## ROPER TECHNOLOGIES, INC.

## **Director Independence Standards**

The Board of Directors of Roper Technologies, Inc. (the "Company") has adopted these categorical standards to assist the Board in determining whether a Director is independent. To be determined independent, a Director must be determined, by resolution of the Board as a whole, after due deliberation, to have no material relationship with the Company other than as a Director. In each case, the Board shall broadly consider all relevant facts and circumstances and shall apply the following standards:

- 1. In no event will a Director be considered "independent" if, within the preceding three years:
  - the Director was employed by the Company or any of its direct or indirect subsidiaries,
  - a family member<sup>1</sup> of the Director was employed as an executive officer by the Company or any of its direct or indirect subsidiaries,
  - the Director or any family member who is an executive officer of the Company received more than \$120,000 in compensation during any twelve-month period from the Company or any of its direct or indirect subsidiaries (not including compensation received for board or board committee service, benefits under a tax qualified retirement plan or other non-discretionary compensation for prior services rendered),
  - the Director was a partner or employee of a firm that is the Company's present or former independent auditor or internal auditor and worked on the Company's audit,
  - a family member of the Director was a partner or employee of a firm that is the Company's present or former independent auditor or internal auditor and worked on the Company's audit,

<sup>&</sup>lt;sup>1</sup> For purposes of these Director Independence Standards, "family member" means a person's spouse, parents, children, siblings, mothers and fathers-in-law, sons and daughters-in-law, brothers and sisters-in-law, and anyone (other than domestic employees) who shares such person's home.

- an executive officer of the Company was on the compensation committee of the board of directors of a company that employed either the Director or a family member of the Director as an executive officer, or
- the Director or a family member of the Director was a partner in (but not a limited partner), or a controlling shareholder or an executive officer of an organization that has made to, or received from, the Company payments for property or services in an amount which, in any single fiscal year, exceeds the greater of (i) 5% of recipient's consolidated gross revenues; or (ii) \$200,000.
- 2. In no event will a Director be considered "independent" if:
  - the Director is a current partner or employee of a firm that is the Company's internal or external auditor, or
  - a family member of the Director is a current employee of a firm that is the Company's internal or external auditor and participates in the firm's audit, assurance or tax compliance (but not tax planning) practice.
- 3. The following relationships will not be considered to be material relationships that would impair a Director's independence:
  - if a Director is an executive officer of another company which is indebted to the Company, or to which the Company is indebted, and the total amount of either company's indebtedness to the other is less than one percent of the total consolidated assets of the company of which he or she serves as an executive officer, and
  - if a Director serves as an executive officer, director, or trustee, or a family member of the Director serves as an executive officer, of a charitable organization and the Company's charitable contributions to the organization in any of the last three fiscal years, in the aggregate, are less than: (i) one percent of that organization's latest publicly available consolidated gross revenues (or annual charitable receipts, if

revenue information is not available); or (ii) \$50,000 whichever is greater.