SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

| | ess of Reporting Per <u>ΓΙΜΟΤΗΥ J</u> | son* | 2. Issuer Name and Ticker or Trading Symbol <u>ROPER INDUSTRIES INC /DE/</u> [ROP] | (Check | tionship of Reporting Perso all applicable) Director Officer (give title | 10% Owner | | | | | | |
|--|--|--------------------|--|---|---|---------------|--|--|--|--|--|--|
| (Last) 2160 SATELLI | (First) TE BLVD., SUIT | (Middle) TE 200 | 3. Date of Earliest Transaction (Month/Day/Year) 02/23/2006 | X | Other (specify below) & Controls | | | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | | | |
| DULUTH | GA | 30097-4993 | | X | Form filed by One Report | ting Person | | | | | | |
| (City) | (State) | (Zip) | | | Form filed by More than Person | One Reporting | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
|---------------------------------|--|---|------------------------------|---|---|---------------|---|---|---|------------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock | 02/23/2006 | | A | | 10,000 | Α | \$0.00 | 28,928 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 11. Nature 10. Conversion Transaction Expiration Date (Month/Day/Year) Date Execution Date. of Securities Derivative derivative Ownership of Indirect of (Month/Day/Year) Security (Instr. 3) or Exercise if any (Month/Day/Year) Code (Instr. Derivative Underlying Derivative Security Security (Instr. 5) Securities Form Beneficial Price of Beneficially Direct (D) 8) Securities Ownership Acquired Derivative (Instr. 3 and 4) Owned or Indirect (Instr. 4) (A) or Disposed of (D) (Instr. 3, 4 and 5) Following Security (I) (Instr. 4) Reported Transaction(s) (Instr. 4) Amount or Number of Shares Date Exercisable Expiration Date v (A) (D) Title Code Employee Stock Options \$42.35 02/23/2006 02/01/2007⁽¹⁾ 02/23/2013 Commo 20,000 20,000 A 20.000 \$0.00 D Stock (right to buy)

Explanation of Responses:

1. 6,667 options vest February 1, 2007, 6,666 options vest February 1, 2008, and 6,666 options vest February 1, 2009.

Remarks:

 <u>Soni his attorney-in-fact</u>
 02/24/2006

 pursuant to Power of Attorney
 0ated August 15, 2004.

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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