0 | \$ 800.0 | \$ 1,200.0 | \$ 3,100.0 |
| Senior note interest | 1,315.6 | 244.3 | 215.4 | 188.8 | 179.0 | 145.4 | 342.7 |
| Operating leases | 221.9 | 51.7 | 43.6 | 36.5 | 28.7 | 20.3 | 41.1 |
| Purchase obligations ² | 1,252.2 | 582.2 | 215.4 | 159.1 | 148.9 | 137.7 | 8.9 |
| Total | \$ 10,458.9 | \$ 1,922.3 | \$ 1,174.5 | \$ 1,209.4 | \$ 1,156.6 | \$ 1,503.4 | \$ 3,492.7 |

¹ We have excluded the liability for uncertain tax positions and certain other tax liabilities as we are not able to reasonably estimate the timing of the payments. See Note 8 of the Notes to Consolidated Financial Statements included in this Annual Report.

² Represents minimum fixed price purchase commitments that are legally binding across Roper.

We believe that internally generated cash flows and the remaining availability under our unsecured credit facility will be adequate to finance our normal operating requirements. Although we maintain an active acquisition program, any future acquisitions will be dependent on numerous factors and it is not feasible to reasonably estimate if or when any such acquisitions will occur and what the impact will be on our business, financial condition, and results of operations. Such acquisitions may be financed by the use of existing credit lines, future cash flows from operations, future divestitures, the proceeds from the issuance of new debt or equity securities, or any combination of these methods, the terms and availability of which will be subject to market and economic conditions generally.

We anticipate that our businesses will generate positive cash flows from operating activities, and that these cash flows will permit the reduction of currently outstanding debt in accordance with the repayment schedule. However, the rate at which we can reduce our debt during 2025 (and reduce the associated interest expense) will be affected by, among other things, the financing and operating requirements of any new acquisitions, the financial performance of our existing companies, the impact of geopolitical and economic uncertainties, and the financial markets generally. None of these factors can be predicted with certainty.

Recently Issued Accounting Standards

See Note 1 of the Notes to Consolidated Financial Statements included in this Annual Report for information regarding the effect of new accounting pronouncements on our Consolidated Financial Statements.

ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

We are exposed to interest rate risks on our outstanding revolving credit facility borrowings, and to foreign currency exchange risks on our transactions and balances denominated in currencies other than the U.S. dollar. We are also exposed to equity price risk as it relates to the change in fair value of our equity investment in Indicor, and to equity market risks pertaining to the traded price of our common stock.

At December 31, 2024, we had \$7,500.0 of fixed-rate borrowings with interest rates ranging from 1.00% to 4.90%. At December 31, 2024, the prevailing market rates for each of our long-term notes was at least 0.4% but no more than 3.7% higher than the fixed rates on our debt instruments. Our unsecured credit facility contains a \$3,500.0 variable-rate revolver with \$125.0 of outstanding borrowings at December 31, 2024.

Several of our businesses have transactions and balances denominated in currencies other than the U.S. dollar. Most of these transactions or balances are denominated in British pounds, Canadian dollars, or euros. Net revenues recognized by our companies whose functional currency is not the U.S. dollar were approximately 9% of our total net revenues in 2024 and approximately 88% of these net revenues were recognized by our companies with a functional currency that is either the British pound, Canadian dollar, or euro. If these currency exchange rates had been 10% different throughout 2024 compared to currency exchange rates actually experienced, the impact on our net earnings would have been less than 1%.

We are exposed to equity price risk as it relates to the change in fair value of our equity investment in Indicor. This equity investment is accounted for under the fair value option with its fair value estimated on a quarterly basis and its change in fair value reported as a component of "Equity investments gain, net" in our Consolidated Statements of Earnings. A hypothetical 10% decrease in the fair value of our equity investment in Indicor based on the balance at December 31, 2024 would result in a non-cash charge within non-operating income of approximately \$77.2. See Note 10 of the Notes to Consolidated Financial Statements included in this Annual Report for additional information on this equity investment.

The trading price of our common stock influences the valuation of stock award grants and the effects these grants have on our results of operations. The stock price also influences the computation of potentially dilutive common stock used in the determination of diluted earnings per share. In addition, the stock price also affects our employees' perceptions of programs that involve our common stock. The quantification of the effects of these changing prices on our future earnings and cash flows is not readily determinable.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

INDEX TO CONSOLIDATED FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

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Report of Independent Registered Public Accounting Firm

To the Board of Directors and Stockholders of Roper Technologies, Inc.

Opinions on the Financial Statements and Internal Control over Financial Reporting

We have audited the accompanying consolidated balance sheets of Roper Technologies, Inc. and its subsidiaries (the "Company") as of December 31, 2024 and 2023, and the related consolidated statements of earnings, of comprehensive income, of stockholders' equity, and of cash flows for each of the three years in the period ended December 31, 2024, including the related notes (collectively referred to as the "consolidated financial statements"). We also have audited the Company's internal control over financial reporting as of December 31, 2024, based on criteria established in *Internal Control - Integrated Framework* (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2024 in conformity with accounting principles generally accepted in the United States of America. Also in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2024, based on criteria established in *Internal Control - Integrated Framework* (2013) issued by the COSO.

Basis for Opinions

The Company's management is responsible for these consolidated financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in Management's Report on Internal Control over Financial Reporting appearing under Item 9A. Our responsibility is to express opinions on the Company's consolidated financial statements and on the Company's internal control over financial reporting based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud, and whether effective internal control over financial reporting was maintained in all material respects.

Our audits of the consolidated financial statements included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

As described in Management's Report on Internal Control over Financial Reporting, management has excluded four entities from its assessment of internal control over financial reporting as of December 31, 2024 because they were acquired by the Company in purchase business combinations during 2024. We have also excluded these four entities from our audit of internal control over financial reporting. These entities, each of which is wholly-owned, comprised, in the aggregate, total assets and total revenues excluded from management's assessment and our audit of internal control over financial reporting of less than 1% and approximately 5% of consolidated total assets and consolidated total revenues, respectively, as of and for the year ended December 31, 2024.

Definition and Limitations of Internal Control over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Critical Audit Matters

The critical audit matters communicated below are matters arising from the current period audit of the consolidated financial statements that were communicated or required to be communicated to the audit committee and that (i) relate to accounts or disclosures that are material to the consolidated financial statements and (ii) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matters below, providing separate opinions on the critical audit matters or on the accounts or disclosures to which they relate.

Acquisition of Genesis Ultimate Holding Co. – Valuation of Customer Relationships

As described in Notes 1 and 2 to the consolidated financial statements, on February 26, 2024, the Company acquired Genesis Ultimate Holding Co., the parent company of Procure Software, LLC, for a net purchase price of \$1,860.0 million. Of the acquired amortizable intangible assets, \$708.0 million of customer relationships were recorded. The fair value for customer relationships is determined as of the acquisition date using the excess earnings method. Under this methodology, the fair value is determined by management based on the estimated future after-tax cash flows arising from the acquired customer relationships over their estimated useful lives after considering customer attrition and contributory asset charges. The assumptions that have the most significant effect on the fair value calculations are the customer attrition rates, projected customer revenue growth rates, margins, contributory asset charges, and discount rates.

The principal considerations for our determination that performing procedures relating to the valuation of customer relationships acquired in the acquisition of Genesis Ultimate Holding Co. is a critical audit matter are (i) the significant judgment by management when developing the fair value estimate of the customer relationships acquired; (ii) a high degree of auditor judgment, subjectivity, and effort in performing procedures and evaluating management's significant assumptions related to the customer attrition rate, projected customer revenue growth rates, margins, and discount rate; and (iii) the audit effort involved the use of professionals with specialized skill and knowledge.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. These procedures included testing the effectiveness of controls relating to the acquisition accounting, including controls over management's valuation of the customer relationships acquired. These procedures also included, among others (i) reading the purchase agreement; (ii) testing management's process for developing the fair value estimate of the customer relationships acquired; (iii) evaluating the appropriateness of the excess earnings method used by management; (iv) testing the completeness and accuracy of the underlying data used in the excess earnings method; and (v) evaluating the reasonableness of the significant assumptions used by management related to the customer attrition rate, projected customer revenue growth rates, margins, and discount rate. Evaluating management's assumptions related to projected customer revenue growth rates and margins involved considering (i) the current and past performance of the Genesis Ultimate Holding Co. business; (ii) the consistency with external market and industry data; and (iii) whether the assumptions were consistent with evidence obtained in other areas of the audit. Professionals with specialized skill and knowledge were used to assist in evaluating (i) the appropriateness of the excess earnings method and (ii) the reasonableness of the customer attrition rate and discount rate assumptions.

Acquisition of RCP Vega Holdings, LLC – Valuation of Customer Relationships

As described in Notes 1 and 2 to the consolidated financial statements, on August 20, 2024, the Company acquired RCP Vega Holdings, LLC, the parent company of Transact Campus Inc., for a net purchase price of \$1,607.0 million. Of the acquired amortizable intangible assets, \$656.0 million of customer relationships were recorded. The fair value for customer relationships is determined as of the acquisition date using the excess earnings method. Under this methodology, the fair value is determined by management based on the estimated future after-tax cash flows arising from the acquired customer relationships over their estimated useful lives after considering customer attrition and contributory asset charges. The assumptions that have the most significant effect on the fair value calculations are the customer attrition rates, projected customer revenue growth rates, margins, contributory asset charges, and discount rates.

The principal considerations for our determination that performing procedures relating to the valuation of customer relationships acquired in the acquisition of RCP Vega Holdings, LLC is a critical audit matter are (i) the significant judgment by management when developing the fair value estimate of the customer relationships acquired; (ii) a high degree of auditor judgment, subjectivity, and effort in performing procedures and evaluating management's significant assumptions related to the customer attrition rate, projected customer revenue growth rates, margins, contributory asset charges, and discount rate; and (iii) the audit effort involved the use of professionals with specialized skill and knowledge.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. These procedures included testing the effectiveness of controls relating to the acquisition accounting, including controls over management's valuation of the customer relationships acquired. These procedures also included, among others (i) reading the purchase agreement; (ii) testing management's process for developing the fair value estimate of the customer relationships acquired; (iii) evaluating the appropriateness of the excess earnings method used by management; (iv) testing the completeness and accuracy of the underlying data used in the excess earnings method; and (v) evaluating the reasonableness of the significant assumptions used by management related to the customer attrition rate, projected customer revenue growth rates, margins, contributory asset charges, and discount rate. Evaluating management's assumptions related to projected customer revenue growth rates and margins involved considering (i) the current and past performance of the RCP Vega Holdings, LLC business; (ii) the consistency with external market and industry data; and (iii) whether the assumptions were consistent with evidence obtained in other areas of the audit. Professionals with specialized skill and knowledge were used to assist in evaluating (i) the appropriateness of the excess earnings method and (ii) the reasonableness of the customer attrition rate, contributory asset charges, and discount rate assumptions.

/s/ PricewaterhouseCoopers LLP
Tampa, Florida
February 24, 2025

We have served as the Company's auditor since 2002.

ROPER TECHNOLOGIES, INC.
CONSOLIDATED BALANCE SHEETS
(in millions, except per share data)

| | As of December 31, | |
|---|--------------------|-------------|
| | 2024 | 2023 |
| Assets | | |
| Cash and cash equivalents | \$ 188.2 | \$ 214.3 |
| Accounts receivable, net | 885.1 | 829.9 |
| Inventories, net | 120.8 | 118.6 |
| Income taxes receivable | 25.6 | 47.7 |
| Unbilled receivables | 127.3 | 106.4 |
| Prepaid expenses and other current assets | 195.7 | 164.5 |
| Total current assets | 1,542.7 | 1,481.4 |
| Property, plant and equipment, net | 149.7 | 119.6 |
| Goodwill | 19,312.9 | 17,118.8 |
| Other intangible assets, net | 9,059.6 | 8,212.1 |
| Deferred taxes | 54.1 | 32.2 |
| Equity investments | 772.3 | 795.7 |
| Other assets | 443.4 | 407.7 |
| Total assets | \$ 31,334.7 | \$ 28,167.5 |
| Liabilities and Stockholders' Equity | | |
| Accounts payable | \$ 148.1 | \$ 143.0 |
| Accrued compensation | 289.0 | 250.0 |
| Deferred revenue | 1,737.4 | 1,583.8 |
| Other accrued liabilities | 546.2 | 446.5 |
| Income taxes payable | 68.4 | 40.4 |
| Current portion of long-term debt, net | 1,043.1 | 499.5 |
| Total current liabilities | 3,832.2 | 2,963.2 |
| Long-term debt, net of current portion | 6,579.9 | 5,830.6 |
| Deferred taxes | 1,630.6 | 1,513.1 |
| Other liabilities | 424.4 | 415.8 |
| Total liabilities | 12,467.1 | 10,722.7 |
| Commitments and contingencies (Note 13) | | |
| Stockholders' equity: | | |
| Preferred stock, \$ 0.01 par value per share; 1.0 shares authorized; none outstanding | — | — |
| Common stock, \$ 0.01 par value per share; 350.0 shares authorized; 108.9 shares issued and 107.3 outstanding at December 31, 2024 and 108.6 shares issued and 106.9 outstanding at December 31, 2023 | 1.1 | 1.1 |
| Additional paid-in capital | 3,014.6 | 2,767.0 |
| Retained earnings | 16,034.9 | 14,816.3 |
| Accumulated other comprehensive loss | (166.5) | (122.8) |
| Treasury stock, 1.6 shares at December 31, 2024 and 1.7 shares at December 31, 2023 | (16.5) | (16.8) |
| Total stockholders' equity | 18,867.6 | 17,444.8 |
| Total liabilities and stockholders' equity | \$ 31,334.7 | \$ 28,167.5 |

See accompanying notes to Consolidated Financial Statements.

ROPER TECHNOLOGIES, INC.
CONSOLIDATED STATEMENTS OF EARNINGS
(Dollar and share amounts in millions, except per share data)

| | Year ended December 31, | | |
|--|-------------------------|------------|------------|
| | 2024 | 2023 | 2022 |
| Net revenues | \$ 7,039.2 | \$ 6,177.8 | \$ 5,371.8 |
| Cost of sales | 2,160.9 | 1,870.6 | 1,619.0 |
| Gross profit | 4,878.3 | 4,307.2 | 3,752.8 |
| Selling, general and administrative expenses | 2,881.5 | 2,562.0 | 2,228.3 |
| Income from operations | 1,996.8 | 1,745.2 | 1,524.5 |
| Interest expense, net | 259.2 | 164.7 | 192.4 |
| Equity investments gain, net | (234.6) | (165.4) | — |
| Other expense, net | 5.0 | 2.8 | 50.1 |
| Earnings before income taxes | 1,967.2 | 1,743.1 | 1,282.0 |
| Income taxes | 417.9 | 374.7 | 296.4 |
| Net earnings from continuing operations | 1,549.3 | 1,368.4 | 985.6 |
| Earnings (loss) from discontinued operations, net of tax | — | (4.1) | 202.8 |
| Gain on disposition of discontinued operations, net of tax | — | 19.9 | 3,356.3 |
| Net earnings from discontinued operations | — | 15.8 | 3,559.1 |
| Net earnings | \$ 1,549.3 | \$ 1,384.2 | \$ 4,544.7 |
| Net earnings per share from continuing operations: | | | |
| Basic | \$ 14.47 | \$ 12.83 | \$ 9.31 |
| Diluted | \$ 14.35 | \$ 12.74 | \$ 9.23 |
| Net earnings per share from discontinued operations: | | | |
| Basic | \$ — | \$ 0.15 | \$ 33.61 |
| Diluted | \$ — | \$ 0.15 | \$ 33.32 |
| Net earnings per share: | | | |
| Basic | \$ 14.47 | \$ 12.98 | \$ 42.92 |
| Diluted | \$ 14.35 | \$ 12.89 | \$ 42.55 |
| Weighted average common shares outstanding: | | | |
| Basic | 107.1 | 106.6 | 105.9 |
| Diluted | 108.0 | 107.4 | 106.8 |

See accompanying notes to Consolidated Financial Statements.

ROPER TECHNOLOGIES, INC.
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(in millions)

| | Year ended December 31, | | |
|---|-------------------------|-------------------|-------------------|
| | 2024 | 2023 | 2022 |
| Net earnings | \$ 1,549.3 | \$ 1,384.2 | \$ 4,544.7 |
| Other comprehensive income (loss), net of tax: | | | |
| Foreign currency translation adjustments ⁽¹⁾ | (43.7) | 64.2 | (3.9) |
| Total other comprehensive income (loss), net of tax | (43.7) | 64.2 | (3.9) |
| Comprehensive income | <u>\$ 1,505.6</u> | <u>\$ 1,448.4</u> | <u>\$ 4,540.8</u> |

⁽¹⁾ In connection with the divestiture of a majority stake in Indicor, we reclassified \$ 142.6 of foreign currency translation adjustments to "Gain on disposition of discontinued operations, net of tax" during the year ended December 31, 2022.

See accompanying notes to Consolidated Financial Statements.

ROPER TECHNOLOGIES, INC.
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
(in millions, except per share data)

| | Common stock | | Additional paid-in capital | Retained earnings | Accumulated other comprehensive loss | Treasury stock | Total stockholders' equity |
|---|--------------|--------|-------------------------------|----------------------|--|-------------------|----------------------------------|
| | Shares | Amount | | | | | |
| Balances at December 31, 2021 | 105.5 | \$ 1.1 | \$ 2,307.8 | \$ 9,455.6 | \$ (183.1) | \$ (17.6) | \$ 11,563.8 |
| Net earnings | — | — | — | 4,544.7 | — | — | 4,544.7 |
| Stock option exercises | 0.5 | — | 110.0 | — | — | — | 110.0 |
| Cash settlement of share-based awards in connection with disposition of discontinued operations | — | — | (11.1) | — | — | — | (11.1) |
| Treasury stock sold | — | — | 13.9 | — | — | 0.4 | 14.3 |
| Currency translation adjustments, including tax benefit of \$ 41.9 | — | — | — | — | (3.9) | — | (3.9) |
| Stock-based compensation | — | — | 131.4 | — | — | — | 131.4 |
| Restricted stock activity | 0.1 | — | (41.8) | — | — | — | (41.8) |
| Dividends declared (\$ 2.54 per share) | — | — | — | (269.6) | — | — | (269.6) |
| Balances at December 31, 2022 | 106.1 | \$ 1.1 | \$ 2,510.2 | \$ 13,730.7 | \$ (187.0) | \$ (17.2) | \$ 16,037.8 |
| Net earnings | — | — | — | 1,384.2 | — | — | 1,384.2 |
| Stock option exercises | 0.6 | — | 146.5 | — | — | — | 146.5 |
| Treasury stock sold | — | — | 15.1 | — | — | 0.4 | 15.5 |
| Currency translation adjustments, including tax provision of \$ 10.3 | — | — | — | — | 64.2 | — | 64.2 |
| Stock-based compensation | — | — | 126.5 | — | — | — | 126.5 |
| Restricted stock activity | 0.2 | — | (31.3) | — | — | — | (31.3) |
| Dividends declared (\$ 2.80 per share) | — | — | — | (298.6) | — | — | (298.6) |
| Balances at December 31, 2023 | 106.9 | \$ 1.1 | \$ 2,767.0 | \$ 14,816.3 | \$ (122.8) | \$ (16.8) | \$ 17,444.8 |
| Net earnings | — | — | — | 1,549.3 | — | — | 1,549.3 |
| Stock option exercises | 0.4 | — | 125.7 | — | — | — | 125.7 |
| Treasury stock sold | — | — | 18.2 | — | — | 0.3 | 18.5 |
| Currency translation adjustments, including tax benefit of \$ 13.6 | — | — | — | — | (43.7) | — | (43.7) |
| Stock-based compensation | — | — | 146.7 | — | — | — | 146.7 |
| Restricted stock activity | — | — | (43.0) | — | — | — | (43.0) |
| Dividends declared (\$ 3.08 per share) | — | — | — | (330.7) | — | — | (330.7) |
| Balances at December 31, 2024 | 107.3 | \$ 1.1 | \$ 3,014.6 | \$ 16,034.9 | \$ (166.5) | \$ (16.5) | \$ 18,867.6 |

See accompanying notes to Consolidated Financial Statements.

ROPER TECHNOLOGIES, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(in millions)

| | Year ended December 31, | | |
|---|-------------------------|-------------|-------------|
| | 2024 | 2023 | 2022 |
| Cash flows from operating activities: | | | |
| Net earnings from continuing operations | \$ 1,549.3 | \$ 1,368.4 | \$ 985.6 |
| Adjustments to reconcile net earnings from continuing operations to cash flows from operating activities: | | | |
| Depreciation and amortization of property, plant and equipment | 37.1 | 35.4 | 37.3 |
| Amortization of intangible assets | 775.7 | 719.8 | 612.8 |
| Amortization of deferred financing costs | 9.8 | 9.9 | 11.8 |
| Non-cash stock compensation | 145.9 | 123.5 | 118.5 |
| Equity investments gain, net | (234.6) | (165.4) | — |
| Income tax provision | 417.9 | 374.7 | 296.4 |
| Changes in operating assets and liabilities, net of acquired businesses: | | | |
| Accounts receivable | 14.4 | (50.2) | 2.5 |
| Unbilled receivables | (18.5) | (7.5) | (11.1) |
| Inventories | (1.9) | (6.6) | (43.1) |
| Prepaid expenses and other current assets | (19.5) | (4.3) | (12.8) |
| Accounts payable | (13.0) | 18.2 | 21.3 |
| Other accrued liabilities | 109.3 | (1.0) | (7.6) |
| Deferred revenue | 110.7 | 93.9 | 52.9 |
| Cash taxes paid for gain on disposal of businesses | — | (32.5) | (953.8) |
| Cash income taxes paid, excluding tax associated with gain on disposal of businesses | (483.8) | (423.4) | (498.9) |
| Other, net | (5.6) | (15.5) | (5.2) |
| Cash provided by operating activities from continuing operations | 2,393.2 | 2,037.4 | 606.6 |
| Cash provided by (used in) operating activities from discontinued operations | — | (2.3) | 128.0 |
| Cash provided by operating activities | 2,393.2 | 2,035.1 | 734.6 |
| Cash flows from (used in) investing activities: | | | |
| Acquisitions of businesses, net of cash acquired | (3,612.9) | (2,052.7) | (4,280.1) |
| Capital expenditures | (66.0) | (68.0) | (40.1) |
| Capitalized software expenditures | (45.0) | (40.0) | (30.2) |
| Distributions from equity investment | 10.8 | 32.5 | — |
| Proceeds from sale of equity investment | 245.6 | — | — |
| Other, net | (1.0) | (0.1) | (1.4) |
| Cash used in investing activities from continuing operations | (3,468.5) | (2,128.3) | (4,351.8) |
| Cash provided by disposition of discontinued operations | — | 2.0 | 5,561.8 |
| Cash used in investing activities from discontinued operations | — | — | (0.5) |
| Cash provided by (used in) investing activities | (3,468.5) | (2,126.3) | 1,209.5 |
| Cash flows from (used in) financing activities: | | | |
| Proceeds from senior notes | 2,000.0 | — | — |
| Payments of senior notes | (500.0) | (700.0) | (800.0) |
| Borrowings (payments) under revolving line of credit, net | (235.0) | 360.0 | (470.0) |
| Debt issuance costs | (24.6) | — | (3.9) |
| Cash dividends to stockholders | (321.9) | (290.2) | (262.3) |
| Treasury stock sales | 18.5 | 15.5 | 14.3 |
| Proceeds from stock-based compensation, net | 88.6 | 115.2 | 68.2 |
| Other, net | 43.9 | — | (0.2) |
| Cash provided by (used in) financing activities from continuing operations | 1,069.5 | (499.5) | (1,453.9) |
| Cash used in financing activities from discontinued operations | — | — | (11.4) |
| Cash provided by (used in) financing activities | 1,069.5 | (499.5) | (1,465.3) |

(Continued)

ROPER TECHNOLOGIES, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS - CONTINUED
(in millions)

| | Year ended December 31, | | |
|--|-------------------------|-------------------|-------------------|
| | 2024 | 2023 | 2022 |
| Effect of exchange rate changes on cash | (20.3) | 12.2 | (37.5) |
| Net increase (decrease) in cash and cash equivalents | (26.1) | (578.5) | 441.3 |
| Cash and cash equivalents, beginning of year | 214.3 | 792.8 | 351.5 |
| Cash and cash equivalents, end of year | <u>\$ 188.2</u> | <u>\$ 214.3</u> | <u>\$ 792.8</u> |
| Supplemental disclosures: | | | |
| Cash paid for interest | \$ 239.9 | \$ 201.9 | \$ 206.5 |
| Non-cash investing activities: | | | |
| Net assets of businesses acquired: | | | |
| Fair value of assets, including goodwill | \$ 3,935.4 | \$ 2,235.1 | \$ 4,891.8 |
| Liabilities assumed | (322.5) | (182.4) | (611.7) |
| Cash paid, net of cash acquired | <u>\$ 3,612.9</u> | <u>\$ 2,052.7</u> | <u>\$ 4,280.1</u> |

See accompanying notes to Consolidated Financial Statements.

ROPER TECHNOLOGIES, INC.
Notes to Consolidated Financial Statements
Years ended December 31, 2024, 2023, and 2022
(Dollar and share amounts in millions unless specified, except per share data)

(1) Summary of Accounting Policies

Basis of Presentation – These financial statements present the consolidated information of Roper Technologies, Inc. and its subsidiaries (“Roper,” the “Company,” “we,” “our,” or “us”). All significant intercompany accounts and transactions have been eliminated. Certain prior period amounts have been reclassified to conform to current period presentation.

Nature of the Business – Roper is a diversified technology company. The Company operates market leading businesses that design and develop vertical software and technology enabled products for a variety of defensible niche markets.

Discontinued Operations – In November 2022, the Company completed the divestiture of a majority equity stake in its industrial businesses, including its entire historical Process Technologies reportable segment and the industrial businesses within its historical Measurement & Analytical Solutions reportable segment, to Clayton, Dubilier & Rice, LLC (“CD&R”). The businesses included in this transaction were Alpha, AMOT, CCC, Cornell, Dynisco, FTI, Hansen, Hardy, Logitech, Metrix, PAC, Roper Pump, Struers, Technolog, Uson, and Viatran (collectively “Indicor”). Following the sale of the majority stake, the Company retained a minority equity interest in Indicor. This transaction is referred to herein as the “Indicor Transaction.”

During 2021, the Company signed definitive agreements to divest its TransCore, Zetec, and CIVCO Radiotherapy businesses (“2021 Divestitures”). Roper completed the 2021 Divestitures by March 2022.

The financial results of Indicor and the 2021 Divestitures are reported as discontinued operations for all periods presented. Unless otherwise noted, discussion within these Notes to Consolidated Financial Statements relates to continuing operations. Refer to Note 3 for further information regarding discontinued operations.

Refer to Note 10 for information regarding Roper's minority equity interest in Indicor.

Recent Accounting Pronouncements – The Financial Accounting Standards Board (“FASB”) establishes changes to accounting principles under GAAP in the form of accounting standards updates (“ASUs”) to the FASB's Accounting Standards Codification (“ASC”). The Company considers the applicability and impact of all ASUs. Any recent ASUs not listed below were assessed and either determined to be not applicable or are expected to have an immaterial impact on the Company's Consolidated Financial Statements.

Recently Adopted Accounting Pronouncements

In November 2023, the FASB issued Accounting Standards Update No. 2023-07, “Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures” (ASU 2023-07), which expands reportable segment disclosure requirements, primarily through enhanced disclosures about significant segment expenses, as well as the Company's chief operating decision maker. This guidance is effective for annual periods beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. The Company adopted this update for the year ended December 31, 2024. Refer to Note 14 for the inclusion of the new required disclosures.

Recently Released Accounting Pronouncements

In December 2023, the FASB issued Accounting Standards Update No. 2023-09, “Income Taxes (Topic 740): Improvements to Income Tax Disclosures” (ASU 2023-09), which expands income tax disclosure requirements, including disaggregation of rate reconciliation table categories, disaggregation of earnings before income taxes and income tax expense information, and disaggregation of income taxes paid information, among other changes. This guidance is effective for annual periods beginning after December 15, 2024. This ASU will likely result in additional disclosures. We are currently evaluating the provisions of this ASU.

In November 2024, the FASB issued Accounting Standards Update No. 2024-03, "Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses" (ASU 2024-03), which requires the disclosure of additional information about specific categories of costs and expenses in the notes to consolidated financial statements. This guidance is effective for annual periods beginning after December 15, 2026, and interim periods within fiscal years beginning after December 15, 2027. Early adoption is permitted. This ASU will likely result in additional disclosures. We are currently evaluating the provisions of this ASU.

Significant Accounting Policies

Cash and Cash Equivalents – Roper considers highly liquid financial instruments with remaining maturities at acquisition of three months or less to be cash equivalents. Roper had \$ 0.9 and \$ 0.4 of cash equivalents at December 31, 2024 and 2023, respectively.

Contingencies – Management continually assesses the probability of any adverse judgments or outcomes to its potential contingencies. Disclosure of the contingency is made if there is at least a reasonable possibility that a loss or an additional loss may have been incurred. In the assessment of contingencies as of December 31, 2024, management concluded that there were no matters for which there was a reasonable possibility of a material loss.

Earnings per Share – Basic earnings per share was calculated using net earnings and the weighted average number of shares of common stock outstanding during the respective year. Diluted earnings per share was calculated using net earnings and the weighted average number of shares of common stock and potential common stock outstanding during the respective year. Potentially dilutive common stock consisted of stock options and restricted stock awards.

The effects of potential common stock were determined using the treasury stock method:

| | Year ended December 31, | | |
|---|-------------------------|-------|-------|
| | 2024 | 2023 | 2022 |
| Basic weighted average shares outstanding | 107.1 | 106.6 | 105.9 |
| Effect of potential common stock: | | | |
| Common stock awards | 0.9 | 0.8 | 0.9 |
| Diluted weighted average shares outstanding | 108.0 | 107.4 | 106.8 |

For the years ended December 31, 2024, 2023, and 2022, there were 0.419 , 0.726 , and 0.834 stock-based awards outstanding, respectively, that were not included in the determination of diluted earnings per share because to do so would have been antidilutive.

Equity Investments – As of December 31, 2024 and 2023, the Company held a 45.5 % and 47.3 % minority equity interest in Indicor Equity, LLC, respectively. This equity interest provides us with the ability to exercise significant influence, but not control, over the investee. We elected to apply the fair value option as we believe this is the most reasonable method to value this equity investment. The fair value of Roper's equity investment in Indicor is estimated on a quarterly basis and the change in fair value is reported as a component of "Equity investments gain, net" in our Consolidated Statements of Earnings. See Note 10 for additional information on this investment.

In August 2023, Roper acquired an 18.2 % limited partnership minority interest in CI Ultimate Holdings, L.P., the parent entity of Certinia Inc. ("Certinia"), for \$ 125.0 . In November 2024, Roper completed the sale of this equity investment in Certinia for cash proceeds of \$ 245.6 . The sale resulted in a pretax gain of \$ 135.6 , which is reported within "Equity investments gain, net" in our Consolidated Statement of Earnings. In addition, we recognized income tax expense of \$ 30.2 in connection with the sale, which is included within "Income taxes" in our Consolidated Statement of Earnings.

Prior to the sale of our equity investment in Certinia, our equity interest provided us with the ability to exercise significant influence, but not control, over the investee. This equity investment was accounted for under the equity method of accounting whereby our proportionate share of earnings or loss associated with the investment was reported as a component of "Equity investments gain, net" in our Consolidated Statements of Earnings with a corresponding change in the balance of the equity investment. Our proportionate share of loss associated with the investment in Certinia was \$ 9.8 and \$ 5.2 for the years ended December 31, 2024 and 2023, respectively. The balance of the equity investment in Certinia, reported as a component of "Equity investments" in our Consolidated Balance Sheet, was \$ 119.8 as of December 31, 2023.

Estimates – The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Foreign Currency Translation and Transactions – Assets and liabilities of subsidiaries whose functional currency is not the U.S. dollar were translated at the exchange rate in effect at the balance sheet date, and revenues and expenses were translated at average exchange rates for the period in which those entities were included in Roper's financial results. Translation adjustments are reflected within other comprehensive income. Foreign currency transaction gains and losses are recorded in our Consolidated Statements of Earnings within "Other expense, net." Foreign currency transaction gains/(losses) were not material for any periods presented.

Goodwill and Other Intangibles – Roper accounts for goodwill in a purchase business combination as the excess of the cost over the estimated fair value of net assets acquired. Business combinations can also result in the recognition of other intangible assets. Amortization of intangible assets, if applicable, occurs over their estimated useful lives. Goodwill, which is not amortized, is tested for impairment on an annual basis (or an interim basis if an event occurs or circumstances change that would more likely than not reduce the fair value of a reporting unit below its carrying value). When testing goodwill for impairment, the Company has the option to first assess qualitative factors to determine whether the existence of events or circumstances leads to a determination that it is more likely than not that the estimated fair value of a reporting unit is less than its carrying amount. If the Company elects to perform a qualitative assessment and determines that an impairment is more likely than not, then performance of the quantitative impairment test is required. The quantitative assessment utilizes the equal weighting of both an income approach (discounted cash flow) and a market approach (consisting of a comparable public company earnings multiples methodology) to estimate the fair value of a reporting unit. To determine the reasonableness of the estimated fair values, the Company reviews the assumptions to ensure that neither the income approach nor the market approach provides significantly different valuations. If the estimated fair value exceeds the carrying value, no further work is required and no impairment loss is recognized. If the carrying value exceeds the estimated fair value, a non-cash impairment loss is recognized in the amount of that excess.

When performing the quantitative assessment, key assumptions used in the income and market approaches are updated when the analysis is performed for each reporting unit. The assumptions that have the most significant effect on the fair value calculations are the projected revenue growth rates, future operating margins, discount rates, terminal values, and earnings multiples. While the Company uses reasonable and timely information to prepare its discounted cash flow analysis, actual future cash flows or market conditions could differ significantly and could result in future impairment charges related to recorded goodwill balances.

As of the annual impairment test, Roper has 23 reporting units with individual goodwill amounts ranging from \$ 17.5 to \$ 3,363.7 . In 2024, the Company performed its annual impairment test in the fourth quarter for all reporting units. The Company conducted its analysis qualitatively and assessed whether it was more likely than not that the respective fair values of these reporting units were less than their carrying amounts. The Company determined that impairment of goodwill was not likely in any of its reporting units and thus was not required to perform a quantitative assessment for these reporting units.

Recently acquired reporting units generally represent a higher inherent risk of impairment, which typically decreases as the businesses are integrated into the enterprise. Negative industry or economic trends, disruptions to its business, actual results significantly below expected results, unexpected significant changes or planned changes in the use of the assets, divestitures, and market capitalization declines may have a negative effect on the fair value of Roper's reporting units.

The following events or circumstances, although not comprehensive, would be considered to determine whether interim testing of goodwill would be required:

- a significant adverse change in legal factors or in the business climate;
- an adverse action or assessment by a regulator;
- unanticipated competition;
- a loss of key personnel;
- a more-likely-than-not expectation that a reporting unit or a significant portion of a reporting unit will be sold or otherwise disposed of;
- the testing for recoverability of a significant asset group within a reporting unit; and
- recognition of a goodwill impairment loss in the financial statements of a subsidiary that is a component of a reporting unit.

Trade names that are determined to have indefinite useful economic lives are not amortized, but are separately tested for impairment during the fourth quarter of the fiscal year or on an interim basis if an event occurs that indicates the fair value is more likely than not below the carrying value. Roper first qualitatively assesses whether the existence of events or circumstances leads to a determination that it is more likely than not that the estimated fair value of an indefinite-lived trade name is less than its carrying amount. If necessary, Roper conducts a quantitative assessment using the relief-from-royalty method. This methodology assumes that, in lieu of ownership, a third party would be willing to pay a royalty in order to exploit the related benefits of these assets. To the extent the Company determines a fair value, the inputs used represent a Level 3 fair value measurement in the FASB fair value hierarchy given that the inputs are unobservable. The assumptions that have the most significant effect on the fair value calculations are the royalty rates, projected revenue growth rates, discount rates, and terminal values. Each royalty rate is determined based on the profitability of the trade name to which it relates and observed market royalty rates. Revenue growth rates are determined after considering current and future economic conditions, recent sales trends, discussions with customers, planned timing of new product launches, or other variables. Trade names resulting from recent acquisitions generally represent the highest risk of impairment, which typically decreases as the businesses are integrated into Roper.

The assessment of fair value for impairment purposes requires significant judgments to be made by management. Although forecasts are based on assumptions that are considered reasonable by management and consistent with the plans and estimates management uses to operate the underlying businesses, there is significant judgment in estimating future operating results. Changes in estimates or the application of alternative assumptions could produce significantly different results.

The most significant identifiable intangible assets with definite useful economic lives recognized from our acquisitions are customer relationships. The fair value for customer relationships is determined as of the acquisition date using the excess earnings method. Under this methodology the fair value is determined based on the estimated future after-tax cash flows arising from the acquired customer relationships over their estimated useful lives after considering customer attrition and contributory asset charges. The assumptions that have the most significant effect on the fair value calculations are the customer attrition rates, projected customer revenue growth rates, margins, contributory asset charges, and discount rates. When testing customer relationship intangible assets for potential impairment, management considers historical customer attrition rates and projected revenues and profitability related to customers that existed at acquisition. In evaluating the amortizable life for customer relationship intangible assets, management considers historical customer attrition patterns.

Roper evaluates whether there has been an impairment of identifiable intangible assets with definite useful economic lives, or of the remaining life of such assets, when certain indicators of impairment are present. In the event that facts and circumstances indicate that the cost or remaining period of amortization of any asset may be impaired, an evaluation of recoverability would be performed. If an evaluation is required, the estimated future gross, undiscounted cash flows associated with the asset would be compared to the asset's carrying amount to determine if a write-down to fair value or a revision in the remaining amortization period is required.

Impairment of Long-Lived Assets – The Company determines whether there has been an impairment of long-lived assets, excluding goodwill and other intangible assets, when certain indicators of impairment are present. In the event that facts and circumstances indicate that the cost or life of any long-lived asset may be impaired, an evaluation of recoverability would be performed. If an evaluation is required, the estimated future gross, undiscounted cash flows associated with the asset would be compared to the asset's carrying amount to determine if a write-down to fair value or a revision to the remaining useful life is required. Future adverse changes in market conditions or poor operating results of underlying long-lived assets could result in losses or an inability to recover the carrying value of the long-lived assets that may not be reflected in the assets' current carrying value, thereby possibly requiring an impairment charge or acceleration of depreciation or amortization expense in the future.

Income Taxes – The Company recognizes in the Consolidated Financial Statements only those tax positions determined to be “more likely than not” of being sustained upon examination based on the technical merits of the positions. Interest and penalties related to unrecognized tax benefits are classified as a component of income tax expense.

The Company records a valuation allowance to reduce its deferred tax assets if, based on the weight of available evidence, both positive and negative, for each respective tax jurisdiction, it is more likely than not that some portion or all of such deferred tax assets will not be realized. Available evidence which is considered in determining the amount of valuation allowance required includes, but is not limited to, the Company's estimate of future taxable income and any applicable tax planning strategies.

Certain assets and liabilities have different bases for financial reporting and income tax purposes. Deferred income taxes have been provided for these differences at the enacted tax rates expected to be paid. See Note 8 for additional information regarding income taxes.

Inventories – Inventories are valued at the lower of cost and net realizable value. Cost is determined using the first-in, first-out method. The Company writes down its inventory for estimated obsolescence or excess inventory equal to the difference between the cost of inventory and the estimated net realizable value based upon assumptions about future demand and market conditions.

Product Warranties – The Company sells certain of its products to customers with a product warranty that allows customers to return a defective product during a specified warranty period following the purchase in exchange for a replacement product, repair at no cost to the customer, or the issuance of a credit to the customer. The Company accrues its estimated exposure to warranty claims based upon current and historical product sales data, warranty costs incurred, and any other related information known to the Company.

Property, Plant and Equipment and Depreciation and Amortization – Property, plant and equipment is stated at cost less accumulated depreciation and amortization. Depreciation and amortization are provided for using principally the straight-line method over the estimated useful lives of the assets as follows:

| | |
|---------------------------------|---------------|
| Buildings | 20 - 30 years |
| Machinery and other equipment | 8 - 15 years |
| Computer equipment and software | 3 - 5 years |

Leasehold improvements are depreciated over the shorter of the remaining lease term or the useful life of the asset.

Research, Development and Engineering – Research, development and engineering (“R,D&E”) costs include salaries and benefits, rents, supplies, and other costs related to products under development or improvements to existing products. R,D&E costs are expensed as incurred and are included within selling, general and administrative expenses. R,D&E expenses totaled \$ 748.1 , \$ 646.1 , and \$ 529.8 for the years ended December 31, 2024, 2023, and 2022, respectively.

Revenue Recognition – The reported results reflect the application of ASC 606 guidance. The amount of revenue recognized reflects the consideration which the Company expects to be entitled to receive in exchange for these products and/or services. To achieve this principle, the Company applies the following five steps:

- identify the contract with the customer;
- identify the performance obligations in the contract;
- determine the transaction price;
- allocate the transaction price to performance obligations in the contract; and
- recognize revenue when or as the Company satisfies a performance obligation.

Disaggregated Revenue – We disaggregate our revenues by reportable segment into four categories: (i) recurring revenue comprised of Software-as-a-Service (“SaaS”), annual term licenses, and software maintenance; (ii) reoccurring revenue comprised of transactional and volume-based fees facilitated through our software; (iii) non-recurring revenue comprised of multi-year term and perpetual software licenses, professional services associated with software products and hardware sold with our software licenses; and (iv) product revenue. See details in the tables below:

| Revenue stream | Year ended December 31, 2024 | | | |
|------------------------|------------------------------|------------------|-----------------------------|------------|
| | Application Software | Network Software | Technology Enabled Products | Total |
| Software related | | | | |
| Recurring | \$ 2,880.0 | \$ 1,070.1 | \$ 26.1 | \$ 3,976.2 |
| Reoccurring | 353.9 | 270.3 | — | 624.2 |
| Non-recurring | 634.4 | 135.2 | — | 769.6 |
| Total Software Revenue | 3,868.3 | 1,475.6 | 26.1 | 5,370.0 |
| Product Revenue | — | — | 1,669.2 | 1,669.2 |
| Total Revenue | \$ 3,868.3 | \$ 1,475.6 | \$ 1,695.3 | \$ 7,039.2 |

| Revenue stream | Year ended December 31, 2023 | | | |
|------------------------|------------------------------|------------------|-----------------------------|------------|
| | Application Software | Network Software | Technology Enabled Products | Total |
| Software related | | | | |
| Recurring | \$ 2,454.3 | \$ 1,039.5 | \$ 17.3 | \$ 3,511.1 |
| Reoccurring | 137.8 | 263.4 | — | 401.2 |
| Non-recurring | 594.8 | 136.5 | 1.5 | 732.8 |
| Total Software Revenue | 3,186.9 | 1,439.4 | 18.8 | 4,645.1 |
| Product Revenue | — | — | 1,532.7 | 1,532.7 |
| Total Revenue | \$ 3,186.9 | \$ 1,439.4 | \$ 1,551.5 | \$ 6,177.8 |

| Revenue stream | Year ended December 31, 2022 | | | |
|------------------------|------------------------------|------------------|-----------------------------|------------|
| | Application Software | Network Software | Technology Enabled Products | Total |
| Software related | | | | |
| Recurring | \$ 1,946.0 | \$ 981.4 | \$ 12.0 | \$ 2,939.4 |
| Reoccurring | 124.2 | 246.2 | — | 370.4 |
| Non-recurring | 569.3 | 150.9 | 1.2 | 721.4 |
| Total Software Revenue | 2,639.5 | 1,378.5 | 13.2 | 4,031.2 |
| Product Revenue | — | — | 1,340.6 | 1,340.6 |
| Total Revenue | \$ 2,639.5 | \$ 1,378.5 | \$ 1,353.8 | \$ 5,371.8 |

We recognize revenue over time or at a point in time depending on our evaluation of when the customer obtains control over the promised products or services. For software arrangements that include multiple performance obligations, we allocate revenue to each performance obligation based on estimates of the price that we would charge the customer for each promised product or service if it were sold on a standalone basis. Software licenses may be combined with implementation/installation services as a single performance obligation if the implementation/installation significantly modifies or customizes the functionality of the software license.

Software and related services

- Recurring – consists primarily of SaaS subscriptions and post-contract support (“PCS”) which are recognized ratably over the contractual term, and annual term software licenses which are generally recognized at a point in time.
- Reoccurring – consists primarily of transactional and volume-based fees which are highly reoccurring and recognized at a point in time under a usage-based model.
- Non-recurring – consists primarily of perpetual, multi-year term software licenses, or installation/implementation services and associated hardware. Revenues from perpetual and multi-year term licenses are generally recognized at a point in time. Revenues from software implementation projects are generally recognized over time using the input method, utilizing the ratio of costs or labor hours incurred to total estimated costs or labor, as the measure of performance.

Payment for software licenses is generally required within 30 to 60 days of the transfer of control. Payment for PCS is generally required within 30 to 60 days of the commencement of the service period, which is primarily offered to customers over a one-year timeframe. Payment terms do not contain a significant financing component. Payment for implementation/installation services that are recognized over time is typically commensurate with milestones defined in the contract, or billable hours incurred.

Products

Revenue from product sales is recognized when control transfers to the customer, which is generally when the product is shipped. Non-project-based installation and repair services are performed by certain of our businesses for which revenue is recognized upon completion.

Payment terms are generally 30 to 60 days from the transfer of control. Payment terms do not contain a significant financing component.

Accounts receivable, net – Accounts receivable, net includes amounts billed and currently due from customers. The amounts due are stated at their net estimated realizable value. Accounts receivable are stated net of an allowance for doubtful accounts and sales allowances of \$ 21.6 and \$ 22.2 at December 31, 2024 and 2023, respectively. We make estimates of expected allowance for doubtful accounts based upon our assessment of various factors, including historical experience, the age of the accounts receivable balances, changes to customer creditworthiness, and other factors that may affect our ability to collect from customers.

Unbilled receivables – Our unbilled receivables include unbilled amounts typically resulting from sales under software milestone billings associated with multi-year term license renewals and software implementations when the input method of revenue recognition is utilized and revenue recognized exceeds the amount billed to the customer, and right to payment is not solely due to the passage of time. Amounts may not exceed their net realizable value.

Deferred revenue – We record deferred revenue when cash payments are received or due in advance of our performance. Our deferred revenue relates primarily to software and related services. In most cases, we recognize deferred revenue ratably over time as the SaaS or PCS performance obligation is satisfied. The non-current portion of deferred revenue is included in “Other liabilities” in our Consolidated Balance Sheets.

Our unbilled receivables and deferred revenue are reported in a net position on a contract-by-contract basis at the end of each reporting period. The net balances are classified as current or non-current based on expected timing of revenue recognition and billable milestones.

Deferred commissions – Our incremental direct costs of obtaining a contract, which consist of sales commissions primarily for our software sales, are deferred and amortized on a straight-line basis over the period of contract performance or a longer period, depending on facts and circumstances. We classify deferred commissions as current or non-current based on the expected timing of expense recognition. Where the amortization period would have been one year or less, we expense the associated incremental direct cost as incurred. The current and non-current portions of deferred commissions are included in “Other current assets” and “Other assets,” respectively, in our Consolidated Balance Sheets. At December 31, 2024 and 2023, the current portion of deferred commissions was \$ 40.5 and \$ 35.0 , respectively, and the non-current portion of deferred commissions was \$ 50.0 and \$ 36.7 , respectively. The Company recognized \$ 32.2 , \$ 29.3 , and \$ 30.7 of expense related to deferred commissions for the years ended December 31, 2024, 2023, and 2022, respectively.

Remaining performance obligations – Remaining performance obligations represent the transaction price of firm orders for which work has not been performed, excluding unexercised contract options. As of December 31, 2024, total remaining performance obligations were \$ 4,754.9 . We expect to recognize revenues on approximately 65 % of our remaining performance obligations over the next 12 months, with the remainder of the revenue to be recognized thereafter.

Capitalized Software – The Company accounts for capitalized software under applicable accounting guidance which, among other provisions, requires capitalization of certain internal-use software costs once certain criteria are met. Overhead, general and administrative, and training costs are not capitalized. Capitalized software balances, net of accumulated amortization, were \$ 116.9 and \$ 102.6 at December 31, 2024 and 2023, respectively, which are included in “Other assets” in our Consolidated Balance Sheets.

Stock-Based Compensation – The Company recognizes expense for the grant date fair value of its stock-based awards on a straight-line basis (or, in the case of certain performance-based awards, on a graded basis) over the employee's requisite service period (generally the vesting period of the award). The fair value of performance-based restricted stock awards subject to a market modifier was estimated using a Monte Carlo simulation model, using risk-free interest rate, expected volatility, expected dividend yield, and correlation coefficient as key assumptions. The fair value of option awards is estimated using the Black-Scholes option valuation model. The Company accounts for forfeitures of stock-based awards as they occur, with previously recognized compensation reversed in the period in which the awards are forfeited.

(2) Business Acquisitions and Dispositions

2024 Acquisitions – Roper completed four business acquisitions in the year ended December 31, 2024. The results of operations of the acquired businesses are included in Roper's Consolidated Financial Statements from the date of each acquisition. Pro forma results of operations and the revenues and net earnings subsequent to each acquisition date for the 2024 acquisitions have not been presented because the effects of the acquisitions, individually and in the aggregate, were not material to our financial results.

On February 26, 2024, Roper acquired Genesis Ultimate Holding Co., the parent company of Procare Software, LLC ("Procare"), a leading provider of cloud-based software and integrated payment processing for the management of early childhood education centers, for a purchase price of \$ 1,860.0 , net of cash acquired and certain liabilities assumed. Additionally, the purchase price contemplated a net present value tax benefit of approximately \$ 110 which is expected to be utilized over the subsequent 13 years. The results of Procare are reported in the Application Software reportable segment.

The Company recorded \$ 1,208.2 in goodwill, \$ 39.0 assigned to trade names that are not subject to amortization, and \$ 762.0 of other identifiable intangibles in connection with the Procare acquisition. The amortizable intangible assets include customer relationships of \$ 708.0 (20 year useful life) and technology of \$ 54.0 (5 year useful life). Net assets acquired also include approximately \$ 122 of net deferred tax liabilities, primarily attributable to acquired intangible assets, partially offset by federal tax attributes.

On August 20, 2024, Roper acquired RCP Vega Holdings, LLC, the parent company of Transact Campus Inc. ("Transact"), a leading provider of integrated campus technology and payment solutions, including campus identity software and secure access, tuition and fees management software and payment processing, as well as point-of-sale commerce solutions. Transact serves higher education institutions, healthcare facilities, and business campuses. Roper acquired Transact for a purchase price of \$ 1,607 , net of cash acquired and certain liabilities assumed. Additionally, the purchase price contemplated a net present value tax benefit of approximately \$ 100 which is expected to be utilized over the subsequent 14 years. This acquisition has been integrated with our CBORD business and its results are reported in the Application Software reportable segment.

The Company recorded \$ 947.3 in goodwill, \$ 41.0 assigned to trade names that are not subject to amortization, and \$ 705.0 of other identifiable intangibles in connection with the Transact acquisition. The amortizable intangible assets include customer relationships of \$ 656.0 (18 year useful life) and technology of \$ 49.0 (6 year useful life). Net assets acquired also include approximately \$ 76 of net deferred tax liabilities, primarily attributable to acquired intangible assets, partially offset by federal tax attributes.

During the year ended December 31, 2024, Roper completed two other bolt-on acquisitions with an aggregate purchase price of \$ 153.1 , net of cash acquired and certain liabilities assumed.

On November 4, 2024, Roper acquired the issued and outstanding shares of Surefyre, Inc., a leading provider of cloud-based insurance software that automates the submission and underwriting processes for managing general agents, wholesalers, and carriers. This acquisition has been integrated into our Vertafore business and its results are reported in the Application Software reportable segment.

On December 17, 2024, Roper acquired the outstanding membership interests of Trucker Tools, LLC, a leader in load visibility, automated booking, and digital freight matching software solutions for commercial trucking. This acquisition is being integrated into our DAT business and its results are reported in the Network Software reportable segment.

The Company recorded \$ 99.9 in goodwill, \$ 3.2 assigned to trade names that are not subject to amortization, and \$ 53.3 of other identifiable intangibles in connection with the other 2024 acquisitions. The amortizable intangible assets include customer relationships of \$ 47.3 (14.5 year weighted average useful life) and technology of \$ 6.0 (5.0 year weighted average useful life).

2023 Acquisitions – Roper completed four business acquisitions in the year ended December 31, 2023. The results of operations of the acquired businesses are included in Roper's Consolidated Financial Statements from the date of each acquisition. Pro forma results of operations and the revenues and net earnings subsequent to each acquisition date for the 2023 acquisitions have not been presented because the effects of the acquisitions, individually and in the aggregate, were not material to our financial results.

The largest of the 2023 acquisitions was Syntellis Parent, LLC ("Syntellis"), the parent company of Syntellis Performance Solutions, LLC, a leading provider of cloud-based performance management and data solutions for healthcare, financial institution, and higher education providers. Roper acquired the outstanding membership interests of Syntellis on August 7,

2023, for a purchase price of \$ 1,381 , adjusted for cash acquired and certain liabilities assumed. Additionally, the purchase price contemplated a net present value tax benefit of approximately \$ 135 which is expected to be utilized over the subsequent 15 years. This acquisition has been integrated into our Strata business and its results are reported in the Application Software reportable segment.

The Company recorded \$ 859.0 in goodwill, \$ 17.0 assigned to trade names that are not subject to amortization, and \$ 594.0 of other identifiable intangibles in connection with the Syntellis acquisition. The amortizable intangible assets include customer relationships of \$ 529.0 (20 year useful life) and technology of \$ 65.0 (7 year useful life).

During the year ended December 31, 2023, Roper completed three other bolt-on acquisitions.

On May 2, 2023, Roper acquired the outstanding membership interests of Promium, L.L.C., a leading provider of laboratory information management systems in the environmental and water markets, for a purchase price of \$ 16.5 . This acquisition has been integrated into our Clinisys business and its results are reported in the Application Software reportable segment.

On August 21, 2023, Roper acquired the assets of Replicon Inc., a provider of time tracking software solutions for project and services centric organizations, for a purchase price of \$ 447.5 , adjusted for cash acquired and certain liabilities assumed. Additionally, the purchase price contemplated a net present value tax benefit of approximately \$ 80 which is expected to be utilized over the subsequent 15 years. This acquisition has been integrated into our Deltek business and its results are reported in the Application Software reportable segment.

On December 26, 2023, Roper acquired the issued and outstanding shares of Executive Business Services, Inc. ("ProPricer"), a leading provider of proposal pricing software solutions for government contractors and government agencies, for a purchase price of \$ 79.5 , adjusted for cash acquired and certain liabilities assumed. This acquisition has been integrated into our Deltek business and its results are reported in the Application Software reportable segment.

The Company recorded \$ 330.6 in goodwill, \$ 15.4 assigned to trade names that are not subject to amortization, and \$ 229.1 of other identifiable intangibles in connection with the other 2023 acquisitions. The amortizable intangible assets include customer relationships of \$ 209.4 (16.9 year weighted average useful life) and technology of \$ 19.7 (5.0 year weighted average useful life).

On August 4, 2023, Roper acquired an 18.2 % limited partnership minority interest in CI Ultimate Holdings, L.P., the parent entity of Certinia Inc., a leading provider of professional services automation software, for \$ 125.0 . Roper completed the sale of its equity investment in Certinia in November 2024 for cash proceeds of \$ 245.6 .

2022 Acquisitions – Roper completed seven business acquisitions in the year ended December 31, 2022. The results of operations of the acquired businesses are included in Roper's Consolidated Financial Statements from the date of each acquisition. Pro forma results of operations and the revenues and net earnings subsequent to each acquisition date for the 2022 acquisitions have not been presented because the effects of the acquisitions, individually and in the aggregate, were not material to our financial results.

The largest of the 2022 acquisitions was Frontline Technologies Parent, LLC ("Frontline"), a leading provider of K-12 school administration software, connecting solutions for human capital management, student and special programs, and business operations with powerful analytics that empower educators. Roper acquired Frontline on October 4, 2022, for a purchase price of \$ 3,738.0 . The purchase price comprised an enterprise value of \$ 3,725.0 , adjusted for cash acquired and the settlement of certain liabilities. Additionally, the purchase price initially contemplated a net present value tax benefit of approximately \$ 350 . During the measurement period, the net present value tax benefit was revised upwards to approximately \$ 500 associated with an increase in our tax basis. This net present value tax benefit is expected to be utilized over the subsequent 15 years. The results of Frontline are reported in the Application Software reportable segment.

The Company recorded \$ 2,197.6 in goodwill and \$ 1,918.6 of other identifiable intangibles in connection with the Frontline acquisition. Of the \$ 1,918.6 of acquired intangible assets, \$ 83.0 was assigned to trade names that are not subject to amortization. The remaining \$ 1,835.6 of acquired intangible assets include customer relationships of \$ 1,757.0 (20 year useful life) and unpatented technology of \$ 78.6 (5 year useful life).

Including measurement period adjustments, net assets acquired also include approximately \$ 258 of deferred revenue and approximately \$ 122 of net deferred tax liabilities, primarily attributable to acquired intangible assets, partially offset by federal tax attributes. Approximately \$ 1,200 of goodwill is expected to be deductible for tax purposes.

During the year ended December 31, 2022, Roper completed six bolt-on acquisitions with an aggregate purchase price of \$ 578.8 , net of cash acquired and debt assumed.

On January 3, 2022, Roper acquired the outstanding membership interests of Horizon Lab Systems, LLC, a provider of laboratory information management systems in the toxicology, environmental, public health, and agricultural markets. This acquisition has been integrated into our Clinisys business and its results are reported in the Application Software reportable segment.

On April 6, 2022, Roper acquired the issued and outstanding shares of Common Cents Systems, Inc. (ApolloLIMS), a provider of laboratory information management systems in the toxicology and public health markets. This acquisition has been integrated into our Clinisys business and its results are reported in the Application Software reportable segment.

On June 27, 2022, Roper acquired the issued and outstanding shares of MGA Systems Holdings, Inc., a leading provider of purpose-built insurance software for managing general agents. This acquisition has been integrated into our Vertafore business and its results are reported in the Application Software reportable segment.

On August 19, 2022, Roper acquired substantially all of the assets of viDesktop Inc. (viGlobal), a leading provider of end-to-end human resources management software used for recruiting and integration, productivity management, resource allocation, performance management, and learning and development at professional services firms. This acquisition has been integrated into our Aderant business and its results are reported in the Application Software reportable segment.

During the third quarter of 2022, Roper acquired TIP Technologies, Inc. and Common Sense Solutions, Inc., which have been integrated into our Deltek business and their results are reported in the Application Software reportable segment.

The Company recorded \$ 361.5 in goodwill, \$ 9.5 assigned to trade names that are not subject to amortization, and \$ 239.3 of other identifiable intangibles in connection with these six acquisitions. The amortizable intangible assets include customer relationships of \$ 223.4 (18.2 year weighted average useful life) and technology of \$ 15.9 (4.9 year weighted average useful life).

(3) Discontinued Operations

The Company concluded that the 2021 Divestitures and the Indicor Transaction each represented a strategic shift that had a major effect on the Company's operations and financial results. Accordingly, the financial results related to the 2021 Divestitures and Indicor are reported in our Consolidated Financial Statements as discontinued operations for all periods presented.

The following of the 2021 Divestitures closed during the first quarter of 2022, as described below:

- On March 17, 2022, Roper closed on the divestiture of its TransCore business to an affiliate of Singapore Technologies Engineering Ltd, for approximately \$ 2,680 in cash. The sale resulted in a pretax gain of \$ 2,073.7 and income tax expense of \$ 550.5 , which are reported within "Gain on disposition of discontinued operations, net of tax" in our Consolidated Statement of Earnings for the year ended December 31, 2022. TransCore was previously included in the historical Network Software & Systems reportable segment.
- On January 5, 2022, Roper closed on the divestiture of its Zetec business to Eddyfi NDT Inc. for approximately \$ 350 in cash. The sale resulted in a pretax gain of \$ 255.3 and income tax expense of \$ 60.9 , which are reported within "Gain on disposition of discontinued operations, net of tax" in our Consolidated Statement of Earnings for the year ended December 31, 2022. Zetec was previously included in the historical Process Technologies reportable segment.

The following table summarizes the major classes of revenues and expenses constituting net earnings from discontinued operations attributable to the TransCore and Zetec businesses:

| | Year ended December 31, 2022 |
|---|------------------------------------|
| Net revenues | \$ 100.4 |
| Cost of sales | 71.2 |
| Gross profit | 29.2 |
| Selling, general and administrative expenses ⁽¹⁾ | 19.9 |
| Income from operations | 9.3 |
| Other income, net | 0.1 |
| Earnings before income taxes ⁽²⁾ | 9.4 |
| Income tax benefit | (6.2) |
| Earnings from discontinued operations, net of tax | 15.6 |
| Gain on disposition of discontinued operations, net of tax ⁽³⁾ | 1,717.5 |
| Net earnings from discontinued operations | \$ 1,733.1 |

⁽¹⁾ Includes stock-based compensation expense of \$ 0.9 for the year ended December 31, 2022. Stock-based compensation was previously reported as a component of unallocated corporate general and administrative expenses.

⁽²⁾ During the year ended December 31, 2022, there was no depreciation of property, plant and equipment or amortization of intangible assets given the asset classification as held for sale during the period.

⁽³⁾ Includes expense of \$ 4.5 associated with accelerated vesting of share-based awards for the year ended December 31, 2022.

Indicor – On November 22, 2022, Roper completed the divestiture of a majority 51 % stake in Indicor to CD&R for approximately \$ 2,604 in cash. The consideration was comprised of a cash distribution of approximately \$ 1,775 funded by third-party indebtedness incurred by Indicor and approximately \$ 829 related to the majority 51 % equity stake. The Company retained an initial 49 % minority equity interest in Indicor. The sale resulted in a pretax gain of \$ 2,046.0 , which included \$ 142.6 of foreign currency translation losses and \$ 535.0 associated with the initial remaining 49 % interest in Indicor (described further in Note 10). The Company recognized income tax expense of \$ 407.2 associated with the gain.

The following table summarizes the major classes of revenues and expenses constituting net earnings from discontinued operations attributable to Indicor:

| | Year ended December 31, | |
|---|-------------------------|------------|
| | 2023 | 2022 |
| Net revenues | \$ — | \$ 916.1 |
| Cost of sales | — | 432.1 |
| Gross profit | — | 484.0 |
| Selling, general and administrative expenses ⁽¹⁾ | 2.3 | 250.5 |
| Income (loss) from operations | (2.3) | 233.5 |
| Other expense, net | — | (0.7) |
| Earnings (loss) before income taxes ⁽²⁾ | (2.3) | 232.8 |
| Income taxes | 1.8 | 45.6 |
| Earnings (loss) from discontinued operations, net of tax | (4.1) | 187.2 |
| Gain on disposition of discontinued operations, net of tax | 19.9 ⁽³⁾ | 1,638.8 |
| Net earnings from discontinued operations | \$ 15.8 | \$ 1,826.0 |

⁽¹⁾ Certain costs previously reported as a component of unallocated corporate general and administrative expenses have been reclassified to discontinued operations. These costs primarily include stock-based compensation expense of \$ 10.3 for the year ended December 31, 2022.

⁽²⁾ Includes depreciation and amortization of \$ 6.4 for the year ended December 31, 2022.

⁽³⁾ Consists of adjustments subsequent to the sale primarily associated with income taxes.

(4) Inventories

The components of inventories at December 31 were as follows:

| | 2024 | 2023 |
|----------------------------|----------|----------|
| Raw materials and supplies | \$ 65.5 | \$ 57.6 |
| Work in process | 32.1 | 28.7 |
| Finished products | 34.4 | 41.8 |
| Inventory reserves | (11.2) | (9.5) |
| Inventories, net | \$ 120.8 | \$ 118.6 |

(5) Property, Plant and Equipment

The components of property, plant and equipment at December 31 were as follows:

| | 2024 | 2023 |
|--------------------------------------|-----------------|-----------------|
| Land | \$ 1.0 | \$ 1.0 |
| Buildings and leasehold improvements | 59.4 | 57.7 |
| Machinery and other equipment | 177.6 | 137.2 |
| Computer equipment | 114.1 | 116.4 |
| Software | 75.6 | 76.1 |
| Property, plant and equipment, gross | 427.7 | 388.4 |
| Accumulated depreciation | (278.0) | (268.8) |
| Property, plant and equipment, net | <u>\$ 149.7</u> | <u>\$ 119.6</u> |

Depreciation and amortization expense related to property, plant and equipment was \$ 37.1 , \$ 35.4 , and \$ 37.3 for the years ended December 31, 2024, 2023, and 2022, respectively.

(6) Goodwill and Other Intangible Assets

The carrying value of goodwill by segment was as follows:

| | Application Software | Network Software | Technology Enabled Products | Total |
|----------------------------------|-------------------------|---------------------|-----------------------------------|--------------------|
| Balances at December 31, 2022 | \$ 11,417.5 | \$ 3,598.3 | \$ 930.3 | \$ 15,946.1 |
| Goodwill acquired | 1,189.6 | — | — | 1,189.6 |
| Currency translation adjustments | 15.2 | 26.3 | 0.5 | 42.0 |
| Reclassifications and other | (58.9) | — | — | (58.9) |
| Balances at December 31, 2023 | <u>\$ 12,563.4</u> | <u>\$ 3,624.6</u> | <u>\$ 930.8</u> | <u>\$ 17,118.8</u> |
| Goodwill acquired | 2,167.6 | 87.8 | — | 2,255.4 |
| Currency translation adjustments | (11.0) | (6.0) | (1.9) | (18.9) |
| Reclassifications and other | (42.4) | — | — | (42.4) |
| Balances at December 31, 2024 | <u>\$ 14,677.6</u> | <u>\$ 3,706.4</u> | <u>\$ 928.9</u> | <u>\$ 19,312.9</u> |

Reclassifications and other during the year ended December 31, 2024 relates to purchase accounting adjustments for acquisitions and is composed primarily of measurement period adjustments of \$ 21.3 , \$ 13.7 , and \$ 11.3 to decrease goodwill and deferred tax liabilities in connection with the Procure, Transact, and Syntellis opening balance sheets, respectively.

Reclassifications and other during the year ended December 31, 2023 relates to purchase accounting adjustments for acquisitions and is composed primarily of measurement period adjustments of \$ 56.2 to decrease goodwill and deferred tax liabilities in connection with the Frontline opening balance sheet.

Other intangible assets were comprised of:

| | Cost | Accumulated amortization | Net book value |
|-------------------------------------|--------------------|-----------------------------|-------------------|
| Assets subject to amortization: | | | |
| Customer related intangibles | \$ 10,061.7 | \$ (3,000.5) | \$ 7,061.2 |
| Unpatented technology | 1,047.0 | (638.8) | 408.2 |
| Software | 149.2 | (143.4) | 5.8 |
| Patents and other protective rights | 10.3 | (1.4) | 8.9 |
| Assets not subject to amortization: | | | |
| Trade names | 728.0 | — | 728.0 |
| Balances at December 31, 2023 | <u>\$ 11,996.2</u> | <u>\$ (3,784.1)</u> | <u>\$ 8,212.1</u> |
| Assets subject to amortization: | | | |
| Customer related intangibles | \$ 11,303.7 | \$ (3,457.0) | \$ 7,846.7 |
| Unpatented technology | 851.7 | (454.7) | 397.0 |
| Patents and other protective rights | 9.2 | (1.9) | 7.3 |
| Assets not subject to amortization: | | | |
| Trade names | 808.6 | — | 808.6 |
| Balances at December 31, 2024 | <u>\$ 12,973.2</u> | <u>\$ (3,913.6)</u> | <u>\$ 9,059.6</u> |

Amortization expense of other intangible assets was \$ 745.2 , \$ 698.4 , and \$ 600.5 during the years ended December 31, 2024, 2023, and 2022, respectively. Amortization expense is expected to be \$ 762.0 in 2025, \$ 728.0 in 2026, \$ 694.0 in 2027, \$ 654.0 in 2028, and \$ 582.0 in 2029.

(7) Other Accrued Liabilities

Other accrued liabilities at December 31 were as follows:

| | 2024 | 2023 |
|-------------------------------|-----------------|-----------------|
| Interest | \$ 64.6 | \$ 33.6 |
| Customer deposits | 50.9 | 45.2 |
| Accrued dividends | 91.3 | 82.5 |
| Rebates | 92.2 | 81.2 |
| Operating lease liabilities | 46.2 | 43.3 |
| Sales and other taxes payable | 30.1 | 31.8 |
| Other | 170.9 | 128.9 |
| Other accrued liabilities | <u>\$ 546.2</u> | <u>\$ 446.5</u> |

(8) Income Taxes

Earnings before income taxes for the years ended December 31, 2024, 2023, and 2022 consisted of the following components:

| | 2024 | 2023 | 2022 |
|------------------------------|-------------------|-------------------|-------------------|
| United States | \$ 1,701.7 | \$ 1,480.3 | \$ 1,026.4 |
| Other | 265.5 | 262.8 | 255.6 |
| Earnings before income taxes | <u>\$ 1,967.2</u> | <u>\$ 1,743.1</u> | <u>\$ 1,282.0</u> |

Components of income tax expense for the years ended December 31, 2024, 2023, and 2022 were as follows:

| | 2024 | 2023 | 2022 |
|--------------------|-----------------|-----------------|-----------------|
| Current: | | | |
| Federal | \$ 317.8 | \$ 352.6 | \$ 322.9 |
| State | 101.7 | 80.7 | 80.8 |
| Foreign | 78.0 | 69.9 | 65.9 |
| Deferred: | | | |
| Federal | (42.8) | (94.1) | (136.9) |
| State | (15.9) | (27.7) | (31.1) |
| Foreign | (20.9) | (6.7) | (5.2) |
| Income tax expense | <u>\$ 417.9</u> | <u>\$ 374.7</u> | <u>\$ 296.4</u> |

Reconciliations between the U.S. federal statutory income tax rate and the effective income tax rate for the years ended December 31, 2024, 2023, and 2022 were as follows:

| | 2024 | 2023 | 2022 |
|-------------------------------------|---------------|---------------|---------------|
| Federal statutory tax rate | 21.0 % | 21.0 % | 21.0 % |
| Foreign operations, net | 0.6 | 0.5 | 0.8 |
| R&D tax credits | (2.0) | (1.9) | (3.0) |
| State taxes, net of federal benefit | 3.6 | 3.5 | 3.7 |
| Stock-based compensation | (1.0) | (1.5) | (1.0) |
| Changes in valuation allowances | (1.4) | (0.4) | — |
| Legal entity restructuring | — | — | 0.8 |
| Other, net | 0.4 | 0.3 | 0.8 |
| Effective tax rate | <u>21.2 %</u> | <u>21.5 %</u> | <u>23.1 %</u> |

The deferred income tax balance sheet accounts arise from temporary differences between the amount of assets and liabilities recognized for financial reporting and tax purposes.

Components of deferred tax assets and liabilities at December 31 were as follows:

| | 2024 | 2023 |
|--|-------------------|-------------------|
| Deferred tax assets: | | |
| Reserves and accrued expenses | \$ 243.6 | \$ 223.2 |
| Net operating loss carryforwards | 94.6 | 80.2 |
| R&D credits | 12.6 | 7.6 |
| Capitalized R&D expenditures | 271.1 | 178.7 |
| Interest expense limitation carryforwards | 49.3 | 31.0 |
| Lease liabilities | 50.8 | 47.1 |
| Valuation allowances | (8.9) | (34.8) |
| Total deferred tax assets | <u>\$ 713.1</u> | <u>\$ 533.0</u> |
| Deferred tax liabilities: | | |
| Reserves and accrued expenses | \$ 13.1 | \$ 10.8 |
| Amortizable intangible assets | 1,985.2 | 1,752.8 |
| Plant and equipment | 11.8 | 7.5 |
| Accrued tax on unremitted foreign earnings | 9.7 | 8.8 |
| Right-of-use assets | 48.7 | 44.7 |
| Outside basis difference in Indicor | 221.1 | 189.3 |
| Total deferred tax liabilities | <u>\$ 2,289.6</u> | <u>\$ 2,013.9</u> |

As of December 31, 2024, the Company has \$ 51.2 of tax-effected U.S. federal net operating loss carryforwards and \$ 44.5 of tax-effected state net operating loss carryforwards without regard for federal benefit of state. The majority of the net operating loss carryforwards are subject to limitation under the Internal Revenue Code of 1986, as amended ("IRC") Section 382. As of December 31, 2024, the Company has \$ 8.2 of tax-effected foreign net operating loss carryforwards, certain of which are subject to limitation. Additionally, as of December 31, 2024, the Company has \$ 49.3 of IRC Section 163(j) interest expense limitation carryforwards which have an indefinite carryforward period.

As of December 31, 2024, the Company has a \$ 271.1 deferred tax asset related to taxpayer requirements to capitalize and amortize research and development ("R&D") expenditures under IRC Section 174. The Company amortizes these costs for tax purposes over five years if the R&D was performed in the U.S. and over 15 years if the R&D was performed outside of the U.S.

The Company has a deferred tax liability of \$ 221.1 in outside basis difference as of December 31, 2024 associated with the retained minority equity interest in Indicor. See Note 10 for additional information on this minority equity interest.

As of December 31, 2024, the Company determined that total valuation allowances of \$ 8.9 were necessary to reduce U.S. federal and state deferred tax assets by \$ 5.1 and foreign deferred tax assets by \$ 3.8 , where it was more likely than not that all such deferred tax assets will not be realized. During 2024, the Company's net decrease in total valuation allowances was \$ 25.9 . As of December 31, 2024, the Company believes it is more likely than not that the remaining net deferred tax assets will be realized based on the Company's estimate of future taxable income and any applicable tax planning strategies within various tax jurisdictions.

The Company recognizes in the Consolidated Financial Statements only those tax positions determined to be "more likely than not" of being sustained upon examination based on the technical merits of the positions.

Reconciliations of the beginning and ending amounts of unrecognized tax benefits are as follows:

| | 2024 | 2023 | 2022 |
|---|---------|---------|----------|
| Beginning balances | \$ 35.6 | \$ 29.0 | \$ 40.5 |
| Additions for tax positions of prior periods | 1.2 | 4.3 | — |
| Additions for tax positions of the current period | 0.9 | 4.3 | 2.3 |
| Reductions for tax positions of prior periods | (3.5) | — | (11.2) |
| Reductions attributable to lapses of applicable statutes of limitations | (5.1) | (2.0) | (2.6) |
| Reductions attributable to settlements with taxing authorities | (1.2) | — | — |
| Ending balances | \$ 27.9 | \$ 35.6 | \$ 29.0 |

As of December 31, 2024, the total amount of unrecognized tax benefits that, if recognized, would impact the effective tax rate is \$ 27.9 . Interest and penalties related to unrecognized tax benefits were \$ 1.2 in 2024 and are classified as a component of income tax expense. Accrued interest and penalties were \$ 7.8 at December 31, 2024 and \$ 6.6 at December 31, 2023. During the next twelve months, it is reasonably possible that the unrecognized tax benefits may decrease by a net amount of \$ 8.7 , mainly due to anticipated statute of limitations lapses in various jurisdictions.

The Company and its subsidiaries are subject to examinations for U.S. federal income tax as well as income tax in various state, city, and foreign jurisdictions. The Company's federal income tax returns for 2021 through the current period remain open to examination and the relevant state, city, and foreign statutes vary. The Company does not expect the assessment of any significant additional tax in excess of amounts reserved.

The Company intends to distribute all historical unremitted foreign earnings up to the amount of excess foreign cash, as well as all future foreign earnings that can be repatriated without incremental U.S. federal tax cost. Any remaining outside basis differences relating to the Company's investment in foreign subsidiaries are not expected to be material and will be reinvested indefinitely.

(9) Long-Term Debt

On July 21, 2022, the Company entered into a five-year unsecured credit facility (the "Credit Agreement") among Roper, the financial institutions from time to time party thereto, JPMorgan Chase Bank, N.A., as administrative agent, Bank of America, N.A. and Wells Fargo Bank, N.A., as syndication agents, and Mizuho Bank, Ltd., MUFG Bank, Ltd., PNC Bank, National

Association, TD Bank, N.A., Truist Bank, and U.S. Bank, National Association, as documentation agents, which replaced the previous \$ 3,000.0 unsecured credit facility, dated as of September 2, 2020, as amended. The Credit Agreement comprises a five-year \$ 3,500.0 revolving credit facility, which includes availability of up to \$ 150.0 for letters of credit. The Company may also, subject to compliance with specified conditions, request additional term loans or revolving credit commitments in an aggregate amount not to exceed \$ 500.0 .

Loans under the Credit Agreement can be borrowed as term Secured Overnight Financing Rate ("SOFR") loans or Alternate Base Rate ("ABR") Loans, at the Company's option. Each term SOFR loan will bear interest at a rate per annum equal to the applicable Adjusted Term SOFR rate plus a spread ranging from 0.795 % to 1.300 %, as determined by the Company's senior unsecured long-term debt rating at such time. Based on the Company's current rating, the spread for SOFR loans would be 0.910 %. Each ABR Loan will bear interest at a rate per annum equal to the Alternate Base Rate plus a spread ranging from 0.000 % to 0.300 %, as determined by the Company's senior unsecured long-term debt rating at such time. Based on the Company's current rating, the spread for ABR Loans would be 0.000 %.

Amounts outstanding under the Credit Agreement may be accelerated upon the occurrence of customary events of default. The Credit Agreement requires the Company to maintain a Total Debt to Total Capital Ratio of 0.65 to 1.00, or less. Borrowings under the Credit Agreement are prepayable at Roper's option at any time in whole or in part without premium or penalty.

At December 31, 2024 and 2023, there were \$ 125.0 and \$ 360.0 of borrowings outstanding under the Credit Agreement, respectively. The Company was in compliance with its debt covenants throughout the years ended December 31, 2024 and 2023.

On August 21, 2024, the Company completed a public offering of \$ 500.0 aggregate principal amount of 4.50 % senior unsecured notes due October 15, 2029 ("2029 Notes"), \$ 500.0 aggregate principal amount of 4.75 % senior unsecured notes due February 15, 2032 ("2032 Notes"), and \$ 1,000.0 aggregate principal amount 4.90 % senior unsecured notes due October 15, 2034 ("2034 Notes" and, collectively with the 2029 Notes and 2032 Notes, the "Notes").

Each series of Notes bears interest at a fixed rate. Interest on the 2029 Notes and 2034 Notes is payable semi-annually in arrears on April 15 and October 15 of each year, beginning April 15, 2025. Interest on the 2032 Notes is payable semi-annually in arrears on February 15 and August 15 of each year, beginning February 15, 2025. The net proceeds were used to repay a portion of the borrowings outstanding under our unsecured credit facility, including borrowings incurred on August 20, 2024 to fund the purchase price of the Transact acquisition, as well as to repay a portion of the senior notes due September 15, 2024.

On June 22, 2020, the Company completed a public offering of \$ 600.0 aggregate principal amount of 2.00 % senior unsecured notes due June 30, 2030 ("2030 Notes"). The 2030 Notes bear interest at a fixed rate, payable semi-annually in arrears on June 30 and December 30 of each year, beginning December 30, 2020. The net proceeds were used for general corporate purposes, including acquisitions.

On September 1, 2020, the Company completed a public offering of \$ 300.0 aggregate principal amount of 0.45 % fixed-rate senior unsecured notes due August 15, 2022, \$ 700.0 aggregate principal amount of 1.00 % senior unsecured notes due September 15, 2025 ("2025 Notes"), \$ 700.0 aggregate principal amount of 1.40 % senior unsecured notes due September 15, 2027 ("2027 Notes"), and \$ 1,000.0 aggregate principal amount of 1.75 % senior unsecured notes due February 15, 2031 ("2031 Notes"). The 2031 Notes bear interest at a fixed rate, payable semi-annually in arrears on February 15 and August 15 of each year, beginning February 15, 2021. The 2025 Notes and 2027 Notes bear interest at a fixed rate, payable semi-annually in arrears on March 15 and September 15 of each year, beginning March 15, 2021. The net proceeds, together with cash on hand and borrowings under the credit agreement in place at the time, were used to fund the purchase price of the acquisition of Vertafore, Inc. and related costs.

On August 26, 2019, the Company completed a public offering of \$ 500.0 aggregate principal amount of 2.35 % fixed-rate senior unsecured notes due September 15, 2024 and \$ 700.0 aggregate principal amount of 2.95 % senior unsecured notes due September 15, 2029 ("Existing 2029 Notes"). The Existing 2029 Notes bear interest at a fixed rate, payable semi-annually in arrears on March 15 and September 15 of each year, beginning March 15, 2020. The net proceeds were used to fund a portion of the purchase of iPipeline Holdings, Inc.

On August 28, 2018, the Company completed a public offering of \$ 700.0 aggregate principal amount of 3.65 % fixed-rate senior unsecured notes due September 15, 2023 and \$ 800.0 aggregate principal amount of 4.20 % senior unsecured notes due September 15, 2028 ("2028 Notes"). The 2028 Notes bear interest at a fixed rate, payable semi-annually in arrears on March 15 and September 15 of each year, beginning March 15, 2019.

On December 19, 2016, the Company completed a public offering of \$ 700.0 aggregate principal amount of 3.80 % senior unsecured notes due December 15, 2026. The notes bear interest at a fixed rate, payable semi-annually in arrears on June 15 and December 15 of each year, beginning June 15, 2017.

On December 7, 2015, the Company completed a public offering of \$ 300.0 aggregate principal amount of 3.85 % senior unsecured notes due December 15, 2025. The notes bear interest at a fixed rate, payable semi-annually in arrears on June 15 and December 15 of each year, beginning June 15, 2016.

On November 21, 2012, the Company completed a public offering of \$ 500.0 aggregate principal amount of 3.125 % fixed-rate senior unsecured notes due November 15, 2022.

Roper may redeem some or all of each outstanding series of notes at any time or from time to time, at 100 % of their principal amount, plus a make-whole premium based on a spread to U.S. Treasury securities. Roper is also entitled to redeem each outstanding series of notes at 100 % of their principal amount plus accrued and unpaid interest, on or after applicable dates in advance of maturity.

On September 15, 2024, \$ 500.0 of 2.35 % senior notes due 2024 were repaid at maturity using borrowings under our unsecured credit facility as well as a portion of the net proceeds from the issuance of the Notes.

On September 15, 2023, \$ 700.0 of 3.65 % senior notes due 2023 were repaid at maturity using borrowings under our unsecured credit facility.

On August 15, 2022, \$ 500.0 of 3.125 % senior notes due 2022 were redeemed using cash flows generated from operations.

On August 15, 2022, \$ 300.0 of 0.45 % senior notes due 2022 were repaid at maturity using cash flows generated from operations.

The Company's senior notes are unsecured senior obligations of the Company and rank equally in right of payment with all of Roper's existing and future unsecured and unsubordinated indebtedness. The notes are effectively subordinated to any of its existing and future secured indebtedness to the extent of the value of the collateral securing such indebtedness. The notes are not guaranteed by any of Roper's subsidiaries and are effectively subordinated to all existing and future indebtedness and other liabilities of Roper's subsidiaries.

Total debt at December 31 consisted of the following:

| | 2024 | 2023 |
|--|-------------|------------|
| Unsecured revolving credit facility | \$ 125.0 | \$ 360.0 |
| \$ 500 2.350 % senior notes due 2024 | — | 500.0 |
| \$ 300 3.850 % senior notes due 2025 | 300.0 | 300.0 |
| \$ 700 1.000 % senior notes due 2025 | 700.0 | 700.0 |
| \$ 700 3.800 % senior notes due 2026 | 700.0 | 700.0 |
| \$ 700 1.400 % senior notes due 2027 | 700.0 | 700.0 |
| \$ 800 4.200 % senior notes due 2028 | 800.0 | 800.0 |
| \$ 500 4.500 % senior notes due 2029 | 500.0 | — |
| \$ 700 2.950 % senior notes due 2029 | 700.0 | 700.0 |
| \$ 600 2.000 % senior notes due 2030 | 600.0 | 600.0 |
| \$ 1,000 1.750 % senior notes due 2031 | 1,000.0 | 1,000.0 |
| \$ 500 4.750 % senior notes due 2032 | 500.0 | — |
| \$ 1,000 4.900 % senior notes due 2034 | 1,000.0 | — |
| Other | 44.2 | 0.2 |
| Less: Deferred financing costs | (46.2) | (30.1) |
| Total debt, net of deferred financing costs | 7,623.0 | 6,330.1 |
| Less: Current portion, net of deferred financing costs | (1,043.1) | (499.5) |
| Long-term debt, net of deferred financing costs | \$ 6,579.9 | \$ 5,830.6 |

The interest rate on borrowings under the unsecured credit facility is calculated based upon various recognized indices plus a margin as defined in the Credit Agreement. At December 31, 2024, Roper had \$ 44.2 of other debt in the form of short-term borrowings and finance leases as well as \$ 6.8 of outstanding letters of credit.

Future maturities of total debt during each of the next five years ending December 31 and thereafter are as follows:

| | | |
|------------|----|---------|
| 2025 | \$ | 1,044.1 |
| 2026 | | 700.1 |
| 2027 | | 825.0 |
| 2028 | | 800.0 |
| 2029 | | 1,200.0 |
| Thereafter | | 3,100.0 |
| Total debt | \$ | 7,669.2 |

(10) Fair Value

Financial assets and liabilities are valued using market prices on active markets (Level 1), less active markets (Level 2), and little or no market activity (Level 3). Level 1 instrument valuations are obtained from real-time quotes for transactions in active exchange markets involving identical assets. Level 2 instrument valuations are obtained from readily available pricing sources for comparable instruments, identical instruments in less active markets, or models using market observable inputs. Level 3 instrument valuations typically reflect management's estimate of assumptions that market participants would use in pricing the asset or liability.

Debt – As of December 31, 2024 and 2023, the total estimated fair value of Roper's fixed-rate senior notes was \$ 7,005.2 and \$ 5,516.3 , respectively. The fair values of the senior notes are based on the trading prices of each series of notes, which the Company has determined to be Level 2 in the FASB fair value hierarchy.

Indicor Investment – In connection with the Indicor Transaction, the Company initially retained a 49 % equity interest in Indicor valued at \$ 535.0 as of the transaction close date. This initial valuation was based on the implied equity value associated with the sale price of the 51 % equity interest in Indicor to CD&R for approximately \$ 829 , inclusive of the Unit Adjustment received by CD&R as discussed below. During 2023, we revised our valuation methodology to utilize the market multiple approach consisting of comparable guideline public companies revenue and earnings multiples to estimate the fair value of this investment, net of the Unit Adjustment discussed below. Our valuation methodology was updated in 2023 given the passage of time since the transaction date and in consideration of observable market data, including Indicor's divestiture of its CCC business unit to Honeywell International Inc. on June 30, 2023 for approximately \$ 670 .

As part of this investment, Roper is required to make quarterly payments ("Unit Adjustment"), to CD&R, either (i) in cash, with total payments of approximately \$ 29 per year on a pretax basis, or (ii) in-kind through the transfer of Roper's equity interests in Indicor to CD&R, of approximately 1.7 % ownership interest on an annual basis. Roper intends to continue making these quarterly payments in-kind. Roper's valuation of the Unit Adjustment is based on an expected investment horizon of 5 years from the date of the Indicor Transaction. The Company's obligation to make such quarterly payments will cease upon the earlier of:

- Indicor achieving \$ 425.0 of earnings before interest, taxes, depreciation, and amortization in any three twelve-month periods, whether or not consecutive; or
- Upon the initial public offering of Indicor.

In the event of a sale of Indicor, CD&R would be entitled to a liquidation preference equal to its initial investment of approximately \$ 829 , plus any Unit Adjustment paid in-kind. Management's valuation assumes the expected exit of the Indicor investment is an initial public offering which is not subject to the liquidation preference. Roper's approval is required prior to a sale of Indicor for a value that would trigger the liquidation preference.

The assessment of fair value for this equity investment requires significant judgments to be made by management. Although our assumptions are considered reasonable and are consistent with the plans and estimates, there is significant judgment applied to determine fair value. Changes in estimates or the application of alternative assumptions could produce significantly different results. The fair value of the investment reflects management's estimate of assumptions that market participants would use in pricing the equity interest, which the Company has determined to be Level 3 in the FASB fair value hierarchy.

The following table provides a reconciliation of the fair value for our equity investment in Indicor measured using Level 3 inputs:

| | Year ended December 31, | |
|----------------------|-------------------------|-----------------|
| | 2024 | 2023 |
| Beginning balance | \$ 675.9 | \$ 535.0 |
| Change in fair value | 96.4 | 140.9 |
| Ending balance | <u>\$ 772.3</u> | <u>\$ 675.9</u> |

The Company received dividend distributions from Indicor of \$ 10.8 and \$ 32.5 during the years ended December 31, 2024 and 2023, respectively, which are reported within "Equity investments gain, net" in our Consolidated Statements of Earnings. These dividend distributions were intended to offset certain cash taxes payable associated with Roper's ownership stake and were contemplated in the determination of the fair value for the equity investment in Indicor.

(11) Retirement and Other Benefit Plans

Roper maintains three defined contribution retirement plans under the provisions of Section 401(k) of the IRC covering substantially all U.S. employees. Roper partially matches employee contributions. Costs related to all such plans were \$ 44.2 , \$ 39.1 , and \$ 34.1 for 2024, 2023, and 2022, respectively.

(12) Stock-Based Compensation

The Roper Technologies, Inc. 2021 Incentive Plan ("2021 Plan") is a stock-based compensation plan used to grant incentive stock options, nonqualified stock options, restricted stock and restricted stock units (collectively "restricted stock awards"), stock appreciation rights, or equivalent instruments to Roper's employees, officers, directors, and consultants. The 2021 Plan was approved by shareholders at the Annual Meeting of Shareholders on June 14, 2021. The 2021 Plan replaces the Roper Technologies, Inc. 2016 Incentive Plan, as amended ("2016 Plan"), and no additional grants will be made from the 2016 Plan. At December 31, 2024, 5,902 shares were available to grant under the 2021 Plan.

Under the Roper Technologies, Inc. Employee Stock Purchase Plan, as amended and restated ("ESPP"), employees in the U.S. and Canada are allowed to designate up to 10 % of eligible earnings to purchase Roper's common stock at a 10 % discount on the lower of the closing price of the stock on the first and last day of each quarterly offering period. Common stock sold to employees pursuant to the ESPP may be either treasury stock, stock purchased on the open market, or newly issued shares.

Stock-based compensation expense is not allocated to our reportable segments, which are described further in Note 14. Stock-based compensation expense for the years ended December 31, 2024, 2023, and 2022, included as a component of "Selling, general and administrative expenses," was as follows:

| | 2024 | 2023 | 2022 |
|--|----------|----------|----------|
| Stock-based compensation | \$ 145.9 | \$ 123.5 | \$ 117.8 |
| Tax benefit recognized in net earnings | \$ 24.8 | \$ 20.4 | \$ 18.6 |

Stock Options – Stock options are granted at prices not less than 100 % of market value of the underlying stock at the date of grant. Stock options typically vest over a period of three years from the grant date and expire 10 years after the grant date. The Company recorded \$ 37.6 , \$ 38.0 , and \$ 38.1 of compensation expense relating to outstanding options during 2024, 2023, and 2022, respectively, as a component of corporate general and administrative expenses.

The Company estimates the fair value of its option awards using the Black-Scholes option valuation model. The stock volatility for each grant is measured using the weighted average of historical daily price changes of the Company's common stock over the most recent period equal to the expected life of the grant. The expected term of options granted is derived from historical data to estimate option exercises and employee forfeitures, and represents the period of time that options granted are expected to be outstanding. The risk-free rate is based on the U.S. Treasury yield curve in effect at the time of grant for the expected life of the option.

The weighted-average fair value of options granted in 2024, 2023, and 2022 were calculated using the following weighted average assumptions:

| | 2024 | 2023 | 2022 |
|----------------------------------|--------|--------|--------|
| Weighted-average fair value (\$) | 173.21 | 130.23 | 116.55 |
| Risk-free interest rate (%) | 4.15 | 3.76 | 2.19 |
| Expected option life (years) | 5.73 | 5.61 | 5.63 |
| Expected volatility (%) | 25.54 | 26.05 | 24.59 |
| Expected dividend yield (%) | 0.51 | 0.63 | 0.55 |

The following table summarizes stock option activities, with respect to the Company's share-based compensation plans, for the years ended December 31, 2024 and 2023:

| | Number of options | Weighted- average exercise price | Weighted-average remaining contractual term (years) | Aggregate intrinsic value |
|----------------------------------|----------------------|--|---|------------------------------|
| Outstanding at December 31, 2022 | 2.985 | \$ 312.34 | | |
| Granted | 0.383 | \$ 432.77 | | |
| Exercised | (0.593) | \$ 246.77 | | |
| Canceled | (0.087) | \$ 425.80 | | |
| Outstanding at December 31, 2023 | 2.688 | \$ 340.89 | 6.00 | \$ 549.1 |
| Granted | 0.286 | \$ 553.79 | | |
| Exercised | (0.422) | \$ 298.04 | | |
| Canceled | (0.072) | \$ 468.72 | | |
| Outstanding at December 31, 2024 | 2.480 | \$ 368.57 | 5.37 | \$ 384.4 |
| Exercisable at December 31, 2024 | 1.688 | \$ 316.77 | 4.03 | \$ 342.9 |

At December 31, 2024, there was \$ 55.3 of total unrecognized compensation expense related to nonvested options granted under the Company's stock-based compensation plans. That cost is expected to be recognized over a weighted average period of 1.94 years. The total intrinsic value of options exercised in 2024, 2023, and 2022 was \$ 108.9 , \$ 133.7 , and \$ 92.7 , respectively. Cash received from option exercises under all plans in 2024, 2023, and 2022 was \$ 125.7 , \$ 146.5 , and \$ 110.0 , respectively.

Restricted Stock Awards – During 2024 and 2023, the Company granted 0.402 and 0.280 shares, respectively, of restricted stock awards to certain employee and director participants under its compensation plans. These awards were granted at the fair market value of the share on the date of grant. Restricted stock awards granted generally vest over a period of one to five years . The Company recorded \$ 105.7 , \$ 83.3 , and \$ 77.6 of compensation expense related to outstanding shares of restricted stock awards held by employees and directors during 2024, 2023, and 2022, respectively.

During 2024, the Company revised its equity compensation strategy to more closely align long-term management incentives with its strategic objective to deliver and sustain higher levels of organic growth. Accordingly, the total number of restricted stock awards granted during 2024 increased as compared to 2023 due primarily to the adoption of a supplemental performance-based equity compensation program for the Company's business unit leadership teams under which 0.137 incremental three-year performance-based restricted stock awards were granted.

In connection with the revised compensation strategy noted above, certain members of the Roper senior leadership team were granted 0.072 performance-based restricted stock awards during 2024, that include the ability to earn up to 200 % of the number of restricted stock awards originally granted contingent upon Roper's performance over a three-year period, subject to a market modifier based on the Company's ranking of total shareholder return relative to the other companies within the Standard & Poor's 500 Stock Index. Comparably, during 2023, 0.074 performance-based restricted stock awards were granted to certain members of Roper's senior leadership team which did not contain a market modifier and do not have the ability to vest beyond 100 % of the original shares granted.

Due to the extent of performance required by the vesting conditions noted above, these awards are not expected to materially increase stock-based compensation expense relative to the Company's financial performance.

The Company uses a Monte Carlo simulation model to estimate the fair value of its performance-based restricted stock awards subject to a market modifier. The expected volatility is measured using daily logarithmic changes in the Company's historical stock prices over the most recent period equal to the expected term. The expected term is the term remaining from the grant date to the end of the performance period. The risk-free interest rate is based on the U.S. Treasury yield curve in effect at the time of grant for the expected term. The fair value of performance-based restricted stock awards subject to a market modifier granted in 2024 was determined using the following weighted average assumptions:

| | 2024 |
|---|-------------|
| Weighted-average grant date fair value (\$) | 563.00 |
| Risk-free interest rate (%) | 4.30 |
| Expected term (years) | 2.80 |
| Expected volatility (%) | 20.12 |
| Expected dividend yield (%) | 0.50 |

The following table summarizes the Company's restricted stock award activity during 2024 and 2023:

| | Number of shares | Weighted-average grant date fair value |
|--------------------------------|-------------------------|---|
| Nonvested at December 31, 2022 | 0.445 | \$ 416.00 |
| Granted | 0.280 | \$ 439.72 |
| Vested | (0.202) | \$ 406.36 |
| Forfeited | (0.083) | \$ 434.87 |
| Nonvested at December 31, 2023 | 0.440 | \$ 431.96 |
| Granted | 0.402 | \$ 552.94 |
| Vested | (0.229) | \$ 445.87 |
| Forfeited | (0.058) | \$ 522.46 |
| Nonvested at December 31, 2024 | 0.555 | \$ 515.77 |

At December 31, 2024, there was \$ 113.8 of total unrecognized compensation expense related to nonvested restricted stock awards granted to both employees and directors under the Company's compensation plans. That cost is expected to be recognized over a weighted average period of 1.75 years. The total grant date fair value of restricted stock awards vested during 2024, 2023, and 2022 was \$ 102.2 , \$ 82.2 , and \$ 98.1 , respectively.

Employee Stock Purchase Plan – During 2024, 2023, and 2022, participants of the ESPP purchased 0.038 , 0.038 , and 0.039 shares, respectively, of Roper's common stock for total consideration of \$ 18.5 , \$ 15.5 , and \$ 14.3 , respectively. All of these shares were purchased from Roper's treasury shares.

(13) Contingencies

Roper, in the ordinary course of business, is party to various pending or threatened legal actions, including product liability, intellectual property, antitrust, data privacy, and employment practices that, in general, are of a nature consistent with those over the past several years. After analyzing the Company's contingent liabilities on a gross basis and, based upon past experience with resolution of such legal claims and the availability and limits of the primary, excess, and umbrella liability insurance coverages with respect to pending claims, management believes that adequate provision has been made to cover any potential liability not covered by insurance, and that the ultimate liability, if any, arising from these actions should not have a material adverse effect on Roper's consolidated financial position, results of operations, or cash flows. However, no assurances can be given in this regard.

Roper's subsidiary, PowerPlan, Inc. ("PowerPlan"), was a defendant in an action that was pending in the U.S. District Court for the Northern District of Georgia (Lucasys Inc. v. PowerPlan, Inc., Case 1:20-cv-02987-AT) in which the plaintiff, a firm started

by former PowerPlan employees, alleged PowerPlan had engaged in, among other things, anticompetitive practices in violation of federal antitrust law which impacted the plaintiff's ability to commercialize its software and services offerings. In January 2025, PowerPlan and the plaintiff agreed to settle the matter and such was fully concluded and cash settled in January 2025 for \$ 24.0 on a pretax basis (\$ 17.7 after taxes).

As of December 31, 2024, Roper had \$ 6.8 of outstanding letters of credit issued to guarantee its performance under certain services contracts or to support certain insurance programs and \$ 49.6 of outstanding surety bonds. Certain contracts require Roper to provide a surety bond as a guarantee of its performance of contractual obligations.

(14) Segment and Geographic Area Information

Our businesses are reported in three segments classified based on business model and delivery of performance obligations. The segments are: Application Software, Network Software, and Technology Enabled Products. The three reportable segments are as follows:

–**Application Software**—Aderant, Clinisys, Data Innovations, Deltek, Frontline, IntelliTrans, PowerPlan, Procure, Strata, Transact/CBORD, Vertafore

–**Network Software**—ConstructConnect, DAT, Foundry, iPipeline, iTradeNetwork, Loadlink, MHA, SHP, SoftWriters

–**Technology Enabled Products**—CIVCO Medical Solutions, FMI, Inovonics, IPA, Neptune, Northern Digital, rf IDEAS, Verathon

The Company's chief operating decision maker ("CODM") is a group that consists of the chief executive officer and the Board of Directors. The CODM uses operating profit to measure segment performance to evaluate resource allocation, primarily related to capital deployment towards business acquisitions, as such decisions are made by our chief executive officer and board of directors collectively.

There were no material transactions between Roper's reportable segments during 2024, 2023, and 2022. Operating profit by reportable segment is defined as net revenues less operating costs and expenses. These costs and expenses do not include unallocated corporate general and administrative expenses or enterprise-wide stock-based compensation. Items below "Income from operations" in Roper's Consolidated Statements of Earnings are not allocated to reportable segments.

Corporate assets are principally comprised of cash and cash equivalents, income taxes receivable, deferred tax assets, deferred compensation assets, equity investments, and property and equipment.

Selected financial information by reportable segment for 2024, 2023, and 2022 was as follows:

| | Application Software | Network Software | Technology Enabled Products | Corporate | Total |
|--|-------------------------|---------------------|-----------------------------------|--------------|-------------|
| 2024 | | | | | |
| Net revenues | \$ 3,868.3 | \$ 1,475.6 | \$ 1,695.3 | \$ — | \$ 7,039.2 |
| Cost of sales | 1,220.7 | 220.8 | 719.4 | — | 2,160.9 |
| Selling, general and administrative expenses | 1,624.2 | 588.3 | 401.6 | 267.4 | 2,881.5 |
| Operating profit | \$ 1,023.4 | \$ 666.5 | \$ 574.3 | \$ (267.4) | \$ 1,996.8 |
| Depreciation and other amortization expense | \$ 628.8 | \$ 161.0 | \$ 21.7 | \$ 1.3 | \$ 812.8 |
| Total assets | \$ 23,600.9 | \$ 5,348.0 | \$ 1,498.1 | \$ 887.7 | \$ 31,334.7 |
| Capital expenditures | \$ 17.8 | \$ 4.8 | \$ 11.7 | \$ 31.7 | \$ 66.0 |
| Capitalized software expenditures | \$ 43.7 | \$ 1.3 | \$ — | \$ — | \$ 45.0 |
| 2023 | | | | | |
| Net revenues | \$ 3,186.9 | \$ 1,439.4 | \$ 1,551.5 | \$ — | \$ 6,177.8 |
| Cost of sales | 991.1 | 213.8 | 665.7 | — | 1,870.6 |
| Selling, general and administrative expenses | 1,375.0 | 593.2 | 367.1 | 226.7 | 2,562.0 |
| Operating profit | \$ 820.8 | \$ 632.4 | \$ 518.7 | \$ (226.7) | \$ 1,745.2 |
| Depreciation and other amortization expense | \$ 563.0 | \$ 162.5 | \$ 29.1 | \$ 0.6 | \$ 755.2 |
| Total assets | \$ 20,350.9 | \$ 5,363.8 | \$ 1,485.6 | \$ 967.2 | \$ 28,167.5 |
| Capital expenditures | \$ 20.1 | \$ 6.4 | \$ 13.8 | \$ 27.7 | \$ 68.0 |
| Capitalized software expenditures | \$ 39.5 | \$ 0.5 | \$ — | \$ — | \$ 40.0 |
| 2022 | | | | | |
| Net revenues | \$ 2,639.5 | \$ 1,378.5 | \$ 1,353.8 | \$ — | \$ 5,371.8 |
| Cost of sales | 823.2 | 212.9 | 582.9 | — | 1,619.0 |
| Selling, general and administrative expenses | 1,102.3 | 595.0 | 321.8 | 209.2 | 2,228.3 |
| Operating profit | \$ 714.0 | \$ 570.6 | \$ 449.1 | \$ (209.2) | \$ 1,524.5 |
| Depreciation and other amortization expense | \$ 455.8 | \$ 164.2 | \$ 29.8 | \$ 0.3 | \$ 650.1 |
| Total assets | \$ 18,723.3 | \$ 5,467.4 | \$ 1,502.7 | \$ 1,287.4 | \$ 26,980.8 |
| Capital expenditures | \$ 20.7 | \$ 8.8 | \$ 9.2 | \$ 1.4 | \$ 40.1 |
| Capitalized software expenditures | \$ 28.5 | \$ 1.7 | \$ — | \$ — | \$ 30.2 |

Summarized long-lived assets information for Roper's U.S. and foreign operations (principally in Canada, Europe, and Asia) for 2024, 2023, and 2022 was as follows:

| | 2024 | 2023 | 2022 |
|-------------------------|-----------------|-----------------|-----------------|
| United States | \$ 303.4 | \$ 251.1 | \$ 196.5 |
| Non-U.S. | 23.9 | 20.1 | 17.1 |
| Total long-lived assets | <u>\$ 327.3</u> | <u>\$ 271.2</u> | <u>\$ 213.6</u> |

Sales to customers outside of the U.S. accounted for a significant portion of Roper's net revenues. Sales are attributed to geographic areas based upon the location where the product is ultimately delivered. Roper's net revenues for the years ended December 31, 2024, 2023, and 2022 are shown below by region, except for the U.S. and Canada, which are presented separately:

| | 2024 | 2023 | 2022 |
|--------------------|------------|------------|------------|
| United States | \$ 6,063.3 | \$ 5,304.4 | \$ 4,565.3 |
| Canada | 288.3 | 254.6 | 222.3 |
| Europe | 495.1 | 453.2 | 424.6 |
| Asia | 74.1 | 75.1 | 73.3 |
| Rest of the world | 118.4 | 90.5 | 86.3 |
| Total net revenues | \$ 7,039.2 | \$ 6,177.8 | \$ 5,371.8 |

(15) Concentration of Risk

Financial instruments which potentially subject the Company to credit risk consist primarily of cash and cash equivalents, accounts receivable, and unbilled receivables.

The Company maintains cash and cash equivalents with various major financial institutions around the world. The Company limits the amount of credit exposure with any one financial institution and believes that no significant concentration of credit risk exists with respect to cash and cash equivalent balances.

Accounts receivable and unbilled receivables subject the Company to the potential for credit risk with customers. To reduce credit risk, the Company performs ongoing evaluations of its customers' financial condition.

(16) Contract Balances

Contract balances at December 31 are set forth in the following table:

| Balance sheet account | 2024 | 2023 | Change |
|-----------------------------------|----------------|----------------|--------------|
| Unbilled receivables | \$ 127.3 | \$ 106.4 | \$ 20.9 |
| Deferred revenue – current | (1,737.4) | (1,583.8) | (153.6) |
| Deferred revenue – non-current | (154.7) | (130.7) | (24.0) |
| Net contract assets/(liabilities) | \$ (1,764.8) | \$ (1,608.1) | \$ (156.7) |

The change in our net contract assets/(liabilities) from December 31, 2023 to December 31, 2024 was primarily due to the timing of payments and invoicing related to SaaS and post-contract support (PCS) renewals as well as net contract liabilities assumed of approximately \$ 69 associated with the acquisitions completed during 2024, most notably Transact.

Revenue recognized during the years ended December 31, 2024 and 2023 that was included in the deferred revenue balance on December 31, 2023 and 2022 was \$ 1,546.5 and \$ 1,322.0 , respectively. In order to determine revenues recognized in the period from contract liabilities, we allocate revenue to the individual deferred revenue balance outstanding at the beginning of the year until the revenue exceeds that balance.

Impairment losses recognized on our accounts receivable and unbilled receivables were immaterial in each of the years ended December 31, 2024, 2023, and 2022, respectively.

(17) Leases

The Company's operating leases are primarily for real property in support of our business operations. Although many of our leases contain renewal options, we generally are not reasonably certain to exercise these options at the commencement date. Accordingly, renewal options are generally not included in the lease term for determining the right-of-use ("ROU") asset and lease liability at commencement. Variable lease payments generally depend on an inflation-based index and such payments are not included in the original estimate of the lease liability. These variable lease payments are not material.

For the years ended December 31, 2024, 2023, and 2022, the Company recognized \$ 53.9 , \$ 50.6 , and \$ 48.7 of operating lease expense, respectively.

The following table presents the supplemental cash flow information related to the Company's operating leases for the years ended December 31:

| | 2024 | 2023 | 2022 |
|--|---------|---------|---------|
| Operating cash flows used for operating leases | \$ 53.6 | \$ 50.6 | \$ 48.3 |
| Right-of-use assets obtained in exchange for operating lease obligations | \$ 52.4 | \$ 29.6 | \$ 53.9 |

The following table presents the lease balances within the Consolidated Balance Sheets related to the Company's operating leases as of December 31:

| Lease assets and liabilities | Balance sheet account | 2024 | 2023 |
|-------------------------------------|---------------------------|-----------------|-----------------|
| ASSETS: | | | |
| Operating lease ROU assets | Other assets | \$ 189.4 | \$ 189.8 |
| LIABILITIES: | | | |
| Current operating lease liabilities | Other accrued liabilities | 46.2 | 43.3 |
| Operating lease liabilities | Other liabilities | 154.8 | 158.7 |
| Total operating lease liabilities | | <u>\$ 201.0</u> | <u>\$ 202.0</u> |

Future minimum lease payments under non-cancellable leases were as follows:

| | |
|-----------------------------------|-----------------|
| 2025 | \$ 51.7 |
| 2026 | 43.6 |
| 2027 | 36.5 |
| 2028 | 28.7 |
| 2029 | 20.3 |
| Thereafter | 41.1 |
| Total operating lease payments | <u>221.9</u> |
| Less: Imputed interest | (20.9) |
| Total operating lease liabilities | <u>\$ 201.0</u> |

| | |
|--|-----|
| Weighted average remaining lease term – operating leases (years) | 5.8 |
| Weighted average discount rate (%) | 3.6 |

(18) Quarterly Financial Data (unaudited)

The unaudited interim financial information below has been adjusted to incorporate the presentation of discontinued operations. Refer to Note 3 for further information regarding discontinued operations.

| | First Quarter | Second Quarter | Third Quarter | Fourth Quarter |
|---|---------------|----------------|---------------|----------------|
| 2024 | | | | |
| Net revenues | \$ 1,680.7 | \$ 1,716.8 | \$ 1,764.6 | \$ 1,877.1 |
| Gross profit | \$ 1,181.0 | \$ 1,193.3 | \$ 1,221.7 | \$ 1,282.3 |
| Income from operations | \$ 481.3 | \$ 494.2 | \$ 496.6 | \$ 524.7 |
| Net earnings | \$ 382.0 | \$ 337.1 | \$ 367.9 | \$ 462.3 |
| Net earnings per share: | | | | |
| Basic | \$ 3.57 | \$ 3.15 | \$ 3.43 | \$ 4.31 |
| Diluted | \$ 3.54 | \$ 3.12 | \$ 3.40 | \$ 4.28 |
| 2023 | | | | |
| Net revenues | \$ 1,469.7 | \$ 1,531.2 | \$ 1,563.4 | \$ 1,613.5 |
| Gross profit | \$ 1,018.6 | \$ 1,067.1 | \$ 1,096.3 | \$ 1,125.2 |
| Income from operations | \$ 401.0 | \$ 435.3 | \$ 446.1 | \$ 462.8 |
| Net earnings from continuing operations | \$ 284.3 | \$ 361.0 | \$ 345.6 | \$ 377.5 |
| Net earnings (loss) from discontinued operations | \$ (1.2) | \$ 3.9 | \$ 1.6 | \$ 11.5 |
| Net earnings | \$ 283.1 | \$ 364.9 | \$ 347.2 | \$ 389.0 |
| Net earnings per share from continuing operations: | | | | |
| Basic | \$ 2.67 | \$ 3.38 | \$ 3.23 | \$ 3.53 |
| Diluted | \$ 2.66 | \$ 3.36 | \$ 3.21 | \$ 3.50 |
| Net earnings (loss) per share from discontinued operations: | | | | |
| Basic | \$ (0.01) | \$ 0.04 | \$ 0.02 | \$ 0.11 |
| Diluted | \$ (0.01) | \$ 0.04 | \$ 0.02 | \$ 0.11 |
| Net earnings per share: | | | | |
| Basic | \$ 2.66 | \$ 3.42 | \$ 3.25 | \$ 3.64 |
| Diluted | \$ 2.65 | \$ 3.40 | \$ 3.23 | \$ 3.61 |

The sum of the four quarters may not agree with the total for the year due to rounding.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

ITEM 9A. CONTROLS AND PROCEDURES

Management's Report on Internal Control over Financial Reporting

Our management is responsible for establishing and maintaining adequate control over financial reporting, as such term is defined in Exchange Act Rules 13a-15(f) and 15d-15(f). Under the supervision and with the participation of our management, including our principal executive officer and principal financial officer, we conducted an evaluation of the effectiveness of our internal control over financial reporting based on the framework in *Internal Control—Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on our evaluation under the framework in Internal Control—Integrated Framework, our management concluded that our internal control over financial reporting was effective as of December 31, 2024. Our internal control over financial reporting as of December 31, 2024 has been audited by PricewaterhouseCoopers LLP, an independent registered public accounting firm, as stated in their report which is included herein.

Our management excluded the four acquisitions completed during 2024 from its assessment of internal control over financial reporting as of December 31, 2024. These acquisitions are wholly-owned subsidiaries whose total assets (excluding goodwill and other identifiable intangibles, which are included within the scope of the assessment) represent less than 1%, and whose aggregate total revenues represent approximately 5%, of the related Consolidated Financial Statement amounts as of and for the year ended December 31, 2024.

Evaluation of Disclosure Controls and Procedures

As required by SEC rules, we have evaluated the effectiveness of the design and operation of our disclosure controls and procedures as of the end of the period covered by this report. This evaluation was carried out under the supervision and with the participation of our management, including our principal executive officer and principal financial officer. Based on this evaluation, we have concluded that our disclosure controls and procedures were effective as of December 31, 2024.

Disclosure controls and procedures are our controls and other procedures designed to ensure that information required to be disclosed by us in the reports that we file or submit under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in the SEC's rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by us in the reports that we file or submit under the Exchange Act are accumulated and communicated to our management, including our principal executive officer and principal financial officer, as appropriate, to allow timely decisions regarding required disclosure.

Changes in Internal Control over Financial Reporting

There was no change in our internal control over financial reporting that occurred during the fourth quarter of 2024 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

ITEM 9B. OTHER INFORMATION

During the three months ended December 31, 2024, no director or officer of the Company adopted or terminated a "Rule 10b5-1 trading arrangement" or "non-Rule 10b5-1 trading arrangement," as each term is defined in Item 408 of Regulation S-K.

ITEM 9C. DISCLOSURE REGARDING FOREIGN JURISDICTIONS THAT PREVENT INSPECTIONS

None.

PART III

Except as otherwise indicated, the following information required by the Instructions to Form 10-K is incorporated herein by reference from the sections of the Roper Proxy Statement for the annual meeting of shareholders ("2025 Proxy Statement"), which we anticipate filing with the SEC within 120 days after the end of the fiscal year to which this report relates, as specified below:

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

The information about our directors required by this *Item 10 - Directors, Executive Officers and Corporate Governance* is contained in the 2025 Proxy Statement under the caption "Proposal 1: Election of Directors."

Information regarding our audit committee is contained in the 2025 Proxy Statement under the captions "Corporate Governance" and "Board Committees and Meetings."

If applicable, information required under this Item with respect to compliance with Section 16(a) of the Exchange Act will be included in the Proxy Statement under the caption "Delinquent Section 16(a) Reports," which information is incorporated by reference.

Information required under this Item with respect to Executive Officers of the Company is included as a supplemental item at the end of Part I of this report.

Code of Ethics

Roper has a code of ethics for directors, officers (including the Company's principal executive officer, principal financial officer, and principal accounting officer), and employees. The Code of Ethics is available on the Company's website at www.ropertech.com/code-of-ethics. The Company posts any amendments to its Code of Ethics or waivers of its Code of Ethics (to the extent applicable to the Company's directors, executive officers, or senior financial officers) at the same location on the Company's website. In addition, copies of the Code of Ethics may be obtained in print without charge upon written request by any stockholder to the Company's Corporate Secretary at 6496 University Parkway, Sarasota, Florida 34240.

Securities Transaction Compliance Program

Roper has adopted a securities transaction compliance program applicable to its directors, officers and employees, and has implemented procedures for Roper, governing the purchase, sale, and other disposition of Roper's securities. Roper believes its insider trading policy and procedures are reasonably designed to promote compliance with insider trading laws, rules and regulations, and listing standards applicable to Roper. A copy of the Roper Technologies, Inc. Securities Transaction Compliance Program is filed as Exhibit 19.1 to this Annual Report.

ITEM 11. EXECUTIVE COMPENSATION

The information required by this *Item 11 - Executive Compensation* is contained in the 2025 Proxy Statement under the captions "Compensation Discussion and Analysis," "Executive Compensation," "Director Compensation," "Compensation Committee Report," and "Compensation Committee Interlocks and Insider Participation."

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

(All share amounts are in millions)

Other than as set forth below, the information required by this *Item 12 - Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters* and not otherwise set forth below is contained in the 2025 Proxy Statement under the caption "Beneficial Ownership."

Securities Authorized for Issuance under Equity Compensation Plans

The following table provides information as of December 31, 2024 regarding compensation plans (including individual compensation arrangements) under which our equity securities are authorized for issuance:

| Plan Category | (a) Number of Securities to be Issued Upon Exercise of Outstanding Options, Warrants and Rights | (b) Weighted-Average Exercise Price of Outstanding Options, Warrants and Rights | (c) Number of Securities Remaining Available for Future Issuance under Equity Compensation Plans (Excluding Securities Reflected in Column (a)) |
|---|---|---|---|
| | | | |
| Equity Compensation Plans Approved by Shareholders ⁽¹⁾ | | | |
| Stock options | 2.480 | \$ 368.57 | |
| Restricted stock awards ⁽²⁾ | 0.555 | — | |
| Subtotal | 3.035 | | 5.902 |
| Equity Compensation Plans Not Approved by Shareholders | — | — | — |
| Total | 3.035 | \$ — | 5.902 |

⁽¹⁾ Consists of the Amended and Restated 2006 Incentive Plan, the 2016 Incentive Plan, as amended, and the 2021 Incentive Plan. No additional awards may be granted under the 2006 Incentive Plan or the 2016 Incentive Plan.

⁽²⁾ The weighted-average exercise price is not applicable to restricted stock awards.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE

The information required by this *Item 13 - Certain Relationships and Related Transactions, and Director Independence* is contained in the 2025 Proxy Statement under the captions "Director Independence" and "Review and Approval of Related Person Transactions."

ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES

The information required by this *Item 14 - Principal Accountant Fees and Services* is contained in the 2025 Proxy Statement under the captions "Proposal 3: Ratification of the Appointment of PricewaterhouseCoopers LLP as our Independent Registered Public Accounting Firm for the Year Ending December 31, 2025" and "Independent Public Accountant's Fees."

PART IV

ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

(a) The following documents are filed as a part of this Annual Report.

(1) Consolidated Financial Statements: The following Consolidated Financial Statements are included in Part II, Item 8 of this report.

Consolidated Balance Sheets as of December 31, 2024 and 2023

Consolidated Statements of Earnings for the Years ended December 31, 2024, 2023, and 2022

Consolidated Statements of Comprehensive Income for the Years ended December 31, 2024, 2023, and 2022

Consolidated Statements of Stockholders' Equity for the Years ended December 31, 2024, 2023, and 2022

Consolidated Statements of Cash Flows for the Years ended December 31, 2024, 2023, and 2022

Notes to Consolidated Financial Statements

(b) Exhibits

| Exhibit No. | Description of Exhibit |
|-------------|--|
| (a)2.1 | Equity Purchase Agreement by and among RIPIC Holdco Inc., Roper International Holding, Inc., RIPIC Equity LLC, CD&R Tree Delaware Holdings, L.P. AND, solely for purposes of section 6.25, Roper Technologies, Inc. dated as of May 29, 2022.* |
| (b)3.1 | Amended and Restated Certificate of Incorporation effective as of June 13, 2023. |
| (c)3.2 | Amended and Restated By-Laws. |
| (d)4.1 | Indenture between Registrant and Wells Fargo Bank, dated as of August 4, 2008. |
| (e)4.2 | Indenture between Registrant and Wells Fargo Bank, dated as of November 26, 2018. |
| (f)4.3 | Form of Note. |
| (g)4.4 | Form of 4.200% Senior Notes due 2028. |
| (h)4.5 | Form of 3.850% Senior Notes due 2025. |
| (i)4.6 | Form of 3.800% Senior Notes due 2026. |
| (j)4.7 | Form of 2.950% Senior Notes due 2029. |
| (k)4.8 | Form of 2.000% Senior Notes due 2030. |
| (l)4.9 | Form of 1.000% Senior Notes due 2025. |
| (l)4.10 | Form of 1.400% Senior Notes due 2027. |
| (l)4.11 | Form of 1.750% Senior Notes due 2031. |
| (m)4.12 | Form of 4.500% Senior Notes due 2029. |
| (m)4.13 | Form of 4.750% Senior Notes due 2032. |
| (m)4.14 | Form of 4.900% Senior Notes due 2034. |
| 4.15 | Description of Registrant's Securities Registered Pursuant to Section 12 of the Securities Exchange Act of 1934, filed herewith. |
| (n)10.1 | Employee Stock Purchase Plan, as Amended and Restated. † |
| (o)10.2 | Non-Qualified Retirement Plan, as Amended and Restated. † |
| (p)10.3 | Credit Agreement dated as of July 21, 2022, among Roper, the foreign subsidiary borrowers from time to time party thereto, the financial institutions party thereto, JPMorgan Chase Bank, N.A., as administrative agent, Bank of America, N.A. and Wells Fargo Bank, N.A., as syndication agents, and Mizuho Bank, Ltd., MUFG Bank, Ltd., PNC Bank, National Association, TD Bank, N.A., Truist Bank and U.S. Bank, National Association, as documentation agents. |
| (q)10.4 | Amended and Restated 2006 Incentive Plan. † |
| (r)10.5 | Form of Non-Statutory Stock Option Agreement, under the 2006 Incentive Plan. † |
| (s)10.6 | Offer Letter to John K. Stipancich. † |
| (t)10.7 | Form of director and officer Indemnification Agreement. † |
| (u)10.8 | 2016 Incentive Plan. † |
| (v)10.9 | Amendment No. 1 to the 2016 Incentive Plan. † |
| (v)10.10 | Form of Cash-Settled Restricted Stock Unit Award Agreement for Non-US Employees, under the 2016 Incentive Plan. † |
| (w)10.11 | Form of Non-Statutory Stock Option Agreement, under the 2016 Incentive Plan. † |
| (w)10.12 | Form of Time-Based Restricted Stock Award Agreement, under the 2016 Incentive Plan. † |
| (w)10.13 | Form of Performance-Based Restricted Stock Award Agreement, under the 2016 Incentive Plan. † |
| (w)10.14 | Offer Letter to Neil Dunn. † |

| | |
|-----------|---|
| (x)10.14 | Offer Letter to Neil Hunn. † |
| (y)10.15 | Long-Term Incentive Opportunity Agreement for Neil Hunn. † |
| (z)10.16 | 2021 Incentive Plan. † |
| (z)10.17 | Form of Performance-Based Restricted Stock Award Agreement, under the 2021 Incentive Plan. † |
| (z)10.18 | Form of Non-Statutory Stock Option Agreement, under the 2021 Incentive Plan. † |
| (z)10.19 | Form of Time-Based Restricted Stock Award Agreement, under the 2021 Incentive Plan. † |
| (aa)10.20 | Form of Performance Share Unit Award Agreement, under the 2021 Incentive Plan. † |
| (bb)10.21 | Form of Time-Based Restricted Stock Unit Award Agreement, for use commencing in 2024 under the 2021 Incentive Plan. † |
| (bb)10.22 | Form of Executive Officer Performance Share Unit Award Agreement, for use commencing in 2024 under the 2021 Incentive Plan. † |
| (bb)10.23 | Form of Senior Management Performance Share Unit Award Agreement, for use commencing in 2024 under the 2021 Incentive Plan. † |
| (cc)10.24 | Roper Technologies, Inc. Director Compensation Plan. † |
| (cc)10.25 | Form of Non-Employee Director Restricted Stock Unit Award Agreement, under the 2021 Incentive Plan (included in Exhibit 10.24). † |
| (cc)10.26 | Form of Non-Employee Director Restricted Stock Award Agreement, under the 2021 Incentive Plan (included in Exhibit 10.2 4). † |
| (dd)10.27 | Separation Agreement and Full Release dated December 13, 2022 by and between Roper Technologies, Inc. and Robert Crisci. † |
| (dd)10.28 | Service Provider Agreement dated December 13, 2022 by and between Roper Technologies, Inc. and Robert Crisci. † |
| 19.1 | Roper Technologies, Inc. Securities Transaction Compliance Program, filed herewith. |
| 21.1 | List of Subsidiaries, filed herewith. |
| 23.1 | Consent of Independent Registered Public Accountants, filed herewith. |
| 31.1 | Rule 13a-14(a)/15d-14(a) Certification of the Chief Executive Officer, filed herewith. |
| 31.2 | Rule 13a-14(a)/15d-14(a) Certification of the Chief Financial Officer, filed herewith. |
| 32.1 | Section 1350 Certification of the Chief Executive and Chief Financial Officers, furnished herewith. |
| (ee)97.1 | Roper Technologies, Inc. Compensation Clawback Policy. † |
| 101.INS | Inline XBRL Instance Document, furnished herewith. |
| 101.SCH | Inline XBRL Taxonomy Extension Schema Document, furnished herewith. |
| 101.CAL | Inline XBRL Taxonomy Extension Calculation Linkbase Document, furnished herewith. |
| 101.DEF | Inline XBRL Taxonomy Extension Definition Linkbase Document, furnished herewith. |
| 101.LAB | Inline XBRL Taxonomy Extension Label Linkbase Document, furnished herewith. |
| 101.PRE | Inline XBRL Taxonomy Extension Presentation Linkbase Document, furnished herewith. |
| 104 | Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101). |
| † | Management contract or compensatory plan or arrangement. |
| * | The related exhibits and schedules are not being filed herewith. The Company agrees to furnish supplementally a copy of any such exhibits and schedules to the Securities and Exchange Commission upon request. |
| a) | Incorporated herein by reference to Exhibit 2.1 to the Company's Quarterly Report on Form 10-Q filed August 3, 2022 (file no. 1-12273). |
| b) | Incorporated herein by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K filed June 14, 2023 (file no. 1-12273). |
| c) | Incorporated herein by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K filed November 7, 2024 (file no. 1-12273). |
| d) | Incorporated herein by reference to Exhibit 4.2 to the Company's Quarterly Report on Form 10-Q filed November 7, 2008 (file no. 1-12273). |
| e) | Incorporated herein by reference to Exhibit 4.1 to the Company's Registration Statement on Form S-3ASR filed November 26, 2018 (file no. 333-228532). |
| f) | Incorporated herein by reference to Exhibit 4.2 to the Company's Registration Statement on Form S-3ASR filed November 25, 2015 (file no. 333-208200). |
| g) | Incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed August 28, 2018 (file no. 1-12273). |
| h) | Incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed December 7, 2015 (file no. 1-12273). |
| i) | Incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed December 19, 2016 (file no. 1-12273). |
| j) | Incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed August 26, 2019 (file no. 1-12273). |
| k) | Incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed June 22, 2020 (file no. 1-12273). |
| l) | Incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed September 1, 2020 (file no. 1-12273). |
| m) | Incorporated herein by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K filed August 21, 2024 (file no. 1- |

- m) 12273).
- n) Incorporated herein by reference to Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q filed August 1, 2024 (file no. 1-12273).
- o) Incorporated herein by reference to Exhibit 10.3 to the Company's Annual Report on Form 10-K filed February 27, 2023 (file no. 1-12273).
- p) Incorporated herein by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K filed July 22, 2022 (file no. 1-12273).
- q) Incorporated herein by reference to Appendix A to the Company's Definitive Proxy Statement on Schedule 14A filed April 30, 2012 (file no. 1-12273).
- r) Incorporated herein by reference to Exhibit 10.5 to the Company's Current Report on Form 8-K filed December 6, 2006 (file no. 1-12273).
- s) Incorporated herein by reference to Exhibit 10.17 to the Company's Annual Report on Form 10-K filed February 27, 2017 (file no. 1-12273).
- t) Incorporated herein by reference to Exhibit 10.1 to the Company's Quarterly Report on Form 10-Q filed November 5, 2018 (file no. 1-12273).
- u) Incorporated herein by reference to Appendix B to the Company's Definitive Proxy Statement on Schedule 14A filed April 26, 2016 (file no. 1-12273).
- v) Incorporated herein by reference to Exhibits 10.20 and 10.21 to the Company's Annual Report on Form 10-K filed February 27, 2017 (file no. 1-12273).
- w) Incorporated herein by reference to Exhibits 10.16, 10.17, and 10.18 to the Company's Annual Report on Form 10-K filed February 25, 2019 (file no. 1-12273).
- x) Incorporated herein by reference to Exhibit 10.22 to the Company's Annual Report on Form 10-K filed February 23, 2018 (file no. 1-12273).
- y) Incorporated herein by reference to Exhibit 10.1 to the Company's Current Report on Form 8-K filed November 26, 2019 (file no. 1-12273).
- z) Incorporated herein by reference to Exhibits 10.1, 10.2, 10.3, and 10.4 to the Company's Current Report on Form 8-K filed June 14, 2021 (file no. 1-12273).
- aa) Incorporated herein by reference to Exhibit 10.22 to the Company's Annual Report on Form 10-K filed February 22, 2024 (file no. 1-12273).
- bb) Incorporated herein by reference to Exhibits 10.1, 10.2, and 10.3 to the Company's Quarterly Report on Form 10-Q filed May 3, 2024 (file no. 1-12273).
- cc) Incorporated herein by reference to Exhibits 10.5, 10.6, and 10.7 to the Company's Quarterly Report on Form 10-Q filed August 5, 2021 (file no. 1-12273).
- dd) Incorporated herein by reference to Exhibits 10.1 and 10.2 to the Company's Current Report on Form 8-K/A filed December 15, 2022 (file no. 1-12273).
- ee) Incorporated herein by reference to Exhibit 97.1 to the Company's Annual Report on Form 10-K filed February 22, 2024 (file no. 1-12273).

ITEM 16. FORM 10-K SUMMARY

None.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ROPER TECHNOLOGIES, INC.
(Registrant)

By: /s/ L. Neil Hunn

February 24, 2025

L. Neil Hunn, President and Chief Executive Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

| | | |
|----------------------------------|--|-------------------|
| <u>/s/ L. NEIL HUNN</u> | President and Chief Executive Officer | February 24, 2025 |
| L. Neil Hunn | (Principal Executive Officer) | |
| <u>/s/ JASON P. CONLEY</u> | Executive Vice President and Chief Financial Officer | February 24, 2025 |
| Jason P. Conley | (Principal Financial Officer) | |
| <u>/s/ BRANDON CROSS</u> | Vice President and Corporate Controller | February 24, 2025 |
| Brandon Cross | (Principal Accounting Officer) | |
| <u>/s/ AMY WOODS BRINKLEY</u> | Chair of the Board of Directors | February 24, 2025 |
| Amy Woods Brinkley | | |
| <u>/s/ SHELLYE L. ARCHAMBEAU</u> | Director | February 24, 2025 |
| Shellye L. Archambeau | | |
| <u>/s/ IRENE M. ESTEVES</u> | Director | February 24, 2025 |
| Irene M. Esteves | | |
| <u>/s/ ROBERT D. JOHNSON</u> | Director | February 24, 2025 |
| Robert D. Johnson | | |
| <u>/s/ THOMAS P. JOYCE, JR.</u> | Director | February 24, 2025 |
| Thomas P. Joyce, Jr. | | |
| <u>/s/ JOHN F. MURPHY</u> | Director | February 24, 2025 |
| John F. Murphy | | |
| <u>/s/ LAURA G. THATCHER</u> | Director | February 24, 2025 |
| Laura G. Thatcher | | |
| <u>/s/ RICHARD F. WALLMAN</u> | Director | February 24, 2025 |
| Richard F. Wallman | | |
| <u>/s/ CHRISTOPHER WRIGHT</u> | Director | February 24, 2025 |
| Christopher Wright | | |

**DESCRIPTION OF THE REGISTRANT'S SECURITIES REGISTERED
PURSUANT TO SECTION 12 OF THE SECURITIES EXCHANGE ACT OF 1934**

Roper Technologies, Inc. (the "company," "we," "our," or "us") has one class of securities, our common stock, registered under Section 12 of the Securities Exchange Act of 1934, as amended.

DESCRIPTION OF COMMON STOCK

The description of our common stock is a summary and does not purport to be complete. It is subject to and qualified in its entirety by reference to our amended and restated certificate of incorporation ("Certificate of Incorporation") and amended and restated by-laws ("By-laws"), each of which are incorporated by reference as an exhibit to the Annual Report on Form 10-K of which this exhibit is a part. We encourage you to read our Articles of Incorporation, our By-laws and the applicable provisions of the Delaware General Corporation Law ("DGCL") for additional information.

Authorized Capital Stock

Our authorized capital stock consists of 350,000,000 shares of common stock, par value \$0.01 per share, and 1,000,000 shares of preferred stock, par value \$0.01 per share.

Common Stock

Voting. Each holder of shares of our common stock is entitled to one vote on each matter properly submitted to a vote of our stockholders. Holders of shares of our common stock do not have cumulative voting rights.

Dividend Rights. Holders of shares of our common stock may receive dividends when declared by our board of directors out of our funds that we can legally use to pay dividends. We may pay dividends in cash, stock or other property. In certain cases, holders of common stock may not receive dividends until we have satisfied our obligations to holders of any outstanding preferred stock.

Liquidation. In the event of a liquidation, dissolution or winding up of our affairs, whether voluntary or involuntary, after payment of our liabilities and obligations to creditors, our remaining assets will be distributed ratably among the holders of shares of our common stock on a per share basis. If we have any preferred stock outstanding at such time, holders of shares of our preferred stock may be entitled to distribution and/or liquidation preferences. In either such case, we will need to pay the applicable distribution to the holders of our preferred stock before distributions are paid to the holders of our common stock.

Rights and Preferences. Our common stock has no preemptive, redemption, conversion, sinking fund, or subscription rights. The rights, powers, preferences and privileges of holders of our common stock are subject to, and may be adversely affected by, the rights of the holders of shares of any series of preferred stock that we may designate and issue in the future.

Listing. Our common stock is listed on The Nasdaq Stock Market LLC (Nasdaq) under the symbol "ROP."

Transfer Agent and Registrar. The transfer agent and registrar for the common stock is Computershare Trust Company, N.A.

Fully Paid. All of our outstanding shares of common stock are fully paid and nonassessable, which means that the full purchase price for the outstanding shares of our common stock has been paid and the holders of such shares will not be assessed any additional monies for such shares.

Certain Anti-Takeover Effects of Delaware Law

General. Certain provisions of our Certificate of Incorporation, By-laws and applicable law may make it less likely that our management would be changed or someone would acquire our company without the consent of our board of directors. These provisions may delay, deter or prevent tender offers or takeover attempts that stockholders may believe are in their best interests, including tender offers or takeover attempts that might allow stockholders to receive a premium over the market price of their common stock.

Preferred Stock. Under our Certificate of Incorporation, our board of directors can at any time, and without stockholder approval, issue one or more new series of preferred stock. In some cases, the issuance of preferred stock without stockholder approval could discourage or make more difficult attempts to take control of our company through a merger, tender offer, proxy contest or otherwise. Preferred stock with special voting rights or other features issued to persons favoring our management could stop a takeover by preventing the person trying to take control of our company from acquiring enough shares necessary to take control.

Proposal and Nominating Procedures; Proxy Access. Stockholders can propose that business be considered at an annual meeting of stockholders, and, in addition to our board of directors, can nominate candidates for our board of directors. However, a stockholder must follow the advance notice procedures described in Section 1.08 of our By-laws. In general, a stockholder must submit a written notice of the proposal and the stockholder's interest in the proposal, or of the nomination, to our corporate secretary at least 90 days and at most 120 days before the first anniversary date of the annual meeting for the preceding year. In addition to the proposal and director nomination process described above, our By-laws permit a shareholder, or a group of up to 20 shareholders, that has owned at least 3% of our outstanding common stock continuously for at least three years to nominate and include in our proxy materials up to the greater of two directors or 20% of the number of our directors then in office, provided that the shareholders and the nominees satisfy the requirements specified in the By-laws.

Removal of Directors; Vacancies. Any director may be removed from office at any time, with or without cause, only by the affirmative vote of the holders of at least a majority of the voting power of all of the shares of the corporation entitled to vote for the election of directors. Our By-laws further provide that only our board of directors may fill vacant directorships, except in limited circumstances.

Elimination of Stockholder Action through Written Consent. Our Certificate of Incorporation provides that stockholder action can be taken only at an annual or special meeting of stockholders and cannot be taken by written consent in lieu of a meeting.

Elimination of the Ability to Call Special Meetings. Our By-laws provide that special meetings of our stockholders can only be called by order of the board of directors or the executive committee. Stockholders are not authorized to call a special meeting or to require our board of directors to call a special meeting.

Amendment of By-laws. Under our Certificate of Incorporation and By-laws, our board of directors can adopt, amend or repeal the By-laws by a majority vote of the directors then in office. Our stockholders also have the power to amend or repeal our By-laws at any meeting at which a quorum is present by a vote of at least a majority of the number of shares of stock entitled to vote present in person or by proxy at such meeting.

Business Combination Statute. We are subject to Section 203 of the DGCL. In general, Section 203 prohibits a publicly held Delaware corporation from engaging in various "business combination" transactions with any interested stockholder for a period of three years following the date of the transactions in which the person became an interested stockholder, unless:

- the transaction is approved by the board of directors prior to the date the interested stockholder obtained such status;
-

- upon consummation of the transaction which resulted in the stockholder becoming an interested stockholder, the interested stockholder owned at least 85% of the voting stock of the corporation outstanding at the time the transaction commenced; or
- on or subsequent to such date the business combination is approved by the board and authorized at an annual or special meeting of stockholders by the affirmative vote of at least 66 2/3% of the outstanding voting stock which is not owned by the interested stockholder.

A "business combination" is defined to include mergers, asset sales, and other transactions resulting in financial benefit to a stockholder. In general, an "interested stockholder" is a person who, together with affiliates and associates, owns (or within three years, did own) 15% or more of a corporation's voting stock. The statute could prohibit or delay mergers or other takeover or change in control attempts with respect to our company and, accordingly, may discourage attempts to acquire us even though such a transaction may offer our stockholders the opportunity to sell their stock at a price above the prevailing market price.

Forum Selection

Pursuant to our By-laws, a state court located within the State of Delaware (or, if the Court of Chancery does not have jurisdiction, the federal district court for the District of Delaware) is the sole and exclusive forum for (i) any derivative action or proceeding brought on behalf of the company, (ii) any action asserting a claim of breach of a fiduciary duty owed by any director or officer or other employee of the company to the company or the company's stockholders, (iii) any action asserting a claim arising pursuant to any provision of the DGCL or our Certificate of Incorporation or By-laws, or (iv) any action asserting a claim governed by the internal affairs doctrine. Additionally, unless the company consents in writing to the selection of an alternative forum, the federal district courts of the United States of America shall be, to the fullest extent permitted by law, the sole and exclusive forum for any action asserting a claim arising under the Securities Act of 1933, as amended (the "Securities Act").

Roper Technologies, Inc.
Securities Transaction Compliance Program
(updated and effective as of December 21, 2024)

Roper Technologies, Inc., together with all of its direct and indirect majority-owned subsidiaries (collectively, the "Corporation") has instituted the following compliance program (the "Compliance Program"), which applies to *all* of the Corporation's (i) directors, officers and employees, and (ii) the Corporation's contractors or consultants and other third parties conducting business with the Corporation and who may have access to material non-public information concerning the Corporation (collectively, "Insiders"). However, as set forth herein, some provisions apply only to certain Insiders. The purpose of this program is to protect the Corporation and assist Insiders in complying with the requirements of the federal securities laws relating to transactions in the Corporation's securities. The consequences of violating any of these requirements may be very serious to both you and the Corporation, and may include both civil and criminal penalties. Failure to comply with the Compliance Program may also result in Corporation-imposed sanctions, including dismissal for cause, whether or not your failure to comply results in a violation of law. Your careful attention and adherence to the Compliance Program is expected and appreciated.

Please refer all questions about this Compliance Program to one of the Corporation's Compliance Officers. The Corporation has designated each of the General Counsel and Corporate Secretary and the Deputy General Counsel as a Compliance Officer and the Chief Securities Counsel as the Filing Coordinator. If any Insider becomes aware of an apparent violation of any provision of the Compliance Program by any Insider, he/she must report the relevant facts to the Corporation's Compliance Office. In that event, as is the case with any consultation with an attorney employed by the Corporation, Corporation attorneys act exclusively for the Corporation and not as attorneys for any Insiders in his/her individual capacity.

I. INSIDER TRADING AND "TIPPING"

Corporation Securities

As a general rule, Insiders who possess material non-public information about the Corporation, and persons who have received material non-public information from Insiders of the Corporation, may be subject to the "abstain or disclose" rule - that is, they may be required by the securities laws either (1) to refrain from both passing the Corporation information on to others ("tipping") and from trading in or recommending the purchase or sale of Corporation securities or of options on (or any other derivatives relating to) those securities, or (2) to disclose such Corporation information to the investing public before trading in those securities. In virtually all cases, of course, it will be improper for the Insider to disclose any non-public information without the express prior permission of the original source of the information, such as senior Roper Technologies management. Thus, invariably a Corporation Insider with material non-public information cannot trade while in possession of that information or disclose the information to others who may trade. Impermissible tipping includes advising another person or entity to trade in Corporation securities when the Insider himself/herself is prohibited from trading. The Corporation is subject to the listing standards of the Nasdaq Global Select Market.

Securities of Other Companies

It is also generally impermissible to trade in securities of *any* Corporation when the information was initially disclosed, or would be used, in breach of a duty to maintain the information in confidence.

For example, such would be the case when non-public information obtained from one of the Corporation's customers that is material to the value of a security issued by that other entity. This also applies to information about another Corporation that is obtained in confidence from the Corporation itself. This is sometimes referred to as "misappropriation," another type of unlawful insider trading. While the origin and nature of the duty of confidence in this context present complex legal questions, any uncertainty should be resolved in favor of treating information as confidential where the information is material and non-public and the original source of the information has not given express permission to use the information to engage in a securities transaction. Each Insider must treat the material nonpublic information described in this paragraph with the same care required with respect to the Corporation's material nonpublic information.

Duration of the Prohibition on Insider Trading

The prohibitions in the prior two paragraphs remain in effect until the information has been substantially disclosed to the public or is no longer material. Thus, an Insider who is aware of material non-public information regarding the Corporation cannot trade in Corporation securities until that specific information has become public or is no longer material. Violation of laws prohibiting insider trading can result in civil liability to third persons, civil penalties obtained by the government, fines and imprisonment.

Other Prohibitions

Insiders may not pledge Corporation securities, including purchase Corporation securities on margin; or hedge any position they may have in Corporation securities.¹

Materiality

Generally, a fact is considered material if there is a substantial likelihood that a reasonable investor would consider it important in making an investment decision. Examples of types of information that may be material, depending on the facts of the particular situation, include the following:

- A proposal or agreement for a material, significant merger, acquisition or divestiture, or for the sale or purchase of significant assets.
- Earnings and related financial performance information.
- A proposal to issue or redeem securities or a development with respect to a pending issuance or redemption of securities.
- A proposal or action regarding the Corporation's dividend policy, including a stock dividend or stock split.
- Liquidity problems, payment or covenant defaults or actions by creditors or suppliers relating to the Corporation's credit standing.
- Changes in debt ratings or analyst upgrades or downgrades of the Corporation or one of its

¹ The number of shares pledged by directors or executive officers as of January 2015 are excepted from this prohibition. Currently, this exception only applies to one director. No other current or future director or executive officer is, or will be, entitled to this exception.

securities.

- A major cybersecurity breach and/or data privacy event.
- Changes in executive-level management or directors.

Any given item of information must be evaluated in light of all the relevant circumstances in order to make a determination as to materiality. Except in obvious cases of trivial information, non-public information is presumed to be material unless the Corporation's Compliance Officer or his/her delegate has advised otherwise in writing.

Nonpublic Information

Nonpublic information is information that is not generally available to ordinary investors in the marketplace or in general circulation. In order to conclude that information is public, one must be able to point to some fact to show that the information is generally available, for example, its announcement in a press release, a filing with the Securities and Exchange Commission ("SEC"), or publication in a major news or other publication of general circulation, such as *The Wall Street Journal*. The appearance of information solely on a Corporation's Web site may not be sufficient to conclude that it has become "public" for these purposes.

Company Transactions

From time to time, the Corporation may engage in transactions in its own securities. It is the Company's policy to comply with all applicable securities and state laws (including appropriate approvals by the Board of Directors or appropriate committee, if required) when engaging in transactions in the Corporation's securities. We have implemented processes for the Corporation that we believe are reasonably designed to promote compliance with insider trading laws, rules, and regulations, and the Nasdaq Stock Market LLC listing standards.

II. SECURITIES TRANSACTIONS BY INSIDERS

General Policy and Rules

All transactions in Insider Accounts are covered at all times by the prohibitions described in Part I of this Compliance Program. For the purposes of this Compliance Program, an "Insider Account" includes: (1) the Insider's own account, (2) accounts of the Insider's spouse, domestic partner, any children and any other relatives (including by marriage) living in the Insider's home; (3) any account in which any person listed in (1) or (2) has a beneficial interest, such as an IRA; and (4) any account over which any person listed in (1) or (2) exercises control or investment influence. Limitations on the scope of the meaning of "Insider Account" in the circumstances of a particular Insider may be made *in writing* by the Compliance Officers upon the written request of an Insider.

The Corporation discourages all Insiders from engaging in short-term speculative trading in Corporation securities. As set forth in this Compliance Program, certain Insiders are prohibited from purchasing or selling exchange-traded options on the Corporation's securities. All Insiders are prohibited from engaging in excessive trading and trading that interferes with an employee's job responsibilities. Insiders are expressly prohibited from engaging in frequent in and out trading in the securities of the Corporation in their Insider Accounts (defined below), including any account in the Corporation's 401(k) Plan.

Blackout Policy for Certain Insiders

This Policy prohibits trading in Corporation securities by officers, directors and certain employees, beginning at the close of business on the date that is twenty calendar days immediately prior to the end of the third month of each calendar quarter. This prohibition ends on the opening of trading after one full trading day following such release. After the Blackout Period ends all Insiders remain subject to the “General Rules on Insider Trading and Tipping” set forth in Part I of this Compliance Program.

Who is covered by the Blackout Policy?

- Directors and officers of Roper Technologies, Inc.
- Corporate Vice-Presidents;
- Group Vice-Presidents;
- All employees considered to be employed by the Corporation's headquarters, regardless of location of employment²; and
- “Insider Accounts” (as defined above) of any of the persons listed above. It is the Insider's responsibility to advise these other parties about the blackout requirement.

What transactions are PROHIBITED during a Blackout Period?

- Purchase or sale of Corporation securities and related derivative securities, including transactions in the open market or through a broker or under a securities purchase or sale plan (unless in accordance with pre-arranged written plans that comply with SEC Rule 10b5-1);
- Exercise of stock options where any Corporation stock, including any of the acquired stock, is sold in the market during the Blackout Period (unless in accordance with pre-arranged written plans that comply with SEC Rule 10b5-1);
- Gifts of Corporation securities;
- Transfer of existing balances into or out of Corporation stock under the 401(k) Plan; and
- Elections that increase or decrease the rate of deferral contributions to the Roper Technologies Stock Fund under the 401(k) Plan.

What transactions are PERMITTED during a Blackout Period?

- Exercise of stock options, including cashless exercises, provided that no Corporation stock is sold in the market in connection with the option exercise;
- Regular investment of deferral and matching contributions in the Roper Stock Fund under the 401(k) Plan;

² For avoidance of doubt, this includes associates employed by Roper Operations Company II, LLC.

- Regular reinvestment in the Corporation's employee stock purchase plan;
- Automatic sale of stock to meet tax obligations upon vesting of an equity award;
- Transfer of Corporation securities that does not result in a change in beneficial ownership; and
- Transactions that comply with SEC Rule 10b5-1 pre-arranged written plans.

Any question whether a transaction is prohibited or permitted during a Blackout Period should be raised with the Compliance Officers. In addition to the standard end-of-quarter Blackout Periods, the Corporation may, from time to time, impose other, event-specific Blackout Periods by notifying those persons who are affected.

An Insider who is subject to a Blackout Period and who has an unexpected and urgent need to sell Corporation securities in order to generate cash may, in appropriate circumstances, be permitted by the Compliance Officers to sell Corporation securities during a Blackout Period (a "Hardship Exception"). Any such Hardship Exception must be requested *in writing* (such as e-mail) at least two business days in advance of the proposed trade. Every approval of a Hardship Exception shall be *in writing* (such as e-mail). The approval shall specify the amount of securities that may be sold and the time period during which the sale(s) may occur. Under no circumstances shall a Hardship Exception be granted during an event-specific Blackout Period or to a director or executive officer.

III. RULE 10b5-1

Insiders covered by the Blackout Policy who may wish to engage in transactions in Corporation securities that may occur during the Blackout or at some period when they may be aware of material non-public information regarding the Corporation or its securities and thus are prohibited from trading in those securities may pre-arrange such transactions in accordance with a plan that complies with SEC Rule 10b5-1. A Rule 10b5-1 plan must be entered into at a time when the Insider is not aware of any material non-public information about the Corporation or its securities. Once the plan is adopted, the Insider generally cannot exercise any influence over the amount, price or timing of any trade, which must either be specified under the plan or delegated to an independent third party. Any Rule 10b5-1 plan must be approved *in advance, in writing*, by one of the Compliance Officers and the Filing Coordinator or their respective delegates.

IV. TRANSACTIONS IN LISTED OPTIONS

All Insiders who are subject to the Blackout Period are prohibited from buying or selling publicly traded options, including puts and calls, on the Corporation's securities *at any time*. This prohibition applies whether or not any such Insider is in possession of any material non-public information and whether or not a Blackout Period is in effect.

V. PRE-CLEARANCE POLICY

Insiders subject to the Pre-Clearance Policy are prohibited from engaging in any transaction in Corporation securities without pre-clearance. In order to obtain pre-clearance, Insiders subject to this requirement must contact a Compliance Officer *in writing (such as e-mail)* as far in advance as reasonably practicable before engaging in any transaction in the Corporation's securities. Transactions prohibited by the Blackout Policy may not be pre-cleared.

Who is covered by the Pre-clearance Policy?

- Directors and officers of Roper Technologies, Inc.;
- All corporate-level executives reporting directly to the Chief Executive Officer; and
- “Insider Accounts” (as defined above) of any of the persons listed above. It is the Insider’s responsibility to advise these other parties about the pre-clearance requirement.

What transactions are PROHIBITED without prior clearance under the Pre-Clearance Policy?

All transactions in Corporation securities and related derivative securities must be pre-cleared with a Compliance Officer. No transaction subject to the Pre-Clearance Policy may be effected without prior written (such as e-mail) approval by a Compliance Officer. The approval shall specify the amount of securities to be purchased, sold, or gifted and the period for which approval of the transactions is in effect. With the exception of a pre-clearance approval of transactions undertaken in accordance with a Rule 10b5-1 plan, any pre-clearance approval is automatically revoked by imposition of an event-specific Blackout Period. Pre-clearance is particularly important because it will enable the Compliance Officer to confirm that the transaction complies with the reporting requirements under Section 16(a), Rule 10b-5, Rule 144 and all other applicable provisions of the federal securities laws and does not expose a buyer or seller to short-swing profit recovery under Section 16(b) for directors and certain officers. However, each person is ultimately responsible for his or her compliance with the federal securities laws and, in particular, the avoidance of short-swing profits.

VI. ADDITIONAL RESTRICTIONS AND PROCEDURES APPLICABLE ONLY TO DIRECTORS AND EXECUTIVE OFFICERS

The Compliance Officer will assist directors and executive officers in considering questions relating to their beneficial ownership of Corporation securities and their reporting obligations as well as possible liability associated with trading in such securities. The Filing Coordinator will be responsible for the preparation and filing of all Forms 3, 4 and 5 reports based on information furnished by directors and executive officers.

Completion and Filing of Forms 3, 4 and 5

The Filing Coordinator will prepare, sign and file with the SEC, pursuant to powers of attorney obtained from and on behalf of each director and executive officer of the Corporation, the following beneficial ownership reports:

- An initial report on Form 3 to disclose holdings of the Corporation’s equity securities as of the date he or she becomes an insider within 10 calendar days of attaining insider status;
- Subsequent reports on Form 4 to disclose any change in beneficial ownership of the Corporation’s equity securities within two business days after the execution date (not the settlement date) of a transaction; and
- Annual Reports on Form 5 to disclose any holding or transaction not previously disclosed (either because of a failure to file or an exemption from current reporting) by February 14 of each year. If an Insider is not required to file a Form 5 in a given year, the Filing

Coordinator will prepare a statement for the Insider's execution to the effect that the Insider has no obligation to file a Form 5.

Each director and executive officer must provide the Filing Coordinator all relevant information with respect to any transaction to be undertaken in the Corporation's securities (e.g., purchase, sale, or gift, the number of shares involved, the price, etc.). In some cases, the pertinent information may rest with the Insider's broker or with family members, trusts, partnerships, corporations or other entities in which the Insider has a reportable beneficial or pecuniary interest. In all cases, however, *it is the Insider's obligation* to collect the required information and forward it to the Filing Coordinator to ensure a complete, accurate and timely filing. Given the two business-day filing deadline, directors and executive officers will not have an opportunity to review the form prior to filing, but a copy of the filed form will be provided to them. Please review the copy of the filed form and let the Filing Coordinator know as soon as possible if there are any changes that could require the filing of an amendment.

Compliance with Rule 144

All sales of the Corporation's securities by a director or executive officer of the Corporation shall be made in compliance with SEC Rule 144. Any director or executive officer contemplating the sale of the Corporation's securities must first contact a Compliance Officer and instruct the Insider's broker to do the same. The Filing Coordinator will assist the Insider or the Insider's broker with the preparation and filing of any required Form 144. This includes coordination between the Compliance Officer and the seller's broker in connection with sales pursuant to Rule 10b5-1 plans.

Prohibited Transactions

Directors and executive officers are prohibited from engaging in any "short selling" of the Corporation's securities.

Consolidated Subsidiaries of Roper Technologies, Inc. as of December 31, 2024

| Name of Subsidiary | Jurisdiction of Incorporation/Organization |
|--|---|
| Aderant Canada Company | Canada |
| Aderant Holdings, Inc. | Delaware |
| Aderant Legal (UK) Limited | United Kingdom |
| Aderant Legal Holdings (AUS) Pty Ltd | Australia |
| Aderant Legal Holdings (NZ) ULC | New Zealand |
| Aderant Legal Holdings, LLC | Delaware |
| Aderant North America, Inc. | Florida |
| Aderant Parent Holdings, Inc. | Delaware |
| AlphaTrust LLC | Delaware |
| American LegalNet India Private Limited | India |
| ARCC FL Corp. | Delaware |
| Archisnapper BV | Belgium |
| Ascension Technology Corporation | Delaware |
| Assureweb Limited | United Kingdom |
| Atlantic Health Partners Associates, Inc. | Delaware |
| Atlantic Health Partners, Inc. | Delaware |
| Cardsmith, LLC | Delaware |
| CBORD Holdings Corp. | Delaware |
| CBORD Holdings Corp. II | Delaware |
| Civco Holding, Inc. | Delaware |
| Civco Medical Instruments Co., Inc. | Iowa |
| Clinisys (India) Private Limited | India |
| Clinisys Australia Pty Ltd | Australia |
| Clinisys Austria GesmbH | Austria |
| Clinisys Deutschland GmbH | Germany |
| Clinisys Diagnostic Solutions Ireland Limited | Ireland |
| Clinisys Europe Limited | United Kingdom |
| Clinisys France Sarl | France |
| Clinisys Information Systems (Europe) Limited | United Kingdom |
| Clinisys Information Systems (International) Limited | United Kingdom |
| Clinisys Nederland B.V. | Netherlands |
| Clinisys NV | Belgium |
| Clinisys Schweiz AG | Switzerland |
| Clinisys Solutions Limited | United Kingdom |
| Clinisys Spain S.L. | Spain |
| Clinisys, Inc. | Pennsylvania |
| ConstructConnect Canada, Inc. | Canada |
| ConstructConnect, Inc. | Delaware |
| Dash I, Inc. | Delaware |
| DAT CNUS, Inc. | Delaware |
| DAT Solutions, LLC | Delaware |
| Data Innovations Canada Ltd. | Canada |

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| Data Innovations Cooperatief U.A. | Netherlands |
| Data Innovations Europe S.A. | Belgium |
| Data Innovations Latin America Ltda | Brazil |
| Data Innovations LLC | Delaware |
| DATSolutions Private Limited | India |
| Dawning Technologies LLC | Delaware |
| DCMH Group Holdings, Inc. | Delaware |
| Deltek Ajera, LLC | Oregon |
| Deltek Asia Pacific (HK) Limited | Hong Kong |
| Deltek Australia Pty Ltd. | Australia |
| Deltek Danmark A/S | Denmark |
| Deltek France SAS | France |
| Deltek GB Limited | United Kingdom |
| Deltek GmbH | Germany |
| Deltek Nederland B.V. | Netherlands |
| Deltek Netherlands B.V. | Netherlands |
| Deltek Norge AS | Norway |
| Deltek Philippines LLC | Virginia |
| Deltek Replicon Software (India) Private Limited | India |
| Deltek Sverige AB | Sweden |
| Deltek Systems (Canada), Inc. | Canada |
| Deltek, Inc. | Delaware |
| DI Dutch Holdings LLC | Delaware |
| DI Hong Kong Limited | Hong Kong |
| Dominion I, Inc. | Delaware |
| eSped.com Incorporated | Delaware |
| Excalibur Holdco LLC | Delaware |
| Fluid Metering, Inc. | Delaware |
| Forecast 5 Analytics, LLC | Delaware |
| Forecast 5 Holdings, LLC | Delaware |
| Foundry Visionmongers (Ireland) Limited | Ireland |
| Frontline Parent Holding Company | Delaware |
| Frontline Technologies Blocker Buyer, Inc. | Delaware |
| Frontline Technologies Canada LLC | Delaware |
| Frontline Technologies Group, LLC | Delaware |
| Frontline Technologies Parent, LLC | Delaware |
| GEM/CAP, LLC | Texas |
| Genesis Acquisition Co. | Delaware |
| GuideK12, LLC | Delaware |
| Handshake Software, Inc. | Georgia |
| Hansco Automatisering B.V. | Netherlands |
| Higher One Machines LLC | Delaware |
| Horizon Software International, LLC | Georgia |
| HRSmart Canada Inc. | Canada |
| HRsmart France SAS | France |
| HRsmart Germany GmbH | Germany |
| HRsmart International | Cayman Islands |

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| HRsmart International Holdings LLC | Texas |
| HRsmart Mexico S. de R.L. de C.V. | Mexico |
| HRsmart Talent Management Solutions Europe Limited | United Kingdom |
| HRsmart Ventures LLC | Texas |
| HRsmart, Inc. | Delaware |
| Innovative Product Achievements, LLC | Delaware |
| Inovonics Corporation | Colorado |
| Intellitrans Limited | United Kingdom |
| Intellitrans Sweden AB | Sweden |
| IntelliTrans, LLC | Delaware |
| iPipeline (TCP) Limited | United Kingdom |
| iPipeline Canada Inc | Quebec, Canada |
| iPipeline Co., Ltd. | Japan |
| iPipeline Holdings, Inc. | Delaware |
| iPipeline Limited | United Kingdom |
| iPipeline, Inc. | Delaware |
| iSqFt Holdings, Inc. | Delaware |
| iSqFt Parent Corporation | Delaware |
| iSqFt Sub, Inc. | Delaware |
| iTradeNetwork, Inc. | Delaware |
| Ladder Software Inc. | British Columbia, Canada |
| Link Logistics Holding LLC | Delaware |
| Loadlink Technologies Corporation | Canada |
| Managed Health Care Associates, Inc. | Delaware |
| MED Professional Services, LLC | Delaware |
| MHA Long Term Care Network, Inc. | Delaware |
| MHA Long Term Care Services, Inc. | Delaware |
| Navigator Group Purchasing, LLC | Delaware |
| NDI Europe GmbH | Germany |
| Neptune Technology 2000 Inc. | Delaware |
| Neptune Technology Group Canada Co. | Nova Scotia, Canada |
| Neptune Technology Group, LLC | Delaware |
| Neptune Technology Group Mexico S. de R.L. de C.V. | Mexico |
| Neptune Technology Group Services Inc. | Delaware |
| Northern Digital Inc. | Canada |
| NTG Holding Corp. | Delaware |
| Omega Legal Systems, Inc. | Arizona |
| PB Bidco Limited | United Kingdom |
| PB Midco Limited | United Kingdom |
| PGP UK Limited | Scotland |
| PowerPlan Canada ULC | Canada |
| PowerPlan Holdings, Inc. | Delaware |
| PowerPlan, Inc. | Delaware |
| PowerPlan Intermediate Holdings Inc. | Delaware |
| PowerPlan Operations ANZ Pty Ltd | Australia |
| PowerPlan Operations UK Ltd | United Kingdom |
| Procare Software, LLC | Delaware |

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| Project AJ Merger Sub, Inc. | Delaware |
| Project Buffalo Holding LLC | Delaware |
| Project Diamond Intermediate Holdings Corporation | Delaware |
| Project River Acquisition Company, LP | Delaware |
| Project River Holdings 1 ULC | British Columbia, Canada |
| Project River Holdings 2 ULC | British Columbia, Canada |
| Project Torque Intermediate Holdings, Inc. | Delaware |
| Project Viking Holdings, Inc. | Delaware |
| Project Viking Intermediate, LLC | Delaware |
| Project Vision Merger Sub II Inc. | Delaware |
| Quickcharge, LLC | Delaware |
| RCP Vega, Inc | Delaware |
| Replicon Australia Pty Ltd | Australia |
| Replicon Europe Limited | United Kingdom |
| RF IDEas, Inc. | Delaware |
| RIPIC Holdco Inc. | Delaware |
| Roper Acquisitions Holdings Inc. | Delaware |
| Roper Administration LLC | Delaware |
| Roper Asia Pte. Ltd. | Singapore |
| Roper Holdings Limited | United Kingdom |
| Roper Holdings Pte. Ltd. | Singapore |
| Roper Industries, Inc. | Delaware |
| Roper International Holding, Inc. | Delaware |
| Roper NL1 UK Limited | United Kingdom |
| Roper NL2 UK Limited | United Kingdom |
| Roper Operations Company I, LLC | Delaware |
| Roper Operations Company II, LLC | Delaware |
| Roper RC Limited | United Kingdom |
| Roper T1 LLC | Delaware |
| Roper T1000 Corp. | Delaware |
| Roper T2 LP | Delaware |
| Roper Tech. Middle East Ltd. FZCO | Dubai (FZCO) |
| Roper Technologies (Ireland) Limited | Ireland |
| Roper UK 2 Limited | United Kingdom |
| Roper UK, Ltd. | United Kingdom |
| Roper-Mex, L.P. | Delaware |
| Ropintassco Holdings, L.P. | Delaware |
| RTI Canada Holding ULC | Alberta, Canada |
| SHP Group Holdings, Inc. | Delaware |
| Societe de Distribution de Logiciels Medicaux | France |
| Softwriters Holdings, Inc. | Delaware |
| SoftWriters, Inc. | Delaware |
| Sohnar Pty Ltd | Australia |
| Strata Decision Technology India Private Limited | India |
| Strata Decision Technology, LLC | Delaware |
| Strategic Healthcare Programs Blocker 2, Inc. | Delaware |
| Strategic Healthcare Programs Blocker LLC | Delaware |

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| Strategic Healthcare Programs Holdings, LLC | Delaware |
| Strategic Healthcare Programs, L.L.C. | Delaware |
| TB XII-A Frontline Blocker, L.L.C. | Delaware |
| The CBORD Group LLC | Delaware |
| The Foundry USCo, Inc. | Delaware |
| The Foundry Visionmongers Ltd. | United Kingdom |
| Torque Acquisition Holdco Inc. | Delaware |
| Transact Campus Canada, Inc. | Ontario, Canada |
| Transact Campus LLC | Delaware |
| Transact Campus India Private Limited | India |
| Transact Campus Limited | Ireland |
| Transact Campus Payments LLC | Delaware |
| Transact Holdings Inc. | Delaware |
| Transact Topco LLC | Delaware |
| Trucker Tools, LLC | Virginia |
| Union Square Software Inc. | Ontario, Canada |
| Union Square Software Limited | United Kingdom |
| Union Square Software Pty | Australia |
| Verathon Canada Holdings, Inc. | Delaware |
| Verathon Inc. | Washington |
| Verathon Medical (Australia) Pty Limited | Australia |
| Verathon Medical (Canada) ULC | Canada |
| Verathon Medical (Europe) B.V. | Netherlands |
| Verathon Medical (France) SARL | France |
| Verathon Medical (Hong Kong) Limited | Hong Kong |
| Verathon Medical (Japan) K.K. | Japan |
| Verathon Medical (UK) Ltd. | United Kingdom |
| Verathon Medical Germany GmbH | Germany |
| Vertafore Canada, Inc. | Canada |
| Vertafore India Private Limited | India |
| Vertafore, Inc. | Delaware |
| WorkBook APAC Ltd. | Vietnam |
| Workbook Software A/S | Denmark |

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We hereby consent to the incorporation by reference in the Registration Statements on Form S-3 (No. 333-282807) and Form S-8 (Nos. 333-211671, 333-135700, 333-35666, 333-35672, 333-36897, 333-105920, 333-182779, 333-257062) of Roper Technologies, Inc. of our report dated February 24, 2025 relating to the financial statements and the effectiveness of internal control over financial reporting, which appears in this Form 10-K.

/s/ PricewaterhouseCoopers LLP

Tampa, Florida

February 24, 2025

I, L. Neil Hunn, certify that:

1. I have reviewed this Annual Report on Form 10-K of Roper Technologies, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 24, 2025

/s/ L. Neil Hunn

L. Neil Hunn

President and Chief Executive Officer

(Principal Executive Officer)

I, Jason P. Conley, certify that:

1. I have reviewed this Annual Report on Form 10-K of Roper Technologies, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 24, 2025

/s/ Jason P. Conley

Jason P. Conley

Executive Vice President and Chief Financial Officer

(Principal Financial Officer)

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the Annual Report of Roper Technologies, Inc. (the "Company") on Form 10-K for the year ended December 31, 2024, as filed with the Securities and Exchange Commission on the date hereof (the "Report"), L. Neil Hunn, Chief Executive Officer of the Company, and Jason P. Conley, Chief Financial Officer of the Company, each hereby certifies, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, to the best of his knowledge that:

1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and
2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Date: February 24, 2025

/s/ L. Neil Hunn

L. Neil Hunn

President and Chief Executive Officer
(Principal Executive Officer)

/s/ Jason P. Conley

Jason P. Conley

Executive Vice President and Chief Financial Officer
(Principal Financial Officer)

This certification accompanies the Annual Report on Form 10-K pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 and shall not be deemed filed for purposes of Section 18 of the Exchange Act, or otherwise subject to the liability of that section. This certification shall not be deemed to be incorporated by reference into any filing under the Securities Act or the Exchange Act, except to the extent that Roper Technologies, Inc. specifically incorporates it by reference.