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

FORM 10-Q

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

For the quarterly period ended June 30, 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	**51-0263969**
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
6496 University Parkway	
Sarasota, Florida	**34240**
(Address of principal executive offices)	(Zip Code)

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

(Former name, former address and former fiscal year, if changed since last report)

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

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 is a shell company (as defined in Rule 12b-2 of the Exchange Act). ☐ Yes ☒ No

The number of shares outstanding of the registrant's common stock as of July 26, 2024 was 107,198,665.

ROPER TECHNOLOGIES, INC.

REPORT ON FORM 10-Q FOR THE QUARTERLY PERIOD ENDED JUNE 30, 2024

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PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

Roper Technologies, Inc.
Condensed Consolidated Statements of Earnings (unaudited)
(in millions, except per share data)

	Three months ended June 30,		Six months ended June 30,	
	2024	**2023**	**2024**	**2023**
Net revenues	$ 1,716.8	$ 1,531.2	$ 3,397.5	$ 3,000.9
Cost of sales	523.5	464.1	1,023.2	915.2
Gross profit	1,193.3	1,067.1	2,374.3	2,085.7
Selling, general and administrative expenses	699.1	631.8	1,398.8	1,249.4
Income from operations	494.2	435.3	975.5	836.3
Interest expense, net	67.5	34.8	120.7	72.2
Equity investments (gain) loss, net	0.8	(66.0)	(56.2)	(64.8)
Other expense, net	0.6	2.8	1.8	5.1
Earnings before income taxes	425.3	463.7	909.2	823.8
Income taxes	88.2	102.7	190.1	178.5
Net earnings from continuing operations	337.1	361.0	719.1	645.3
Loss from discontinued operations, net of tax	—	—	—	(1.2)
Gain on disposition of discontinued operations, net of tax	—	3.9	—	3.9
Net earnings from discontinued operations	—	3.9	—	2.7
Net earnings	$ 337.1	$ 364.9	$ 719.1	$ 648.0
Net earnings per share from continuing operations:				
Basic	$ 3.15	$ 3.38	$ 6.72	$ 6.06
Diluted	$ 3.12	$ 3.36	$ 6.66	$ 6.02
Net earnings per share from discontinued operations:				
Basic	$ —	$ 0.04	$ —	$ 0.03
Diluted	$ —	$ 0.04	$ —	$ 0.02
Net earnings per share:				
Basic	$ 3.15	$ 3.42	$ 6.72	$ 6.09
Diluted	$ 3.12	$ 3.40	$ 6.66	$ 6.04
Weighted average common shares outstanding:				
Basic	107.1	106.6	107.0	106.4
Diluted	107.9	107.4	107.9	107.2

See accompanying notes to Condensed Consolidated Financial Statements.

Roper Technologies, Inc.
Condensed Consolidated Statements of Comprehensive Income (unaudited)
(in millions)

	Three months ended June 30,		Six months ended June 30,	
	2024	**2023**	**2024**	**2023**
Net earnings	$ 337.1	$ 364.9	$ 719.1	$ 648.0
Other comprehensive income (loss), net of tax:				
Foreign currency translation adjustments	(0.9)	36.2	(20.0)	60.3
Total other comprehensive income (loss), net of tax	(0.9)	36.2	(20.0)	60.3
Comprehensive income	$ 336.2	$ 401.1	$ 699.1	$ 708.3

See accompanying notes to Condensed Consolidated Financial Statements.

Roper Technologies, Inc.
Condensed Consolidated Balance Sheets (unaudited)
(in millions)

	June 30, 2024	December 31, 2023
ASSETS:		
Cash and cash equivalents	$ 251.5	$ 214.3
Accounts receivable, net	739.9	829.9
Inventories, net	128.8	118.6
Income taxes receivable	48.0	47.7
Unbilled receivables	123.8	106.4
Other current assets	198.2	164.5
Total current assets	1,490.2	1,481.4
Property, plant and equipment, net	116.4	119.6
Goodwill	18,313.1	17,118.8
Other intangible assets, net	8,645.3	8,212.1
Deferred taxes	30.7	32.2
Equity investments	842.8	795.7
Other assets	409.0	407.7
Total assets	$ 29,847.5	$ 28,167.5
LIABILITIES AND STOCKHOLDERS' EQUITY:		
Accounts payable	$ 149.4	$ 143.0
Accrued compensation	189.5	250.0
Deferred revenue	1,468.3	1,583.8
Other accrued liabilities	469.7	446.5
Income taxes payable	30.9	40.4
Current portion of long-term debt, net	500.0	499.5
Total current liabilities	2,807.8	2,963.2
Long-term debt, net of current portion	6,923.9	5,830.6
Deferred taxes	1,585.4	1,513.1
Other liabilities	391.4	415.8
Total liabilities	11,708.5	10,722.7
Commitments and contingencies (Note 10)		
Common stock	1.1	1.1
Additional paid-in capital	2,923.0	2,767.0
Retained earnings	15,374.3	14,816.3
Accumulated other comprehensive loss	(142.8)	(122.8)
Treasury stock	(16.6)	(16.8)
Total stockholders' equity	18,139.0	17,444.8
Total liabilities and stockholders' equity	$ 29,847.5	$ 28,167.5

See accompanying notes to Condensed Consolidated Financial Statements.

Roper Technologies, Inc.
Condensed Consolidated Statements of Cash Flows (unaudited)
(in millions)

	Six months ended June 30,	
	2024	**2023**
Cash flows from operating activities:		
Net earnings from continuing operations	$ 719.1	$ 645.3
Adjustments to reconcile net earnings from continuing operations to cash flows from operating activities:		
Depreciation and amortization of property, plant and equipment	18.5	17.3
Amortization of intangible assets	377.2	350.6
Amortization of deferred financing costs	4.5	5.1
Non-cash stock compensation	73.3	63.5
Equity investments gain, net	(56.2)	(64.8)
Income tax provision	190.1	178.5
Changes in operating assets and liabilities, net of acquired businesses:		
Accounts receivable	96.7	46.7
Unbilled receivables	(17.7)	(14.9)
Inventories	(11.0)	(5.9)
Accounts payable	4.5	17.9
Other accrued liabilities	(47.3)	(91.0)
Deferred revenue	(122.6)	(98.3)
Cash income taxes paid	(284.3)	(231.5)
Other, net	(29.2)	(33.5)
Cash provided by operating activities from continuing operations	915.6	785.0
Cash used in operating activities from discontinued operations	—	(1.7)
Cash provided by operating activities	915.6	783.3
Cash flows from (used in) investing activities:		
Acquisitions of businesses, net of cash acquired	(1,858.3)	(17.3)
Capital expenditures	(15.9)	(24.9)
Capitalized software expenditures	(20.5)	(19.3)
Distributions from equity investment	8.4	12.1
Other, net	(1.1)	(2.9)
Cash used in investing activities from continuing operations	(1,887.4)	(52.3)
Cash provided by disposition of discontinued operations	—	2.0
Cash used in investing activities	(1,887.4)	(50.3)
Cash flows from (used in) financing activities:		
Borrowings under revolving line of credit, net	1,090.0	—
Cash dividends to stockholders	(160.6)	(144.8)
Proceeds from stock-based compensation, net	75.9	60.8
Treasury stock sales	10.3	8.4
Other	(0.2)	(0.2)
Cash provided by (used in) financing activities	1,015.4	(75.8)
Effect of exchange rate changes on cash	(6.4)	12.8
Net increase in cash and cash equivalents	37.2	670.0
Cash and cash equivalents, beginning of period	214.3	792.8
Cash and cash equivalents, end of period	$ 251.5	$ 1,462.8

See accompanying notes to Condensed Consolidated Financial Statements.

Roper Technologies, Inc.
Condensed Consolidated Statements of Changes in Stockholders' Equity (unaudited)
(in millions, except per share data)

	Common stock	Additional paid-in capital	Retained earnings	Accumulated other comprehensive loss	Treasury stock	Total stockholders' equity
Balances at March 31, 2024	$ 1.1	$ 2,837.1	$ 15,118.0	$ (141.9)	$ (16.7)	$ 17,797.6
Net earnings	—	—	337.1	—	—	337.1
Stock option exercises	—	42.6	—	—	—	42.6
Treasury stock sold	—	4.4	—	—	0.1	4.5
Currency translation adjustments	—	—	—	(0.9)	—	(0.9)
Stock-based compensation	—	39.4	—	—	—	39.4
Restricted stock activity	—	(0.5)	—	—	—	(0.5)
Dividends declared ($0.75 per share)	—	—	(80.8)	—	—	(80.8)
Balances at June 30, 2024	$ 1.1	$ 2,923.0	$ 15,374.3	$ (142.8)	$ (16.6)	$ 18,139.0
Balances at December 31, 2023	$ 1.1	$ 2,767.0	$ 14,816.3	$ (122.8)	$ (16.8)	$ 17,444.8
Net earnings	—	—	719.1	—	—	719.1
Stock option exercises	—	90.0	—	—	—	90.0
Treasury stock sold	—	10.1	—	—	0.2	10.3
Currency translation adjustments	—	—	—	(20.0)	—	(20.0)
Stock-based compensation	—	74.0	—	—	—	74.0
Restricted stock activity	—	(18.1)	—	—	—	(18.1)
Dividends declared ($1.50 per share)	—	—	(161.1)	—	—	(161.1)
Balances at June 30, 2024	$ 1.1	$ 2,923.0	$ 15,374.3	$ (142.8)	$ (16.6)	$ 18,139.0
Balances at March 31, 2023	$ 1.1	$ 2,570.4	$ 13,941.2	$ (162.9)	$ (17.1)	$ 16,332.7
Net earnings	—	—	364.9	—	—	364.9
Stock option exercises	—	48.1	—	—	—	48.1
Treasury stock sold	—	3.6	—	—	0.1	3.7
Currency translation adjustments	—	—	—	36.2	—	36.2
Stock-based compensation	—	33.8	—	—	—	33.8
Restricted stock activity	—	(0.6)	—	—	—	(0.6)
Dividends declared ($0.6825 per share)	—	—	(72.9)	—	—	(72.9)
Balances at June 30, 2023	$ 1.1	$ 2,655.3	$ 14,233.2	$ (126.7)	$ (17.0)	$ 16,745.9
Balances at December 31, 2022	$ 1.1	$ 2,510.2	$ 13,730.7	$ (187.0)	$ (17.2)	$ 16,037.8
Net earnings	—	—	648.0	—	—	648.0
Stock option exercises	—	81.8	—	—	—	81.8
Treasury stock sold	—	8.2	—	—	0.2	8.4
Currency translation adjustments	—	—	—	60.3	—	60.3
Stock-based compensation	—	65.2	—	—	—	65.2
Restricted stock activity	—	(10.1)	—	—	—	(10.1)
Dividends declared ($1.365 per share)	—	—	(145.5)	—	—	(145.5)
Balances at June 30, 2023	$ 1.1	$ 2,655.3	$ 14,233.2	$ (126.7)	$ (17.0)	$ 16,745.9

See accompanying notes to Condensed Consolidated Financial Statements.

1. Basis of Presentation

The accompanying Condensed Consolidated Financial Statements for the three and six months ended June 30, 2024 and 2023 are unaudited. In the opinion of management, the accompanying unaudited Condensed Consolidated Financial Statements reflect all adjustments, which include only normal recurring adjustments, necessary to state fairly the financial position, results of operations, comprehensive income, and cash flows of Roper Technologies, Inc. and its subsidiaries ("Roper," the "Company," "we," "our," or "us") for all periods presented. The December 31, 2023 financial position data included herein was derived from the audited consolidated financial statements included in the Company's 2023 Annual Report on Form 10-K ("Annual Report") filed on February 22, 2024 with the U.S. Securities and Exchange Commission ("SEC") but does not include all annual disclosures required by U.S. generally accepted accounting principles ("GAAP").

Roper's management has made estimates and assumptions related to the reporting of assets and liabilities and the disclosure of contingent assets and liabilities to prepare these Condensed Consolidated Financial Statements in conformity with GAAP. Actual results could differ from those estimates.

The results of operations for the three and six months ended June 30, 2024 are not necessarily indicative of the results to be expected for the full year. You should read these unaudited Condensed Consolidated Financial Statements in conjunction with Roper's audited Consolidated Financial Statements and the notes thereto included in its Annual Report. Certain prior period amounts have been reclassified to conform to current period presentation.

In 2022, Roper completed the divestiture of a 51% majority equity stake in its industrial businesses ("Indicor"). The financial results related to Indicor are reported as discontinued operations for all periods presented.

Following the sale of the majority stake, Roper retained a minority equity interest in Indicor. See Note 9 for additional information on this minority equity interest.

Unless otherwise noted, discussion within these Notes to Condensed Consolidated Financial Statements relates to continuing operations.

2. 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.

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. This guidance is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company is currently evaluating the potential impact of adopting this new guidance on its Consolidated Financial Statements and related disclosures.

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. Early adoption is permitted. The Company is currently evaluating the potential impact of adopting this new guidance on its Consolidated Financial Statements and related disclosures.

3. Weighted Average Shares Outstanding

Basic earnings per share was calculated using net earnings and the weighted average number of shares of common stock outstanding during the respective period. 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 period. Potentially dilutive common stock consisted of stock options and restricted stock awards based upon the average trading price of Roper's common stock. The effects of potential common stock were determined using the treasury stock method.

Weighted average shares outstanding are presented below:

	Three months ended June 30,		Six months ended June 30,	
	2024	2023	2024	2023
Basic shares outstanding	107.1	106.6	107.0	106.4
Effect of potential common stock:				
Common stock awards	0.8	0.8	0.9	0.8
Diluted shares outstanding	107.9	107.4	107.9	107.2

For the three and six months ended June 30, 2024, there were 0.387 and 0.384 stock-based awards outstanding that were not included in the determination of diluted earnings per share because doing so would have been antidilutive, as compared to 0.735 and 0.737 stock-based awards outstanding that would have been antidilutive in the respective 2023 periods.

4. Business Acquisitions

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 next 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 this acquisition. The amortizable intangible assets include customer relationships of $708.0 (20 year useful life) and technology of $54.0 (5 year useful life).

The results of operations of the acquired business are included in Roper's Condensed Consolidated Financial Statements from the date of acquisition. Pro forma results of operations and the revenues and net earnings subsequent to the acquisition date have not been presented because the effects of the acquisition were not material to our financial results.

5. Stock-Based Compensation

The Roper Technologies, Inc. 2021 Incentive 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 following table provides information regarding the Company's stock-based compensation expense:

	Three months ended June 30,		Six months ended June 30,	
	2024	2023	2024	2023
Stock-based compensation	$ 39.7	$ 33.3	$ 73.3	$ 63.5
Tax benefit recognized in net earnings	6.7	5.5	12.6	10.7

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.

Stock Options – During the six months ended June 30, 2024, 0.263 options were granted with a weighted-average fair value of $ 173.72 per option. During the same six-month period in 2023, 0.363 options were granted with a weighted-average fair value of $ 129.01 per option. All options were issued with an exercise price equal to the closing price of Roper's common stock on the date of grant, as required by the Company's stock-based compensation plan.

Roper records compensation expense for employee stock options based on the estimated fair value of the options on the date of grant using the Black-Scholes option pricing model. Historical data is used to estimate the expected price volatility, the expected dividend yield, and the expected option life. 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 following weighted average assumptions were used to estimate the fair value of options granted during the current and prior year periods using the Black-Scholes option pricing model:

	Six months ended June 30,	
	2024	2023
Risk-free interest rate (%)	4.17	3.73
Expected option life (years)	5.73	5.63
Expected volatility (%)	25.57	26.04
Expected dividend yield (%)	0.51	0.64

Cash received from option exercises for the six months ended June 30, 2024 and 2023 was $ 88.1 and $70.9, respectively.

Restricted Stock Awards – During the six months ended June 30, 2024, the Company granted 0.368 shares of restricted stock awards with a weighted-average grant date fair value of $555.12 per share. During the same six-month period in 2023, the Company granted 0.242 shares of restricted stock awards with a weighted-average grant date fair value of $431.05 per share. These awards were granted at the fair market value of the share on the date of grant.

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 the six months ended June 30, 2024 increased as compared to the six months ended June 30, 2023 due primarily to the adoption of a supplemental equity compensation program for the Company's business unit leadership teams under which 0.129 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 the six months ended June 30, 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 relative total shareholder return. Comparably, during the six months ended June 30, 2023, 0.071 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.

During the six months ended June 30, 2024, 0.105 restricted stock award shares vested with a weighted-average grant date fair value of $ 438.44 per share and a weighted-average vest date fair value of $555.71 per share.

Employee Stock Purchase Plan – Roper's employee stock purchase plan ("ESPP") allows employees in the U.S. and Canada 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.

During both the six months ended June 30, 2024 and 2023, participants in the ESPP purchased 0.021 shares of Roper's common stock for total consideration of $10.3 and $8.4, respectively. All of these shares were purchased from Roper's treasury shares.

Roper's ESPP was amended effective July 1, 2024, under which the six-month minimum employment requirement was removed from the eligibility requirements for employee participation in the ESPP.

6. Inventories

The components of inventories were as follows:

	June 30, 2024	December 31, 2023
Raw materials and supplies	$ 58.0	$ 57.6
Work in process	33.2	28.7
Finished products	47.7	41.8
Inventory reserves	(10.1)	(9.5)
Inventories, net	$ 128.8	$ 118.6

7. 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, 2023	$ 12,563.4	$ 3,624.6	$ 930.8	$ 17,118.8
Goodwill acquired	1,208.2	—	—	1,208.2
Other	(7.0)	—	—	(7.0)
Currency translation adjustments	(4.0)	(2.2)	(0.7)	(6.9)
Balances at June 30, 2024	$ 13,760.6	$ 3,622.4	$ 930.1	$ 18,313.1

Other relates to purchase accounting adjustments for acquisitions and is composed primarily of a measurement period adjustment of $ 9.8 to decrease goodwill and deferred tax liabilities in connection with the Syntellis 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	$ 11,996.2	$ (3,784.1)	$ 8,212.1
Assets subject to amortization:			
Customer related intangibles	$ 10,608.3	$ (3,141.8)	$ 7,466.5
Unpatented technology	803.5	(399.5)	404.0
Software	109.8	(108.5)	1.3
Patents and other protective rights	9.2	(1.7)	7.5
Assets not subject to amortization:			
Trade names	766.0	—	766.0
Balances at June 30, 2024	$ 12,296.8	$ (3,651.5)	$ 8,645.3

Amortization expense of other intangible assets was $ 184.9 and $170.5 during the three months ended June 30, 2024 and 2023, respectively, and $363.3 and $340.9 during the six months ended June 30, 2024 and 2023, respectively.

An evaluation of the carrying value of goodwill and other indefinite-lived intangibles is required to be performed on an annual basis and on 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. There have been no events or changes in circumstances which indicate an interim impairment review is required in 2024. The Company will perform the annual analysis during the fourth quarter of 2024.

8. 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.

Roper’s debt at June 30, 2024 included $ 6,000 of fixed-rate senior notes with the following fair values:

Fixed-rate senior notes			Fair value
Principal amount	**Interest rate**	**Year of maturity**	**As of June 30, 2024**
$ 500	2.350%	2024	$ 496
$ 300	3.850%	2025	$ 293
$ 700	1.000%	2025	$ 663
$ 700	3.800%	2026	$ 676
$ 700	1.400%	2027	$ 622
$ 800	4.200%	2028	$ 772
$ 700	2.950%	2029	$ 629
$ 600	2.000%	2030	$ 500
$ 1,000	1.750%	2031	$ 804

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.

At June 30, 2024 and December 31, 2023, there were $ 1,450.0 and $360.0 of borrowings outstanding on our unsecured credit facility, respectively. The carrying value of these borrowings approximates their estimated fair value.

9. Equity Investments

Indicor Investment – As of June 30, 2024 and December 31, 2023, the Company held a 46.4% and 47.3% equity interest in Indicor Equity, LLC, respectively. 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) loss, net” in our Condensed Consolidated Statements of Earnings.

Although we believe our assumptions are considered reasonable and are consistent with the plans and estimates included in our Annual Report, there is significant judgment applied to determine fair value. Changes in estimates or the application of alternative assumptions could produce significantly different results. Our valuation methodology utilizes the market multiple approach consisting of comparable guideline public companies revenue and earnings multiples to estimate the fair value of this equity investment. 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:

	Three months ended June 30,		Six months ended June 30,	
	2024	2023	2024	2023
Beginning balance	$ 740.3	$ 535.0	$ 675.9	$ 535.0
Change in fair value	(9.3)	56.3	55.1	56.3
Ending balance	$ 731.0	$ 591.3	$ 731.0	$ 591.3

The Company received dividend distributions from Indicor of $8.4 during the three and six months ended June 30, 2024 and $ 12.1 during the three and six months ended June 30, 2023, which are reported within "Equity investments (gain) loss, net" in our Condensed Consolidated Statements of Earnings. These dividend distributions were intended to offset certain cash taxes payable associated with the Company's ownership stake and were contemplated in the determination of the fair value for the equity investment in Indicor.

Certinia Investment – In 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. This equity investment is accounted for under the equity method of accounting whereby our proportionate share of earnings or loss associated with the investment is reported as a component of "Equity investments (gain) loss, net" in our Condensed Consolidated Statements of Earnings with a corresponding change in the balance of our equity investment. Our proportionate share of loss associated with our investment in Certinia was $0.4 and $8.0 for the three and six months ended June 30, 2024, respectively. The balance of our equity investment in Certinia, reported as a component of "Equity investments" in our Condensed Consolidated Balance Sheets, was $111.8 as of June 30, 2024.

10. 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"), is a defendant in an action 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, alleges PowerPlan has engaged in anticompetitive practices in violation of federal antitrust law. The plaintiff further alleges that PowerPlan violated Georgia's deceptive trade practices act and undertook other tortious activities which impacted the plaintiff's ability to commercialize its software and services offerings. The plaintiff claims damages of approximately $66, and seeks treble damages in addition to punitive damages, attorney fees, and pre-judgment interest. PowerPlan strongly denies the allegations in the dispute, and has asserted several affirmative defenses. PowerPlan and the plaintiff have each moved for summary judgment, and oral argument on the motions was held on May 7, 2024. A decision from the District Court on the motions is pending.

11. Business Segments

The following table presents selected financial information by reportable segment:

	Three months ended June 30, 2024	Three months ended June 30, 2023	Change %	Six months ended June 30, 2024	Six months ended June 30, 2023	Change %
Net revenues:						
Application Software	$ 931.8	$ 770.3	21.0 %	$ 1,827.0	$ 1,531.7	19.3 %
Network Software	364.2	358.1	1.7 %	735.0	712.6	3.1 %
Technology Enabled Products	420.8	402.8	4.5 %	835.5	756.6	10.4 %
Total	$ 1,716.8	$ 1,531.2	12.1 %	$ 3,397.5	$ 3,000.9	13.2 %
Gross profit:						
Application Software	$ 641.1	$ 531.0	20.7 %	$ 1,266.8	$ 1,051.5	20.5 %
Network Software	307.8	303.9	1.3 %	624.1	603.3	3.4 %
Technology Enabled Products	244.4	232.2	5.3 %	483.4	430.9	12.2 %
Total	$ 1,193.3	$ 1,067.1	11.8 %	$ 2,374.3	$ 2,085.7	13.8 %
Operating profit*:						
Application Software	$ 251.1	$ 201.2	24.8 %	$ 490.7	$ 394.4	24.4 %
Network Software	159.1	153.1	3.9 %	326.1	300.6	8.5 %
Technology Enabled Products	146.7	139.1	5.5 %	282.9	254.6	11.1 %
Total	$ 556.9	$ 493.4	12.9 %	$ 1,099.7	$ 949.6	15.8 %
Long-lived assets:						
Application Software	$ 189.0	$ 161.9	16.7 %			
Network Software	23.8	28.7	(17.1)%			
Technology Enabled Products	33.3	29.8	11.7 %			
Total	$ 246.1	$ 220.4	11.7 %			

*Segment operating profit is before unallocated corporate general and administrative expenses and enterprise-wide stock-based compensation. These expenses were $62.7 and $58.1 for the three months ended June 30, 2024 and 2023, respectively, and $ 124.2 and $113.3 for the six months ended June 30, 2024 and 2023, respectively.

12. Revenues from Contracts

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 related to software licenses; (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 table below:

Revenue stream	Three months ended June 30, 2024 Application Software	Network Software	Technology Enabled Products	Total	Three months ended June 30, 2023 Application Software	Network Software	Technology Enabled Products	Total
Software related								
Recurring	$ 700.2	$ 263.1	$ 6.2	$ 969.5	$ 587.2	$ 258.3	$ 4.2	$ 849.7
Reoccurring	80.5	66.6	—	147.1	34.3	65.7	—	100.0
Non-recurring	151.1	34.5	—	185.6	148.8	34.1	0.4	183.3
Total Software Revenue	931.8	364.2	6.2	1,302.2	770.3	358.1	4.6	1,133.0
Product Revenue	—	—	414.6	414.6	—	—	398.2	398.2
Total Revenue	$ 931.8	$ 364.2	$ 420.8	$ 1,716.8	$ 770.3	$ 358.1	$ 402.8	$ 1,531.2

Revenue stream	Six months ended June 30, 2024 Application Software	Network Software	Technology Enabled Products	Total	Six months ended June 30, 2023 Application Software	Network Software	Technology Enabled Products	Total
Software related								
Recurring	$ 1,393.8	$ 530.9	$ 11.8	$ 1,936.5	$ 1,167.8	$ 514.2	$ 8.0	$ 1,690.0
Reoccurring	134.1	135.2	—	269.3	69.7	129.9	—	199.6
Non-recurring	299.1	68.9	—	368.0	294.2	68.5	0.8	363.5
Total Software Revenue	1,827.0	735.0	11.8	2,573.8	1,531.7	712.6	8.8	2,253.1
Product Revenue	—	—	823.7	823.7	—	—	747.8	747.8
Total Revenue	$ 1,827.0	$ 735.0	$ 835.5	$ 3,397.5	$ 1,531.7	$ 712.6	$ 756.6	$ 3,000.9

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 June 30, 2024, total remaining performance obligations were $4,277.7. We expect to recognize revenues of $2,836.4, or approximately 66% of our remaining performance obligations over the next 12 months ("Backlog"), with the remainder of the revenue to be recognized thereafter.

Contract balances

Balance sheet account	June 30, 2024	December 31, 2023	Change
Unbilled receivables	$ 123.8	$ 106.4	$ 17.4
Deferred revenue – current	(1,468.3)	(1,583.8)	115.5
Deferred revenue – non-current [(1)]	(132.8)	(130.7)	(2.1)
Net contract assets/(liabilities)	$ (1,477.3)	$ (1,608.1)	$ 130.8

[(1)] The non-current portion of deferred revenue is included in "Other liabilities" in our Condensed Consolidated Balance Sheets.

The change in our net contract assets/(liabilities) from December 31, 2023 to June 30, 2024 was primarily due to the timing of payments and invoicing related to SaaS and post-contract support ("PCS") renewals, driven predominantly by the SaaS renewal cycle of our Frontline business which primarily occurs in the third quarter.

The Company records deferred revenue when cash payments are received or due in advance of the Company's performance relating primarily to SaaS and PCS renewals. Revenue recognized from the deferred revenue balance on December 31, 2023 and 2022 was $464.2 and $396.7 for the three months ended June 30, 2024 and 2023, respectively, and $1,158.1 and $986.6 for the six months ended June 30, 2024 and 2023, 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.

The current and non-current portions of deferred commissions are included in "Other current assets" and "Other assets," respectively, in our Condensed Consolidated Balance Sheets. At June 30, 2024 and December 31, 2023, we had $75.6 and $71.7 of total deferred commissions, respectively.

ITEM 2. MANAGEMENT’S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

You should read the following discussion in conjunction with Management’s Discussion and Analysis of Financial Condition and Results of Operations included in our Annual Report on Form 10-K for the year ended December 31, 2023 (“Annual Report”) as filed on February 22, 2024 with the U.S. Securities and Exchange Commission (“SEC”) and the Notes to Condensed Consolidated Financial Statements included elsewhere in this report.

Information About Forward-Looking Statements

This report includes “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 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 expressed 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 material 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 and successfully integrating acquired businesses;
- any unforeseen liabilities associated with future acquisitions;
- information technology system failures, data security breaches, network disruptions, and cybersecurity events;
- 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 impacts from the current inflationary environment, or 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;
- difficulties associated with exports/imports and risks of changes to tariff rates;
- 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 other reports we file with the SEC from time to time.

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.

Overview

Roper is a diversified technology company. Roper has a proven, long-term, successful track record of compounding cash flow and 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 other businesses that offer high value-added software, services, technology-enabled products, and solutions that we believe are capable of achieving growth and maintaining high margins.

In 2022, Roper completed the divestiture of a majority equity stake in its industrial businesses ("Indicor"). The financial results related to Indicor are reported as discontinued operations for all periods presented.

Refer to Note 9 of the Notes to Condensed Consolidated Financial Statements for information regarding Roper's minority equity interest in Indicor.

Unless otherwise noted, discussion within Management's Discussion and Analysis of Financial Condition and Results of Operations relates to continuing operations.

Critical Accounting Policies

There were no material changes during the six months ended June 30, 2024 to the items that we disclosed as our critical accounting policies and estimates in "Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations" in our Annual Report.

Recently Issued Accounting Standards

Information regarding new accounting pronouncements is included in Note 2 of the Notes to Condensed Consolidated Financial Statements.

Results of Continuing Operations
All currency amounts are in millions, percentages are of net revenues

Percentages may not sum due to rounding.

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

	Three months ended June 30,		Six months ended June 30,	
	2024	2023	2024	2023
Net revenues:				
Application Software	$ 931.8	$ 770.3	$ 1,827.0	$ 1,531.7
Network Software	364.2	358.1	735.0	712.6
Technology Enabled Products	420.8	402.8	835.5	756.6
Total	$ 1,716.8	$ 1,531.2	$ 3,397.5	$ 3,000.9
Gross margin:				
Application Software	68.8 %	68.9 %	69.3 %	68.6 %
Network Software	84.5 %	84.9 %	84.9 %	84.7 %
Technology Enabled Products	58.1 %	57.6 %	57.9 %	57.0 %
Total	69.5 %	69.7 %	69.9 %	69.5 %
Selling, general and administrative expenses:				
Application Software	(41.9)%	(42.8)%	(42.5)%	(42.9)%
Network Software	(40.8)%	(42.1)%	(40.5)%	(42.5)%
Technology Enabled Products	(23.2)%	(23.1)%	(24.0)%	(23.3)%
Total	(37.1)%	(37.5)%	(37.5)%	(37.9)%
Segment operating margin:				
Application Software	26.9 %	26.1 %	26.9 %	25.7 %
Network Software	43.7 %	42.8 %	44.4 %	42.2 %
Technology Enabled Products	34.9 %	34.5 %	33.9 %	33.7 %
Total	32.4 %	32.2 %	32.4 %	31.6 %
Corporate administrative expenses *	(3.7)%	(3.8)%	(3.7)%	(3.8)%
Income from operations	28.8	28.4	28.7	27.9
Interest expense, net	(3.9)	(2.3)	(3.6)	(2.4)
Equity investments gain (loss), net	—	4.3	1.7	2.2
Other expense, net	—	(0.2)	(0.1)	(0.2)
Earnings before income taxes	24.8	30.3	26.8	27.5
Income taxes	(5.1)	(6.7)	(5.6)	(5.9)
Net earnings from continuing operations	19.6 %	23.6 %	21.2 %	21.5 %

*Includes unallocated corporate general and administrative expenses and enterprise-wide stock-based compensation.

Three Months Ended June 30, 2024 compared to the Three Months Ended June 30, 2023

Net revenues for the three months ended June 30, 2024 were $1,716.8 as compared to $1,531.2 for the three months ended June 30, 2023, an increase of 12.1%. The components of revenue growth for the three months ended June 30, 2024 were as follows:

	Application Software	Network Software	Technology Enabled Products	Roper
Total Revenue Growth	21.0 %	1.7 %	4.5 %	12.1 %
Less Impact of:				
Acquisitions	16.2	—	—	8.1
Foreign Exchange	—	(0.1)	(0.2)	(0.1)
Organic Revenue Growth	4.8 %	1.8 %	4.7 %	4.1 %

In our Application Software segment, net revenues in the second quarter of 2024 were $931.8 as compared to $770.3 in the second quarter of 2023. The growth of 4.8% in organic revenues was broad-based across the segment led by our businesses serving the acute healthcare, legal, and project-based private sector markets. Gross margin remained relatively consistent at 68.8% in the second quarter of 2024 as compared to 68.9% in the second quarter of 2023. Selling, general and administrative ("SG&A") expenses as a percentage of net revenues decreased to 41.9% in the second quarter of 2024 as compared to 42.8% in the second quarter of 2023 due primarily to operating leverage on higher organic revenues, partially offset by higher amortization of acquired intangibles from the acquisitions of Syntellis and Procare. The resulting operating margin was 26.9% in the second quarter of 2024 as compared to 26.1% in the second quarter of 2023.

In our Network Software segment, net revenues in the second quarter of 2024 were $364.2 as compared to $358.1 in the second quarter of 2023. The growth of 1.8% in organic revenues was led by our network software businesses serving the life insurance/financial services, alternate site healthcare, and construction markets, partially offset by a decline in our businesses serving the freight match and media and entertainment markets. Gross margin decreased to 84.5% in the second quarter of 2024 as compared to 84.9% in the second quarter of 2023 due primarily to revenue mix. SG&A expenses as a percentage of net revenues decreased to 40.8% in the second quarter of 2024 as compared to 42.1% in the second quarter of 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. As a result, operating margin was 43.7% in the second quarter of 2024 as compared to 42.8% in the second quarter of 2023.

In our Technology Enabled Products segment, net revenues in the second quarter of 2024 were $420.8 as compared to $402.8 in the second quarter of 2023. The growth of 4.7% in organic revenues was led by certain of our medical products businesses, most notably our airway visualization and bladder volume measurement business, and our water meter technology business. These increases were partially offset by a decline in our precision measurement business due to customer program timing, and declines in our automated dispensing equipment and access management businesses primarily attributable to easing of supply chain issues in the second quarter of 2023. Gross margin increased to 58.1% in the second quarter of 2024 as compared to 57.6% in the second quarter of 2023 due primarily to operating leverage on higher organic revenues. SG&A expenses as a percentage of net revenues remained relatively consistent at 23.2% in the second quarter of 2024 as compared to 23.1% in the second quarter of 2023. The resulting operating margin was 34.9% in the second quarter of 2024 as compared to 34.5% in the second quarter of 2023.

Corporate expenses increased to $62.7, or 3.7% of net revenues, in the second quarter of 2024 as compared to $58.1, or 3.8% of net revenues, in the second quarter of 2023. The dollar increase was due primarily to higher stock-based compensation expense.

Interest expense, net, increased to $67.5 for the second quarter of 2024 as compared to $34.8 for the second quarter of 2023 due to higher borrowings on our unsecured credit facility and less interest income earned on our cash and cash equivalents, partially offset by lower weighted average fixed-rate debt balances.

Equity investments (gain) loss, net, was a loss of $0.8 in the second quarter of 2024 due primarily to a $9.3 decrease in the fair value of our equity investment in Indicor, offset by $8.4 of dividend distributions received from Indicor. Equity investments (gain) loss, net, was a gain of $66.0 in the second quarter of 2023 due primarily to a $56.3 increase in the fair value of our equity investment in Indicor and $12.1 of dividend distributions received from Indicor.

Other expense, net, of $0.6 and $2.8 for the second quarter of 2024 and 2023, respectively, were composed primarily of foreign exchange losses at our non-U.S. based subsidiaries.

Income taxes as a percentage of pretax earnings decreased to 20.7% for the second quarter of 2024 as compared to 22.1% for the second quarter of 2023. The 2024 rate was favorably impacted by the recognition of a net tax benefit associated with international legal entity restructuring.

Backlog is equal to our remaining performance obligations expected to be recognized as revenue within the next 12 months as discussed in Note 12 of the Notes to Condensed Consolidated Financial Statements. Backlog increased 3.3% to $2,836.4 at June 30, 2024 as compared to $2,746.8 at June 30, 2023 due primarily to acquisitions and organic growth in our Application Software segment, partially offset by a decrease in our Technology Enabled Products segment.

	Backlog as of June 30,	
	2024	2023
Application Software	$ 1,926.9	$ 1,654.5
Network Software	496.2	492.2
Technology Enabled Products	413.3	600.1
Total	$ 2,836.4	$ 2,746.8

Six Months Ended June 30, 2024 compared to the Six Months Ended June 30, 2023

Net revenues for the six months ended June 30, 2024 were $3,397.5 as compared to $3,000.9 for the six months ended June 30, 2023, an increase of 13.2%. The components of revenue growth for the six months ended June 30, 2024 were as follows:

	Application Software	Network Software	Technology Enabled Products	Roper
Total Revenue Growth	19.3 %	3.1 %	10.4 %	13.2 %
Less Impact of:				
Acquisitions	13.9	—	—	7.1
Foreign Exchange	0.2	—	—	0.1
Organic Revenue Growth	5.2 %	3.1 %	10.4 %	6.0 %

In our Application Software segment, net revenues in the six months ended June 30, 2024 were $1,827.0 as compared to $1,531.7 in the six months ended June 30, 2023. The growth of 5.2% in organic revenues was broad-based across the segment led by our businesses serving the property and casualty insurance, acute healthcare, legal, and project-based private sector markets. Gross margin increased to 69.3% in the six months ended June 30, 2024 as compared to 68.6% in the six months ended June 30, 2023 due primarily to operating leverage on higher organic revenues, partially offset by revenue mix. SG&A expenses as a percentage of net revenues decreased to 42.5% in the six months ended June 30, 2024 as compared to 42.9% in the six months ended June 30, 2023 due primarily to operating leverage on higher organic revenues, partially offset by higher amortization of acquired intangibles from the acquisitions of Syntellis and Procare. The resulting operating margin was 26.9% in the six months ended June 30, 2024 as compared to 25.7% in the six months ended June 30, 2023.

In our Network Software segment, net revenues in the six months ended June 30, 2024 were $735.0 as compared to $712.6 in the six months ended June 30, 2023. The growth of 3.1% in organic revenues was led by our network software businesses serving the alternate site healthcare, life insurance/financial services, and construction markets, partially offset by a decline in our businesses serving the media and entertainment and freight match markets. Gross margin increased to 84.9% in the six months ended June 30, 2024 as compared to 84.7% in the six months ended June 30, 2023 due primarily to operating leverage on higher organic revenues, partially offset by revenue mix. SG&A expenses as a percentage of net revenues decreased to 40.5% in the six months ended June 30, 2024 as compared to 42.5% in the six months ended June 30, 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. As a result, operating margin was 44.4% in the six months ended June 30, 2024 as compared to 42.2% in the six months ended June 30, 2023.

In our Technology Enabled Products segment, net revenues in the six months ended June 30, 2024 were $835.5 as compared to $756.6 in the six months ended June 30, 2023. The growth of 10.4% in organic revenues was led by our medical products businesses, excluding our precision measurement business, and growth in our water meter technology business. Gross margin increased to 57.9% in the six months ended June 30, 2024 as compared to 57.0% in the six months ended June 30, 2023 due primarily to operating leverage on higher organic revenues. SG&A expenses as a percentage of net revenues increased to 24.0% in the six months ended June 30, 2024 as compared to 23.3% in the six months ended June 30, 2023 due primarily to revenue mix and higher expense associated with medical claims. The resulting operating margin was 33.9% in the six months ended June 30, 2024 as compared to 33.7% in the six months ended June 30, 2023.

Corporate expenses increased to $124.2, or 3.7% of net revenues, in the six months ended June 30, 2024 as compared to $113.3, or 3.8% of net revenues, in the six months ended June 30, 2023. The dollar increase was due primarily to higher stock-based compensation expense.

Interest expense, net, increased to $120.7 for the six months ended June 30, 2024 as compared to $72.2 for the six months ended June 30, 2023 due to higher borrowings on our unsecured credit facility and less interest income earned on our cash and cash equivalents, partially offset by lower weighted average fixed-rate debt balances.

Equity investments (gain) loss, net, was a gain of $56.2 in the six months ended June 30, 2024 due primarily to a $55.1 increase in the fair value of our equity investment in Indicor and $8.4 of dividend distributions received from Indicor, partially offset by our proportionate share of net loss associated with our investment in Certinia of $8.0 in accordance with the equity method of accounting. Equity investments (gain) loss, net, was a gain of $64.8 in the six months ended June 30, 2023 due primarily to a $56.3 increase in the fair value of our equity investment in Indicor and $12.1 of dividend distributions received from Indicor.

Income taxes as a percentage of pretax earnings decreased to 20.9% for the six months ended June 30, 2024 as compared to 21.7% for the six months ended June 30, 2023. The 2024 rate was favorably impacted by the recognition of a net tax benefit associated with international legal entity restructuring.

Financial Condition, Liquidity, and Capital Resources
All currency amounts are in millions

Selected cash flows for the six months ended June 30, 2024 and 2023 were as follows:

	Six months ended June 30,	
Cash provided by (used in) continuing operations from:	**2024**	**2023**
Operating activities	$ 915.6	$ 785.0
Investing activities	$ (1,887.4)	$ (52.3)
Financing activities	$ 1,015.4	$ (75.8)
Cash provided by discontinued operations	$ —	$ 0.3

Operating activities – Net cash provided by operating activities from continuing operations increased by 17% to $915.6 in the six months ended June 30, 2024 as compared to $785.0 in the six months ended June 30, 2023 primarily due to higher net earnings from continuing operations net of non-cash expenses and increased collections on accounts receivable, partially offset by higher cash taxes paid.

Investing activities – Cash used in investing activities from continuing operations during the six months ended June 30, 2024 was primarily for the acquisition of Procare. Cash used in investing activities from continuing operations during the six months ended June 30, 2023 was primarily for capital expenditures, capitalized software expenditures, and the acquisition of Promium, partially offset by dividend distributions received from Indicor.

Financing activities – Cash provided by financing activities during the six months ended June 30, 2024 was primarily from net borrowings on our unsecured credit facility to fund the acquisition of Procare, and net proceeds from stock-based compensation, partially offset by dividend payments. Cash used in financing activities during the six months ended June 30, 2023 was primarily for dividend payments, partially offset by net proceeds from stock-based compensation.

Total debt consisted of the following:

	As of June 30, 2024
Fixed-rate senior notes	$ 6,000.0
Unsecured credit facility	1,450.0
Other	0.1
Less: Deferred financing costs	(26.2)
Total debt, net of deferred financing costs	7,423.9
Less: Current portion	(500.0)
Long-term debt, net of deferred financing costs	$ 6,923.9

The interest rate on borrowings under the $3,500.0 unsecured credit facility is calculated based upon various recognized indices plus a margin as defined in the credit agreement. At June 30, 2024, we had $1,450.0 of borrowings outstanding under our unsecured credit facility and $6.8 of outstanding letters of credit.

In relation to our total cash and cash equivalents, amounts held at our foreign subsidiaries represented 52.1% or $131.0 at June 30, 2024 as compared to 69.2% or $148.3 at December 31, 2023. The decrease in foreign cash was due primarily to repatriation of $153.2, partially offset by the cash generated at our foreign subsidiaries during the six months ended June 30, 2024. We intend to repatriate substantially all historical and future earnings.

We expect existing cash balances, together with cash generated by our operations and amounts available under our credit facility, will be sufficient to fund our operating requirements for the foreseeable future.

We were in compliance with all debt covenants related to our unsecured credit facility throughout the six months ended June 30, 2024.

Net working capital (total current assets, excluding cash, less total current liabilities, excluding debt) was negative $1,069.1 at June 30, 2024 as compared to negative $1,196.6 at December 31, 2023 primarily driven by the reduction in deferred revenue predominantly due to the timing of SaaS renewals associated with Frontline, payments for accrued compensation, and payment timing associated with prepaid expenses included within other current assets, partially offset by increased collections on accounts receivable. Total debt, net of deferred financing costs was $7,423.9 at June 30, 2024 as compared to $6,330.1 at December 31, 2023. Our leverage on a continuing operations basis is presented in the following table:

	June 30, 2024	December 31, 2023
Total debt, net of deferred financing costs	$ 7,423.9	$ 6,330.1
Cash and cash equivalents	(251.5)	(214.3)
Net debt	7,172.4	6,115.8
Stockholders' equity	18,139.0	17,444.8
Total net capital	$ 25,311.4	$ 23,560.6
Net debt / Total net capital	28.3 %	26.0 %

Capital expenditures were $15.9 for the six months ended June 30, 2024 as compared to $24.9 for the six months ended June 30, 2023. Capitalized software expenditures were $20.5 for the six months ended June 30, 2024 as compared to $19.3 for the six months ended June 30, 2023. We expect the aggregate of capital expenditures and capitalized software expenditures for 2024 to be comparable to prior years as a percentage of net revenues.

Outlook

Current geopolitical and economic uncertainties, including the current inflationary environment, supply chain disruptions, and labor shortages, could adversely affect our business prospects. An armed conflict (such as the ongoing war in Ukraine, as well as the conflict in the Middle East), significant terrorist attack, other global conflict, widespread cybersecurity event or information technology failure, or public health crisis could cause changes in world economies that would adversely affect us. It is impossible to isolate each of these potential factor’s future effects on current economic conditions or any of our businesses. It is also impossible to predict with any reasonable degree of certainty what or when any additional events may occur that also would similarly disrupt the economy and have an adverse impact on our businesses.

We maintain an active acquisition program; however, 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 agreements, 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 (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, and the impact of the aforementioned geopolitical and economic uncertainties and the financial markets generally. None of these factors can be predicted with certainty.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

See “Item 7A. Quantitative and Qualitative Disclosures about Market Risk” in our Annual Report. There were no material changes during the six months ended June 30, 2024.

ITEM 4. 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 Quarterly Report on Form 10-Q (“Evaluation Date”). 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 as of the Evaluation Date, these officers have concluded that the design and operation of our disclosure controls and procedures are effective.

Our disclosure controls and procedures are designed to ensure that information required to be disclosed by us in the reports that we file or submit under the Securities Exchange Act of 1934, as amended (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.

There were no changes in our internal controls over financial reporting during the period covered by this Quarterly Report on Form 10-Q that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

Information pertaining to legal proceedings can be found in Note 10 of the Notes to Condensed Consolidated Financial Statements included elsewhere in this Quarterly Report on Form 10-Q and is incorporated by reference herein.

ITEM 1A. RISK FACTORS

Information regarding risk factors can be found in “Management’s Discussion and Analysis of Financial Condition and Results of Operations – Information About Forward-Looking Statements,” in Part I, Item 2 of this Form 10-Q and in Part I, Item 1A of our 2023 Annual Report on Form 10-K. There have been no material changes during the six months ended June 30, 2024 to the risk factors reported in our 2023 Annual Report on Form 10-K.

ITEM 5. OTHER INFORMATION

During the three months ended June 30, 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 6. EXHIBITS

10.1	Employee Stock Purchase Plan, as amended and restated, 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.
101.INS	Inline XBRL Instance Document.
101.SCH	Inline XBRL Taxonomy Extension Schema Document.
101.CAL	Inline XBRL Taxonomy Extension Calculation Linkbase Document.
101.DEF	Inline XBRL Taxonomy Extension Definition Linkbase Document.
101.LAB	Inline XBRL Taxonomy Extension Label Linkbase Document.
101.PRE	Inline XBRL Taxonomy Extension Presentation Linkbase Document.
104	Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

SIGNATURES

Pursuant to the requirements 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.

/s/ L. Neil Hunn	President and Chief Executive Officer	August 1, 2024
L. Neil Hunn	(Principal Executive Officer)	
/s/ Jason P. Conley	Executive Vice President and Chief Financial Officer	August 1, 2024
Jason P. Conley	(Principal Financial Officer)	
/s/ Brandon Cross	Vice President and Corporate Controller	August 1, 2024
Brandon Cross	(Principal Accounting Officer)	

ROPER TECHNOLOGIES, INC.
EMPLOYEE STOCK PURCHASE PLAN
(As Amended and Restated Effective July 1, 2024)

This document amends and restates in its entirety the Roper Technologies, Inc. Employee Stock Purchase Plan previously adopted by the shareholders of the Company on March 17, 2000, and subsequently amended by the Board of Directors of the Company.

1. Purpose. The purpose of the Roper Technologies, Inc. Employee Stock Purchase Plan (the "**Plan**") is to provide employees of the subsidiaries of Roper Technologies, Inc. (formerly known as Roper Industries, Inc.) (the "**Company**") with an opportunity to participate in the benefit of stock ownership and to acquire an interest in the Company through the purchase of common stock, $.01 par value per share, of the Company (the "**Common Stock**"). The Company intends the Plan to qualify as an employee stock purchase plan under Section 423 of the Internal Revenue Code of 1986, as amended (the "**Code**"). Accordingly, the provisions of the Plan shall be construed so as to extend and limit participation in a manner consistent with the requirements of Code Section 423.

2. Definitions.

(a) "**Compensation**" means the base pay (including overtime), commissions and bonus amounts paid in cash to an Employee by a Plan Sponsor with respect to an Offering Period (defined below). Notwithstanding the foregoing, the Company, in its sole discretion, may determine to exclude bonuses and commissions from Compensation for any given Offering Period, provided that any such determination shall apply consistently to all Employees who are granted purchase rights for such Offering Period.

(b) "**Employee**" shall mean any person, including an officer, who is customarily employed for more than twenty (20) hours per week and for more than five (5) months during any calendar year, and who is having payroll taxes withheld from his/her Compensation on a regular basis, by a Plan Sponsor.

(c) "**Plan Sponsor**" means the Company and any Subsidiary which adopts the Plan with the approval of the Company or which is otherwise designated by the Company as a Plan Sponsor.

(d) "**Plan Administrator**" has the meaning set forth in Paragraph 12.

(e) "**Subsidiary**" means an entity which may be treated as a "subsidiary corporation" within the meaning of Code Section 424(f).

3. Eligibility.

(a) Any Employee who has been employed by a Plan Sponsor before the Beginning Date (defined below) of an Offering Period (defined below) shall be eligible to participate in the Plan for that Offering Period.

(b) No Employee shall be granted purchase rights if, immediately after the grant, that Employee would own shares or hold outstanding rights to purchase shares, or both, possessing five percent (5%) or more of the total combined voting power or value of all classes of stock of the Company or any Subsidiaries, taking into account the rules of Section 424(d) of the Code with regard to the attribution of stock ownership as stock owned by the Employee.

(c) An Employee shall cease to be an active participant in the Plan upon the earliest to occur of:

(i) the date of a withdrawal under Paragraph 10(a) or (b) below; or

(ii) the date of a termination of employment from all Plan Sponsors.

4. Offering Period. "**Offering Period**" shall mean each calendar quarter beginning with the calendar quarter commencing January 1 of each calendar year and each calendar quarter thereafter until the Plan is otherwise amended or terminated. Each Offering Period will begin on the first day of that Offering Period (the "**Beginning Date**") and end on the last day of that Offering Period (the "**Exercise Date**").

5. Participation. The Company will make available to each eligible Employee (which may be accomplished through notice of a registration website) an authorization notice as prescribed by the Plan Administrator (the "**Authorization**") which must be completed to effect his or her right to commence participation in the Plan. An eligible Employee may become a participant for an Offering Period by completing the Authorization and delivering same to the Company (which may be accomplished through a registration website made available by or on behalf of the Plan Sponsor) at least one (1) day prior to the appropriate Beginning Date. All Employees granted purchase rights under the Plan shall have the same rights and privileges, except that the amount of Common Stock which may be purchased under such rights may vary in a uniform manner according to Compensation.

A participant will be deemed to have elected to participate in each subsequent Offering Period following his or her initial election to participate in the Plan, *unless* **(i)** a written withdrawal notice is delivered to the Plan Administrator (which may be accomplished through electing such on a website made available by or on behalf of the Plan Sponsor) at least one (1) week prior to the Beginning Date of an immediately succeeding Offering Period for which the participant desires to withdraw from participation *and* **(ii)** provides other information in accordance with the procedures designated by the Plan Administrator.

A participant who has elected not to participate in an Offering Period may resume participation in the same manner and pursuant to the same rules as any eligible Employee making an initial election to participate in the Plan.

6. **Method of Payment**. A participant may contribute to the Plan through payroll deductions, as follows:

(a) A participant shall elect on the Authorization to have deductions made as payroll deductions from the participant's Compensation for the Offering Period at a rate expressed as a percentage of Compensation in whole number increments which is at least one percent (1%), but not in excess of ten percent (10%), of the participant's Compensation.

(b) All payroll deductions made for a participant shall be credited to the participant's account under the Plan. All payroll deductions made from participants' Compensation shall, except to the extent prohibited by applicable law, be commingled with the general assets of the Company and no separate fund shall be established. Participants' accounts are solely for bookkeeping purposes and the Company shall not be obligated to pay interest on any payroll deductions credited to participants' accounts.

(c) A participant may not alter the rate of payroll deductions during the Offering Period; however, an existing participant may change the rate of payroll deductions effective for the immediately succeeding Offering Period by filing a revised Authorization within the same deadline as applies to new participants for that Offering Period.

(d) Dividends paid on shares of Common Stock for the benefit of a participant shall, be credited to the participant's brokerage account.

7. **Granting of Purchase Rights.**

(a) As of the first day of each Offering Period, a participant shall be granted purchase rights for a number of shares of Common Stock or fraction thereof, subject to the adjustments provided for in Paragraph 11(a) below, determined according to the following procedure:

<u>Step 1</u> - Determine the amount of the participant's payroll deduction during the Offering Period;

<u>Step 2</u> - Determine the amount which represents the Purchase Price (as defined below); and

<u>Step 3</u> - Divide the amount determined in Step 1 by the amount determined in Step 2.

Notwithstanding the foregoing and subject to Paragraph 7(c) below, the maximum number of shares of Common Stock for which a participant may be granted purchase rights for an Offering Period is 1,550 (which number reflects the 2-for-1 stock split on August 29, 2005).

(b) For each Offering Period, the purchase price of shares of Common Stock to be purchased as provided in Paragraph 8 with a participant's payroll deductions (the "**Purchase Price**") shall be the *lower of* **(i)** ninety percent (90%) of the fair market value of a share of Common Stock on the Beginning Date, *and* **(ii)** ninety percent (90%) of the price of the fair market value of a share of Common stock on the Exercise Date.

(c) Notwithstanding the foregoing, no participant shall be granted purchase rights which permit that participant to purchase shares under all employee purchase plans of the Company and its Subsidiaries at a rate which exceeds $25,000 of the fair market value of the shares (determined as of the Beginning Date of each Offering Period, or the immediately preceding date, where applicable pursuant to Paragraph 7(d) for each calendar year in which such rights are outstanding at any time.

(d) For purposes of this Paragraph 7, the fair market value of a share of Common Stock on the Beginning Date and the Exercise Date shall be determined as follows: **(i)** if the Common Stock is traded on a national securities exchange, the closing sale price on the principal such exchange on such date or, in the absence of reported sales on such date, the closing sales price on the immediately preceding date on which sales were reported; **(ii)** if the Common Stock is not traded on any such exchange, the mean between the bid and offered prices as quoted by the applicable interdealer quotation system for such date, provided that if the Common Stock is not quoted on an interdealer quotation system or it is determined that the fair market value is not properly reflected by such quotations, fair market value will be determined by such other method as the Plan Administrator determines in good faith to be reasonable and in compliance with Code Section 409A.

8. **Exercise of Purchase Rights**. Unless a timely withdrawal has been effected pursuant to Paragraph 10 below, a participant's rights for the purchase of shares of Common Stock during an Offering Period will be automatically exercised on the Exercise Date (or the immediately preceding date, where applicable pursuant to Paragraph 7(d)) for that Offering Period for the purchase of the maximum number of full and fractional shares which the payroll deductions credited to the participant's account on that Exercise Date can purchase at the Purchase Price. The applicable Plan Sponsor may make such provisions and take such action as it deems necessary or appropriate for the withholding of taxes and/or social insurance contributions which may be required under applicable law, including the withholding of such taxes from other compensation payable to the participant. Each participant, however, shall be responsible for the payment of all individual tax and social insurance contribution liabilities under the Plan.

9. **Delivery**. As soon as administratively feasible after the end of each Exercise Date, the Company shall deliver the shares of Common Stock purchased upon the exercise of the purchase rights to the participant's brokerage account. A participant shall not be allowed to sell, assign, pledge or otherwise transfer any shares of Common Stock purchased by him or her under the Plan until the expiration of fifteen (15) months from the last day of the Offering Period for which such shares were acquired (the "**Applicable Restriction Period**") except as contemplated by Paragraph 13 upon the death of a participant. Once any Applicable Restriction Period has expired, a participant may elect at any time thereafter to have the applicable shares of Common Stock (rounded down to the nearest whole share), plus a cash amount equal to the fair market value of any fractional share, delivered to the participant or to an account established by the participant with any brokerage firm.

A participant may not direct the Plan Administrator to sell any shares of Common Stock credited to his or her account, regardless of whether such shares are otherwise immediately deliverable to him or her. The cost of any disposition of shares of Common Stock acquired through participation in the Plan shall be the sole responsibility of the participant.

10. Withdrawal.

(a) A participant will be deemed to have elected to participate in each subsequent Offering Period following his or her initial election to participate in the Plan, *unless* **(i)** a written withdrawal notice is delivered to the Plan Administrator (which may be done in writing or through a website to whom participant is directed by the Plan Administrator) at least one week prior to the Beginning Date of an immediately succeeding Offering Period for which the participant desires to withdraw from the Plan, *and* **(ii)** the participant provides any other information in accordance with the procedures designated by the Plan Administrator.

(b) A participant whose employment terminates for any reason (including, but not limited to, retirement or death) during an Offering Period and prior to the Exercise Date of such Offering Period will be deemed to have withdrawn from the Plan effective immediately upon the date of such termination of employment.

(c) Upon the withdrawal of a participant from the Plan under the terms of this Paragraph 10 during an Offering Period, the participant's unexercised purchase rights under this Plan shall immediately terminate, and no further shares of Common Stock will be purchased under the Plan for the Offering Period in which timely notice of withdrawal is provided (or in which the participant's employment terminates, as applicable) or for any succeeding Offering Period, except as provided pursuant to Paragraph 10(e).

(d) In the event a participant withdraws or is deemed to have withdrawn from the Plan under this Paragraph 10, all payroll deductions credited to the participant's account will be paid to the participant as soon as administratively feasible, unless, if applicable, such an inactive participant becomes an active participant again prior to the distribution of his or her cash account. Any shares of Common Stock purchased on behalf of such a participant (rounded down to the nearest whole share), plus a cash amount equal to the fair market value of any fractional share, will be delivered to the participant's brokerage account at the end of the expiration of the Applicable Restriction Period, unless, if applicable, such an inactive participant becomes an active participant again prior to the distribution of such shares. In the event of the participant's death, all payroll deductions, dividends, shares of Common Stock and fractional share payments shall be paid to the Participant's beneficiary, estate or other party as provided in Paragraph 13 below.

(e) A participant who has elected to withdraw from the Plan may resume participation in the same manner and pursuant to the same rules as any eligible Employee making an initial election to participate in the Plan.

11. Stock.

(a) The maximum aggregate number of shares of Common Stock to be sold to participants under the Plan shall be 1,000,000 (which number reflects the 2-for-1 stock split on August 29, 2005) shares, subject to further adjustment upon changes in capitalization of the Company as provided in Paragraph 15 below. The shares of Common Stock to be sold to participants under the Plan, may, at the election of the Company, include treasury shares, shares originally issued for such purpose, or shares purchased in the open market. If the total number of shares of Common Stock then available under the Plan for which purchase rights are to be exercised in accordance with Paragraph 8 exceeds the number of such shares then available under the Plan, the Company shall make a pro rata allocation of the shares available in as nearly a uniform manner as shall be practicable and as it shall determine to be equitable. If purchase rights expire or terminate for any reason without being exercised in full, the unpurchased shares subject to the rights shall again be available for the purposes of the Plan.

(b) A participant will have no interest in shares of Common Stock covered by his or her purchase rights until such rights have been exercised.

(c) Shares to be delivered to a participant under the Plan will be registered in the name of the participant, or, if the participant so directs, by written notice to the Plan Administrator prior to the Exercise Date, in the names of the participant and one (1) other person designated by the participant, as joint tenants with rights of survivorship, to the extent permitted by applicable law.

12. Administration. The Plan shall be administered by the Company (the "**Plan Administrator**"). The Plan Administrator shall be vested with full authority to make, administer and interpret such rules and regulations as it deems necessary to administer the Plan, and any determination or action of the Plan Administrator in connection with the interpretation or administration of the Plan shall be final and binding upon all participants and any and all persons claiming under or through any participant.

13. Designation of Beneficiary.

(a) A participant may file with the Plan Administrator a written designation of a beneficiary who is to receive any cash to his or her credit under the Plan in the event of the participant's death before an Exercise Date, or any shares of Common Stock and cash to his or her credit under the Plan in the event of the participant's death on or after an Exercise Date but prior to the delivery of such shares and cash. A beneficiary may be changed by the participant at any time by notice in writing to the Plan Administrator.

(b) Upon the death of a participant and upon receipt by the Company of proof of the identity and existence at the time of the participant's death of a beneficiary designated by the participant in accordance with the immediately preceding Subparagraph, the Company shall deliver such shares of Common Stock or cash, or both, to the beneficiary. In the event a participant dies and is not survived by a then living or in existence beneficiary designated by him in accordance with the immediately preceding Subparagraph, the Company shall deliver such shares or cash, or both, to the personal representative of the estate of the deceased participant. If to the knowledge of the Company no personal representative has been appointed within ninety (90) days following the date of the participant's death, the Company, in its discretion, may deliver such shares or cash, or both, to the surviving spouse of the deceased participant, or to any one or more dependents or relatives of the deceased participant, or if no spouse, dependent or relative is known to the Company, then to such other person as the Company may designate.

(c) No designated beneficiary shall, prior to the death of the participant by whom the beneficiary has been designated, acquire any interest in the shares of Common Stock or cash credited to the participant under the Plan.

14. Transferability. Neither payroll deductions nor any rights with regard to the exercise of purchase rights or rights to receive any shares or cash under the Plan may be assigned, transferred, pledged or otherwise disposed of in any way by the participant. Any attempted assignment, transfer, pledge or other disposition shall be without effect, except that the Company may treat such act as an election to withdraw funds in accordance with Paragraph 10 above.

15. Adjustments Upon Changes in Capitalization. In the event that the outstanding shares of Common Stock of the Company are hereafter increased or decreased or changed into or exchanged for a different number or kind of shares or other securities of the Company by reason of a recapitalization, reclassification, stock split, combination of shares or dividend payable in shares of Common Stock, an appropriate adjustment shall automatically be made to the number and kind of shares available for the granting of purchase rights, or as to which outstanding purchase rights shall be exercisable, and to the Purchase Price.

Subject to any required action by the shareholders, if the Company shall be a party to any reorganization involving merger or consolidation with respect to which the Company will not be the surviving entity or acquisition of substantially all of the stock or assets of the Company, the Plan Administrator in its discretion **(a)** may declare the Plan's termination in the same manner as if the Board of Directors of the Company had terminated the Plan pursuant to Paragraph 16 below, or **(b)** may declare that any purchase rights granted hereunder shall pertain to and apply with appropriate adjustment as determined by the Plan Administrator to the securities of the resulting or acquiring corporation to which a holder of the number of shares of Common Stock subject to such rights would have been entitled in such transaction.

Any issuance by the Company of any class of preferred stock, or securities convertible into shares of common or preferred stock of any class, shall not affect, and no adjustment by reason thereof shall be made with respect to, the number or Purchase Price of shares of Common Stock subject to any purchase rights except as specifically provided otherwise in this Paragraph 15. The grant of purchase rights pursuant to the Plan shall not affect in any way the right or power of the Company to make adjustments, reclassifications, reorganizations or changes of its capital or business structure or to merge or to consolidate or to dissolve, liquidate or sell, or transfer all or any part of its business or assets.

16. Amendment or Termination.

(a) The Board of Directors of the Company may at any time terminate or amend the Plan. The cash balances dividends and shares of Common Stock (rounded down to the nearest whole share), plus a cash amount equal to the fair market value of any fractional share, credited to participants' accounts as of the date of any Plan termination shall be delivered to those participants as soon as administratively feasible following the effective date of the Plan's termination.

(b) Prior approval of the shareholders shall be required with respect to any amendment that would require the sale of more shares than are authorized under Paragraph 11 of the Plan.

(c) Where prior approval of the shareholders of the Company shall be required with respect to a proposed Plan amendment under applicable federal, state or local law, the Company shall obtain such approval prior to the effective date of any such amendment.

17. Notices. All notices or other communications by a participant to the Plan Administrator under or in connection with the Plan shall be deemed to have been duly given when received by the Secretary of the Company or when received in the form specified by the Company at the location, or by the person, designated by the Company for the receipt thereof.

18. No Contract. This Plan shall not be deemed to constitute a contract between the Company or any Subsidiary and any eligible Employee or to be a consideration or an inducement for the employment of any Employee. Nothing contained in this Plan shall be deemed to give any Employee the right to be retained in the service of the Company or any Subsidiary or to interfere with the right of the Company or any Subsidiary to discharge any Employee at any time regardless of the effect which such discharge shall have upon him or her or as a participant of the Plan.

19. Waiver. No liability whatever shall attach to or be incurred by any past present or future shareholders, officers or directors, as such, of the Company or any Subsidiary, under or by reason of any of the terms, conditions or agreements contained in this Plan or implied, and any and all liabilities of, and any and all rights and claims against, the Company or any Subsidiary, or any shareholder, officer or director as such, whether arising at common law or in equity or created by statute or constitution or otherwise, pertaining to this Plan, are hereby expressly waived and released by every eligible Employee as a part of the consideration for any benefits by the Company under this Plan.

20. Securities Law Restrictions. Shares of Common Stock shall not be issued under the Plan unless **(a)** the exercise of the related purchase right and the issuance and delivery of the shares pursuant thereto shall comply with all applicable provisions of law, domestic or foreign, including, without limitation, the Securities Act of 1933, as amended, and any rules and regulations promulgated pursuant to such laws and with the requirements of any stock exchange upon which the shares may then be listed; and **(b)** the express approval of counsel for the Company with respect to such compliance is first obtained. The Company reserves the right to place an appropriate legend on any certificate representing shares of Common Stock issuable under the Plan with any such legend reflecting restrictions on the transfer of the shares as may be necessary to assure the availability of applicable exemptions under federal and state securities laws.

21. Approval of Shareholders and Board of Directors The Plan was approved by the shareholders of the Company on March 17, 2000, which was within twelve (12) months after the adoption of the Plan by the Board of Directors of the Company. The Plan as amended and restated effective as of July 1, 2020, was approved by the Board of Directors of the Company on June 9, 2020. The Plan as amended and restated effective as of July 1, 2024, was approved by the Board of Directors of the Company on June 13, 2024. Neither the 2020 nor the 2024 amendments to the Plan were modifications requiring shareholder approval.

IN WITNESS WHEREOF, the Company has caused this amended and restated Plan to be executed effective as of the 1st day of July, 2024, but on the actual date below.

ROPER TECHNOLOGIES, INC.

/s/ John K. Stipancich
By: John K. Stipancich

Title: Executive Vice President, General Counsel and Corporate Secretary

Date: June 14, 2024

Exhibit 31.1

I, L. Neil Hunn, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q 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: August 1, 2024

/s/ L. Neil Hunn

L. Neil Hunn
President and Chief Executive Officer
(Principal Executive Officer)

Exhibit 31.2

I, Jason P. Conley, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q 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: August 1, 2024

/s/ Jason P. Conley

Jason P. Conley

Executive Vice President and Chief Financial Officer

(Principal Financial Officer)

Exhibit 32.1

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 Quarterly Report of Roper Technologies, Inc. (the “Company”) on Form 10-Q for the period ended June 30, 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: August 1, 2024

/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 Quarterly Report on Form 10-Q 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.