# UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

#### FORM 8-K

# CURRENT REPORT PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

March 4, 2019

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED)

# ROPER TECHNOLOGIES, INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

# **DELAWARE**

(STATE OR OTHER JURISDICTION OF INCORPORATION)

51-0263969

1-12273

Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

(COMMISSION FILE NUMBER)

(IRS EMPLOYER IDENTIFICATION NO.)

6901 PROFESSIONAL PKWY. EAST, SUITE 200, SARASOTA,
FLORIDA

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)

(P941) 556-2601

(REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE)
(FORMER NAME OR ADDRESS, IF CHANGED SINCE LAST REPORT)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

[] Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

[] Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

[] Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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 an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR§230.405) or

[] Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Information.

On March 4, 2019, Roper Technologies, Inc. (the "Company") issued a press release containing information about the realignment of the Company's reportable segments. A copy of the press release is furnished as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release of the Company dated March 4, 2019

# **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 hereunto duly authorized.

	Roper Technologies, Inc.	
	(Registrant)	
BY:	/S/ Robert C. Crisci	Date: March 4, 2019
	Robert C. Crisci, Executive Vice President and Chief Financial Officer	

# **Contact Information:**

Investor Relations 941-556-2601 investor-relations@ropertech.com



# Roper Technologies Announces New Segment Structure

Sarasota, Florida, March 4, 2019 ... Roper Technologies, Inc. (NYSE: ROP), a leading diversified technology company, announced today that it has realigned its reportable segments.

The four new reportable segments are as follows:

- Application Software Aderant, CBORD, CliniSys, Data Innovations, Deltek, Horizon, IntelliTrans, PowerPlan, Strata, Sunquest
- Network Software & Systems ConstructConnect, DAT, Inovonics, iTradeNetwork, Link Logistics, MHA, RF IDeas, SHP, SoftWriters, TransCore
- Measurement & Analytical Solutions Alpha, CIVCO Medical Solutions, CIVCO Radiotherapy, Dynisco, FMI, Gatan, Hansen, Hardy, IPA, Logitech, Neptune, Northern Digital, Struers, Technolog, Uson, Verathon
- Process Technologies AMOT, CCC, Cornell, FTI, Metrix, PAC, Roper Pump, Viatran, Zetec

"Our new segments reinforce Roper's diversified, niche market strategy by emphasizing business models instead of end markets," said Neil Hunn, Roper's President and CEO. "The day-to-day operations of our businesses, our organizational structure, and our strategy remain unchanged. We look forward to reporting our results using these new segments."

Beginning with the first quarter of 2019, the Company will report its quarterly and full year financial statements under the new segment structure with prior periods recast to reflect the change.

The Company will present at two investor conferences later this week and will discuss the new reportable segments as part of those presentations. Links to the webcast presentations will be available in the "Investors" section of the Company's website at <a href="https://www.ropertech.com">www.ropertech.com</a>.

#### Use of Non-GAAP Financial Information

The Company supplements its consolidated financial statements presented on a GAAP basis with certain non-GAAP financial information to provide investors with greater insight, increase transparency and allow for a more comprehensive understanding of the information used by management in its financial and operational decision-making. Reconciliation of non-GAAP measures to their most directly comparable GAAP measures are included in the accompanying financial schedules or tables. The non-GAAP financial measures disclosed by the Company should not be considered a substitute for, or superior to, financial measures prepared in accordance with GAAP, and the financial results prepared in accordance with GAAP and reconciliations from these results should be carefully evaluated.

#### Unaudited Historical Financial Information

The Company has included below unaudited historical financial segment information for the four quarters 2017 and 2018 and full years 2016, 2017 and 2018 recast to give effect to the new reportable segment structure. Roper's historical consolidated results remain unchanged.

Table 1: GAAP Segment Financials (\$M)

# (Unaudited)

	 2016	2017											2018									
	FY		Q1		Q2		Q3		Q4		FY		Q1	Q	2		Q3		Q4		FY	
Revenue																						
Application Software	\$ 699	\$	284	\$	300	\$	311	\$	327	\$	1,222	\$	324 \$	5	358	\$	378	\$	392	\$	1,453	
Network Software & Systems	1,104		297		313		325		320		1,254		314		334		342		355		1,345	
Measurement & Analytical Solutions <sup>A</sup>	1,456		371		379		373		408		1,531		404		426		430		446		1,706	
Process Technologies	 530		134		143		151		173		600		161		176		169		182		688	
Total	\$ 3,790	\$	1,086	\$	1,135	\$	1,160	\$	1,227	\$	4,607	\$	1,203 \$	5 1	294	\$	1,319	\$	1,376	\$	5,191	
Gross Profit																						
Application Software	\$ 466	\$	180	\$	197	\$	206	\$	214	\$	798	\$	214 \$	3	243	\$	256	\$	259	\$	972	
Network Software & Systems	707		194		205		218		218		835		213		225		237		244		919	
Measurement & Analytical Solutions <sup>A</sup>	864		219		224		216		235		894		234		250		253		263		1,001	
Process Technologies	295		75		79		86		98		338		90		98		94		106		388	
Total	\$ 2,332	\$	668	\$	706	\$	726	\$	765	\$	2,865	\$	750 \$	3	816	\$	840	\$	873	\$	3,280	
Operating Profit																						
Application Software	\$ 210	\$	51	\$	72	\$	76	\$	79	\$	279	\$	70 \$	3	98	\$	98	\$	92	\$	358	
Network Software & Systems	403		96		105		118		120		439		106		116		128		135		484	
Measurement & Analytical Solutions <sup>A</sup>	419		107		111		105		123		446		115		128		136		144		524	
Process Technologies	150		39		43		49		57		188		50		58		57		69		234	
Corporate	 (128)		(34)		(38)		(38)		(32)		(142)		(42)		(45)		(41)		(75)		(204)	
Total	\$ 1,055	\$	258	\$	294	\$	311	\$	347	\$	1,210	\$	300 \$	3	354	\$	378	\$	364	\$	1,396	

Table 2: Adjusted Segment Financials (\$M)

# (Unaudited)

	2016	2017										2018								
	FY		Q1		Q2		Q3		Q4		FY	Q1	Q2		Q	3		Q4		FY
Revenue																				
Application Software	\$ 707	\$	301	\$	313	\$	321	\$	334	\$	1,269	\$ 326 \$	36	0	\$	380	\$	394	\$	1,461
Network Software & Systems	1,111		303		316		326		321		1,265	314	33	84		342		355		1,345
Measurement & Analytical Solutions	1,456		371		379		373		408		1,531	404	42	26		430		446		1,706
Process Technologies	530		134		143		151		173		600	161	17	'6		169		182		688
Total	\$ 3,805	\$	1,108	\$	1,151	\$	1,171	\$	1,235	\$	4,665	\$ 1,205 \$	1,29	6	\$ 1	321	\$	1,378	\$	5,199
Gross Profit																				
Application Software	\$ 475	\$	196	\$	210	\$	217	\$	221	\$	845	\$ 216 \$	24	5	\$	258	\$	261	\$	980
Network Software & Systems	714		200		208		219		219		846	213	22	25		237		244		919
Measurement & Analytical Solutions	864		219		224		216		235		894	234	25	0		253		263		1,001
Process Technologies	295		75		79		86		98		338	90	ç	8		94		106		388
Total	\$ 2,348	\$	689	\$	722	\$	738	\$	773	\$	2,922	\$ 753 \$	81	.8	\$	842	\$	874	\$	3,287
Operating Profit																				
Application Software	\$ 218	\$	66	\$	84	\$	85	\$	86	\$	321	\$ 73 \$	10	00	\$	100	\$	93	\$	365
Network Software & Systems	410		101		108		119		120		449	106	11	.6		128		135		484
Measurement & Analytical Solutions	419		107		111		105		123		446	115	12	8.		136		144		524
Process Technologies	150		39		43		49		57		188	50	į	8		57		69		234
Corporate	(121)		(34)		(38)		(38)		(32)		(142)	(42)	(4	<b>!</b> 5)		(41)		(40)		(169)
Total	\$ 1,076	\$	278	\$	309	\$	321	\$	354	\$	1,262	\$ 303 \$	35	6	\$	379	\$	401	\$	1,439
EBITDA																				
Application Software	\$ 305	\$	110	\$	129	\$	132	\$	133	\$	504	\$ 121 \$	15	1	\$	156	\$	150	\$	578
Network Software & Systems	494		127		134		144		144		549	130	14	10		153		159		582
Measurement & Analytical Solutions	474		119		123		117		135		494	127	13	19		146		154		567
Process Technologies	165		42		46		53		61		202	54	6	1		60		72		246
Corporate	(121)		(34)		(38)		(37)		(32)		(141)	(41)	(4	5)		(41)		(40)		(168)
Other Income / (Expense)	(1)		(1)		(1)		(1)		_		(3)	(2)		2		(2)		1		_
Total	\$ 1,315	\$	362	\$	394	\$	407	\$	441	\$	1,605	\$ 389 \$	44	9	\$	473	\$	496	\$	1,806

Table 3: Adjusted Revenue Growth (Unaudited)

#### Application Software

Foreign Exchange

Total Revenue Growth

Application Software										
			2017					2018		
	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY
Organic Growth	6 %	4 %	3%	1%	4%	3%	7%	4 %	7 %	5%
Acquisitions/Divestitures	73 %	77 %	77%	77%	76%	4%	7%	15 %	11 %	9%
Foreign Exchange	(1)%	(1)%	-%	1%	-%	2%	1%	- %	(1)%	-%
Total Revenue Growth	78 %	79 %	81%	80%	79%	9%	15%	18 %	18 %	15%
Network Software & Systems										
		Q2	2017	04	FY -	01	02	2018	Q4	FY
Organic Growth	Q1 2%	6 %	Q3 4%	Q4 (1)%	3%	Q1 3%	<b>Q2</b>	Q3 3 %	9 %	F1 5%
Acquisitions/Divestitures	14%	14 %	14%	4 %	11%	_%	2%	2 %	2 %	2%
Foreign Exchange	—%	— %	<b>—</b> %	— %	—%	—% —%	<b>—</b> %	— %	— %	—%
Total Revenue Growth	16%	20 %	17%	3 %	14%	4%	6%	5 %	11 %	6%
Measurement & Analytical Solutions <sup>A</sup>										
measurement a rinary near coranions			2017							
	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY
Organic Growth	7 %	4 %	2%	6%	5%	6%	11%	16%	10 %	11%
Acquisitions/Divestitures	1 %	— %	%	%	%	%	%	%	— %	%
Foreign Exchange	(1)%	(1)%	1%	2%	%	3%	2%	%	(1)%	1%
Total Revenue Growth	6 %	3 %	3%	8%	5%	9%	12%	15%	9 %	11%
Process Technologies										
			2017					2018		
	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY
Organic Growth	5 %	13 %	15%	16%	13%	16%	20%	13 %	7 %	14%
Acquisitions/Divestitures	— %	—%	1%	1%	—%	1%	1%	— %	— %	%
Foreign Exchange	(1)%	(1)%	1%	2%	—%	3%	2%	(1)%	(1)%	1%
Total Revenue Growth	4 %	12 %	17%	19%	13%	20%	23%	12 %	6 %	15%
Roper Consolidated <sup>A</sup>										
			2017					2018		
	Q1	Q2	Q3	Q4	FY	Q1	Q2	Q3	Q4	FY
Organic Growth	5 %	6 %	5%	5%	5%	6%	9%	9 %	9 %	8%
Acquisitions/Divestitures	18 %	18 %	19%	15%	18%	1%	2%	5 %	4 %	3%

1%

21%

1%

24%

(1)%

22 %

(1)%

23 %

<u>\_%</u>

23%

2%

9%

1%

13%

**--** %

13 %

(1)%

12 %

-%

11%

Table 4: Adjusted Segment & Consolidated Financials Reconciliation (Unaudited)

# Application Software Reconciliation (\$M)

	2016	2017											2018										
	FY		Q1		Q2		Q3		Q4		FY		Q1		Q2		Q3		Q4		FY		
GAAP Revenue	\$ 699	\$	284	\$	300	\$	311	\$	327	\$	1,222	\$	324	\$	358	\$	378	\$	392	\$	1,453		
Purchase accounting adjustment to acquired deferred revenue	8		16		13		10		7		47		2		2		2		1		8		
Adjusted Revenue	707		301		313		321		334		1,269		326		360		380		394		1,461		
GAAP Gross Profit	466		180		197		206		214		798		214		243		256		259		972		
Purchase accounting adjustment to acquired deferred revenue	8		16		13		10		7		47		2		2		2		1		8		
Adjusted Gross Profit	475		196		210		217		221		845		216		245		258		261		980		
Adjusted Gross Margin	67.1%		65.3%	Ď	67.1%	)	67.4%	ò	66.3%	)	66.5%		66.3%	ó	68.0%	ó	67.8%	6	66.2%	, D	67.1%		
GAAP Operating Profit	210		51		72		76		79		279		70		98		98		92		358		
Purchase accounting adjustment to acquired deferred revenue & commission expense	8		15		12		9		7		42		2		2		2		1		7		
Adjusted Operating Profit	218		66		84		85		86		321		73		100		100		93		365		
Adjusted Operating Margin	30.8%		22.0%	Ď	26.7%	)	26.5%	ò	25.7%	)	25.3%		22.3%	ó	27.7%	ó	26.29	6	23.7%	ò	25.0%		
Amortization	81		39		41		42		42		165		44		46		52		51		193		
Depreciation	6		5		4		5		5		19		5		5		5		5		20		
Adjusted EBITDA	305		110		129		132		133		504		121		151		156		150		578		
Adjusted EBITDA Margin	43.1%		36.6%	Ď	41.2%	)	41.1%	, )	39.8%	)	39.7%		37.2%	ó	41.8%	ó	41.0%	6	38.1%	Ď	39.6%		

# Network Software & Systems Reconciliation (\$M)

EBITDA Margin

2016

32.5%

32.0%

32.5%

	FY		Q1		Q2		Q3		Q4		FY	 Q1	Q2		Q3		Q4	 FY
GAAP Revenue	\$ 1,104	\$	297	\$	313	\$	325	\$	320	\$	1,254	\$	\$ 334	\$	342	\$		\$ 1,345
Purchase accounting adjustment to acquired deferred revenue	7		5		3		1		1		10	_	_		_		_	_
Adjusted Revenue	1,111		303		316		326		321		1,265	314	334		342		355	1,345
,																		
GAAP Gross Profit	707		194		205		218		218		835	213	225		237		244	919
Purchase accounting adjustment to acquired deferred revenue	7		5		3		1		1		10	_	_		_		_	_
Adjusted Gross Profit	714		200		208		219		219		846	 213	225		237		244	919
Adjusted Gross Margin	64.3%		65.99	%	66.0%	, D	67.3%	, )	68.3%	<u> </u>	66.9%	67.8%	67.5%	D	69.2%	6	68.7%	68.3%
,																		
GAAP Operating Profit	403		96		105		118		120		439	106	116		128		135	484
Purchase accounting adjustment to acquired deferred revenue	7		5		3		1		1		10	_	_		_		_	_
Adjusted Operating Profit	410		101		108		119		120		449	 106	116		128		135	484
Adjusted Operating Margin	36.9%		33.59	%	34.4%	ó	36.5%	ò	37.5%	<u>,</u>	35.5%	33.8%	34.6%	ò	37.4%	6	37.9%	36.0%
Amortization	75		23		23		22		21		89	22	22		22		22	87
Depreciation	9		3		3		3		3		11	 3	3		3		3	11
Adjusted EBITDA	494		127		134		144		144		549	130	140		153		159	582
Adjusted EBITDA Margin	44.5%		41.99	%	42.5%	Ó	44.1%	Ó	45.1%	Ó	43.4%	41.5%	42.0%	ò	44.7%	ó	44.7%	43.3%
Measurement & Analytical Soluti	ons Recond	ciliatio	on (\$M)	) <sup>A</sup>														
·	2016		•				2017								2018			
_	FY		Q1		Q2		Q3		Q4		FY	Q1	Q2		Q3		Q4	FY
GAAP Revenue	1,456		371		379		373		408		1,531	404	426		430		446	1,706
GAAP Gross Profit	864		219		224		216		235		894	234	250		253		263	1,001
GAAP Gross Margin	59.3%		58.9%	6	59.0%	,	58.0%	)	57.7%	)	58.4%	57.9%	58.7%	)	59.0%	ó	59.0%	58.7%
GAAP Operating Profit	419		107		111		105		123		446	115	128		136		144	524
GAAP Operating Margin	28.8%		28.7%	6	29.3%	)	28.2%	)	30.2%	)	29.1%	28.6%	30.1%	)	31.7%	, D	32.3%	30.7%
Amortization	39		9		8		8		8		33	8	8		7		7	29
Depreciation	15		4		3		3		3		14	4	4		3		3	13
EBITDA	474		119		123		117		135		494	127	139		146		154	567

2017

2018

33.0%

32.2%

31.4%

32.8%

34.1%

34.5%

33.2%

31.4%

# Process Technologies Reconciliation (\$M)

Adjusted EBITDA Margin

34.6%

32.7%

34.3%

Process reciniologies Neconc	2016			2017			2018								
	FY	Q1	Q2	Q3	Q4	FY		Q1	Q2	Q3	Q4	FY			
GAAP Revenue	530	134	143	151	173	600		161	176	169	182	688			
GAAP Gross Profit	295	75	79	86	98	338		90	98	94	106	388			
GAAP Gross Margin	55.6%	56.0%	55.6%	56.8%	56.5%	56.3%		56.0%	55.6%	55.9%	58.3%	56.4%			
GAAP Operating Profit	150	39	43	49	57	188		50	58	57	69	234			
GAAP Operating Margin	28.3%	28.9%	30.3%	32.5%	33.3%	31.4%		31.3%	32.8%	33.7%	37.7%	34.0%			
Amortization	9	2	2	2	2	8		2	2	2	2	9			
Depreciation	6	1	1	1	1	5		1	1	1	1	4			
EBITDA	165	42	46	53	61	202		54	61	60	72	246			
EBITDA Margin	31.2%	31.5%	32.5%	34.8%	35.3%	33.6%		33.4%	34.6%	35.6%	39.4%	35.8%			
Roper Consolidated Reconcilia	etion (\$M) <sup>A</sup>														
Roper Consolidated Reconcilie	2016			2017						2018					
	FY	Q1	Q2	Q3	Q4	FY	_	Q1	Q2	Q3	Q4	FY			
				<u> </u>											
GAAP Revenue	\$ 3,790	\$ 1,086 \$	1,135 \$	1,160 \$	1,227 \$	4,607	\$	1,203 \$	1,294 \$	1,319 \$	1,376 \$	5,191			
Purchase accounting															
adjustment to acquired deferred revenue	15	22	16	12	8	57		2	2	2	1	8			
Adjusted Revenue	3,805	1,108	1,151	1,171	1,235	4,665		1,205	1,296	1,321	1,378	5,199			
GAAP Gross Profit	2,332	668	706	726	765	2,865		750	816	840	873	3,280			
Purchase accounting adjustment to acquired															
deferred revenue	15	22	16	12	8	57		2	2	2	1	8			
Adjusted Gross Profit	2,348	689	722	738	773	2,922		753	818	842	874	3,287			
Adjusted Gross Margin	61.7%	62.2%	62.7%	63.0%	62.6%	62.6%		62.5%	63.1%	63.8%	63.5%	63.2%			
GAAP Operating Profit	1,055	258	294	311	347	1,210		300	354	378	364	1,396			
Purchase accounting adjustment to acquired															
deferred revenue & commission expense	15	20	15	10	7	52		2	2	2	1	7			
One-time accelerated vesting	13	20	13	10	,	32				2	-				
charge & significant acquisition-related expenses	6	_	_	_	_	_		_	_	_	35	35			
Adjusted Operating Profit	1,076	278	309	321	354	1,262	_	303	356	379	401	1,439			
Adjusted Operating Margin	28.3%	25.1%	26.8%	27.4%	28.7%	27.1%		25.1%	27.5%	28.7%	29.1%	27.7%			
Amortization	203	73	74	74	74	295		75	78	83	82	318			
Depreciation	37	12	12	12	13	50		13	13	12	12	50			
GAAP Other Income /	(2)	(1)	7	(1)	_	5		(2)	2	(18)	1	(16)			
(Expense)  Debt extinguishment charge	(2)	(1)	<i>'</i>	(1) —		5		(2)	_	16	_	(16) 16			
Gain on sale of divested	1	<del>-</del>	_		<del>-</del>	_				10	_	10			
energy product line, net of impairment on minority															
investment			(8)			(8)		_							
Adjusted EBITDA	1,315	362	394	407	441	1,605		389	449	473	496	1,806			

35.7%

34.4%

32.3%

34.6%

35.8%

36.0%

34.7%

34.8%

A. All periods include the results of Princeton Instruments, Photometrics and Lumenera, as well as other brands (collectively the "Scientific Imaging" businesses). The Company closed on its sale of the Scientific Imaging businesses to Teledyne Technologies Incorporated on February 5, 2019.

Note: Numbers may not foot due to rounding.

#### **About Roper Technologies**

Roper Technologies is a constituent of the S&P 500, Fortune 1000, and the Russell 1000 indices. Roper operates businesses that design and develop software (both license and software-as-a-service) and engineered products and solutions for a variety of niche end markets. Additional information about Roper is available on the Company's website at <a href="https://www.ropertech.com">www.ropertech.com</a>.

The information provided in this press release contains forward-looking statements within the meaning of the federal securities laws. These forward-looking statements may include, among others, statements regarding operating results, the success of our internal operating plans, and the prospects for newly acquired businesses to be integrated and contribute to future growth, profit and cash flow expectations. Forwardlooking statements may be indicated by words or phrases such as "anticipate," "estimate," "plans," "expects," "projects," "should," "will," "believes," "intends" and similar words and phrases. These statements reflect management's current beliefs and are not guarantees of future performance. They involve risks and uncertainties that could cause actual results to differ materially from those contained in any forwardlooking statement. Such risks and uncertainties include our ability to identify and complete acquisitions consistent with our business strategies, integrate acquisitions that have been completed, realize expected benefits and synergies from, and manage other risks associated with, the newly acquired businesses. We also face other general risks, including our ability to realize cost savings from our operating initiatives, general economic conditions and the conditions of the specific markets in which we operate, changes in foreign exchange rates, difficulties associated with exports, risks associated with our international operations, increased product liability and insurance costs, increased warranty exposure, future competition, changes in the supply of, or price for, parts and components, environmental compliance costs and liabilities, risks and cost associated with asbestos related litigation, potential write-offs of our substantial intangible assets, and risks associated with obtaining governmental approvals and maintaining regulatory compliance for new and existing products. Important risks may be discussed in current and subsequent filings with the SEC. You should not place undue reliance on any forward-looking statements. These statements speak only as of the date they are made, and we undertake no obligation to update publicly any of them in light of new information or future events.

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