

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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
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1. Name and Address of Reporting Person* <u>HEADLEY MARTIN S</u> (Last) (First) (Middle) 2160 SATELLITE BLVD., SUITE 200 (Street) DULUTH GA 30097 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ROPER INDUSTRIES INC /DE/ [ROP]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>VP, Chief Financial Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) 08/02/2004	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/02/2004		M		4,000	A	\$17.8125	16,450	D	
Common Stock	08/02/2004		M		2,912	A	\$26.625	19,362	D	
Common Stock	08/02/2004		M		2,654	A	\$33.0625	22,016	D	
Common Stock	08/02/2004		S		4,000	D	\$55	18,016	D	
Common Stock	08/02/2004		S		1,300	D	\$55.1	16,716	D	
Common Stock	08/02/2004		S		500	D	\$55.15	16,216	D	
Common Stock	08/02/2004		S		200	D	\$55.19	16,016	D	
Common Stock	08/02/2004		S		600	D	\$55.2	15,416	D	
Common Stock	08/02/2004		S		100	D	\$55.22	15,316	D	
Common Stock	08/02/2004		S		212	D	\$55.21	15,104	D	
Common Stock	08/02/2004		S		2,000	D	\$55.95	13,104	D	
Common Stock	08/02/2004		S		654	D	\$56.03	12,450	D	
Common Stock								1,000	I	By Spouse ⁽¹⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Options (right to buy)	\$17.8125	08/02/2004		M		4,000		11/10/1998	11/09/2008	Common Stock	4,000	\$0.00	0	D	
Employee Stock Options (right to buy)	\$26.625	08/02/2004		M		2,912		11/10/1997	11/09/2007	Common Stock	2,912	\$0.00	0	D	
Employee Stock Options (right to buy)	\$33.0625	08/02/2004		M		2,654		11/11/1999	11/10/2009	Common Stock	2,654	\$0.00	0	D	

Explanation of Responses:

1. Reporting person disclaims beneficial ownership of all such shares.

Remarks:

Martin S. Headley

08/02/2004

** 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.