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

	January 28, 20	013	
	DATE OF REPORT (DATE OF EARLI	EST EVENT REPORTED)	
	ROPER INDUST	ΓRIES, INC.	
	(EXACT NAME OF REGISTRANT AS SI	PECIFIED IN ITS CHARTER)	
	DELAWARI	Ξ	
	(STATE OR OTHER JURISDICTION	OF INCORPORATION)	
	1-12273	51-0263969	
(COMN	MISSION FILE NUMBER)	(IRS EMPLOYER IDENTIFIC	CATION NO.)
6901 PROFESSIONAL	. PKWY. EAST, SUITE 200, SARASOTA, FLORIDA	34240	
(ADDRESS OF P	PRINCIPAL EXECUTIVE OFFICES)	(ZIP CODE)	
	(941) 556-260)1	
	(REGISTRANT'S TELEPHONE NUMBER	R, INCLUDING AREA CODE)	
	(FORMER NAME OR ADDRESS, IF CHA	NGED SINCE LAST REPORT)	
Check the appropriate be under any of the followi	ox below if the Form 8-K filing is intended to simultaneoung provisions:	usly satisfy the filing obligation of the regist	rant
[] S [] F 2(b))	Vritten communication pursuant to Rule 425 un Soliciting material pursuant to Rule 14a-12 und Pre-commencement communications pursuant Pre-commencement communications pursuant	der the Exchange Act (17 CFR 240. to Rule 14d-2(b) under the Exchang	.14a-12) ge Act (17 CFR 240.14d
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Item 2.02. Results of Operations and Financial Condition.

On January 28, 2013, Roper Industries, Inc. (the "Company") issued a press release containing information about the Company's results of operations for the year and quarter ended December 31, 2012. A copy of the press release is furnished as <u>Exhibit 99.1</u>.

In the press release, the Company uses several non-GAAP financial measures: non-GAAP Revenue, non-GAAP Operating Margin, non-GAAP Diluted Earnings per Share, EBITDA and Free Cash Flow.

Business combination accounting rules require Roper to account for the fair value of deferred revenue assumed in connection with the Sunquest Information Systems, Inc. ("Sunquest") acquisition. The fair value is based on the assumed cost of having a third-party provide the relevant support services rather than the contracted amount under the contracts. Because the fair value is less than the contracted amount, Roper's GAAP revenues for the one year period subsequent to the acquisition will not reflect the full amount of revenue that would have otherwise been recorded by Sunquest had they remained an independent company. The non-GAAP Revenue measure is intended to reflect the full amount that Sunquest would have recognized as revenue, absent the fair value adjustment. The non-GAAP Operating Margin reflects this fair value adjustment as well as the exclusion of expenses related to the Sunquest acquisition. The non-GAAP Diluted Earnings per Share also excludes a debt extinguishment charge incurred in refinancing the existing credit facility, which is recorded as other expense. The Company believes these non-GAAP measures are useful to investors as a measure of the ongoing performance of its business giving effect to the Sunquest transaction.

EBITDA as shown in the press release is defined as net earnings plus (a) interest expense, (b) income taxes and (c) depreciation and amortization. The Company believes EBITDA is an important indicator of operational performance of the Company's business because it provides a link between profitability and operating cash flow. EBITDA as calculated by the Company is not necessarily comparable to similarly titled measures reported by other companies. In addition, EBITDA: (a) does not represent net income or cash flows from operations as defined by GAAP; (b) is not necessarily indicative of cash available to fund the Company's cash flow needs; and (c) should not be considered as an alternative to net earnings, operating income, cash flows from operating activities or the Company's other financial information determined under GAAP. The Company believes that the line on the Company's consolidated statement of operations entitled net earnings is the most directly comparable GAAP measure to EBITDA.

Free Cash Flow is defined as "Cash Provided by Operating Activities" ("Operating Cash Flow") as stated in Roper's Consolidated Statements of Cash Flows, reduced by capital expenditures. The Company believes that Free Cash Flow is useful to investors as a basis for comparing its performance with other companies. Roper's measure of Free Cash Flow may not be comparable to similar measures used by other companies.

Item 9.01. Financial Statements and Exhibits.

(a)	Financial	Statements	of Businesses A	Acquired.
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Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Shell Company Transactions.

Not applicable

(d) Exhibits.

99.1 Press Release of the Company dated January 28, 2013.

Roper Industries, Inc.

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.

(Registrant)	
BY: /s/ John Humphrey	
John Humphrey, Vice President and Chief Financial Officer	Date: January 28, 2013

EXHIBIT INDEX

Exhibit No. Description

Contact Information: Investor Relations 941-556-2601

investor-relations@roperind.com



Roper Industries Announces Record Results for Fourth Quarter and Full Year 2012

Sarasota, Florida, January 28, 2013 ... Roper Industries, Inc. (NYSE: ROP), a diversified growth company, reported financial results for the fourth quarter and full year ended December 31, 2012.

Roper reports results, including revenue, operating margin, net income and diluted earnings per share, on a GAAP and non-GAAP basis. The company's guidance is provided on a non-GAAP basis. Non-GAAP measures are reconciled to the corresponding GAAP measures at the end of this release.

Fourth Quarter 2012

Fourth quarter GAAP diluted earnings per share were \$1.44 and non-GAAP diluted earnings per share were \$1.48. GAAP revenue increased 10% to \$810 million and non-GAAP revenue, which excludes a fair value adjustment to acquired deferred revenue, was \$816 million. GAAP operating margin increased 250 basis points to 27.8%, while non-GAAP operating margin was 28.3%, a 300 basis point increase over the prior year. Operating cash flow in the quarter was \$212 million.

"Our businesses performed exceptionally well in the fourth quarter, as we established records for revenue, orders, gross margin, operating profit, net earnings and cash flow," said Brian Jellison, Roper's Chairman, President and CEO. "EBITDA reached \$275 million, or 33.7% of revenue, reflecting the contribution of Sunquest and strong operating leverage on organic growth."

Full Year 2012

"Full year performance across the enterprise was outstanding throughout the year with record levels of revenue, income and cash flow," said Mr. Jellison. "Operating margin expansion was consistent and broad-based, as margins expanded in each of our segments in every quarter of 2012, a reflection of the strength of our business leaders and our disciplined operating model. Gross margin expanded to 56% for the year. Our consistent focus on high margin businesses, differentiated technology and nimble execution continues to deliver exceptional results."

GAAP diluted earnings per share for the year were \$4.86 and non-GAAP diluted earnings per share were \$4.96. GAAP revenue was \$3.0 billion, up 7% over the prior year. GAAP operating margin increased 170 basis points to 25.3%, while non-GAAP operating margin was 25.7%, a 210 basis point increase over the prior year. Operating cash flow was a record \$678 million. Free cash flow increased 14% to \$639 million and represented 21% of GAAP revenue.

"We invested over \$1.4 billion in acquisitions during 2012, adding Sunquest as a new growth platform, as well as attractive bolt-on businesses to our existing platforms," said Mr. Jellison. "We successfully issued \$900 million in senior notes during the fourth quarter and ended the year with a strong balance sheet, including over \$1.5 billion in cash and available liquidity. We continue to have an attractive pipeline of opportunities and are well positioned as we enter 2013."

2013 Outlook and Guidance

Roper expects 2013 full year non-GAAP diluted earnings per share (DEPS) between \$5.60 - \$5.82 with expected first quarter non-GAAP DEPS between \$1.19 and \$1.23.

The company's guidance is provided on a non-GAAP basis, which excludes the fair value adjustment to acquired deferred revenue resulting from the Sunquest acquisition. The company's guidance excludes future acquisitions.

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.

Table 1: Q4 Revenue Growth Detail	Q4 Q4 V %
GAAP Revenue	2011 2012 \$ 739 \$ 810 10%
Non-GAAP Revenue	\$ 739 \$ 816 <u>10</u> %
Components of growth – GAAP Organic Growth Acquisitions Foreign Exchange Total Growth	3% 7% (0%) 10%
Table 2: Free Cash Flow Reconciliation	2011 2012 V%
GAAP Revenue (B) Non-GAAP Revenue (C)	\$ 2,797 \$ 2,993 7% \$ 2,797 \$ 3,003 7%
Operating Cash Flow Less: Capital Expenditures Rounding	602 678 (41) (38) (1)
Free Cash Flow (A)	<u>561</u> <u>639</u> <u>14</u> %
% of GAAP Revenue (A) / (B) % of Non-GAAP Revenue (A) / (C)	20.0% 21.4% 20.0% 21.3%
Table 3: EBITDA Reconciliation	
GAAP Revenue Non-GAAP Revenue (B)	Q4 2012 \$ 809.9 \$ 815.9
GAAP Net Earnings	143.5

	,	24 2012
GAAP Revenue	\$	809.9
Non-GAAP Revenue (B)	\$	815.9
GAAP Net Earnings		143.5
Add: Interest Expense		20.5
Add: Income Taxes		61.3
Add: Depreciation & Amortization		44.0
Add: Fair Value Adjustment to Acquired Deferred Revenue		6.0
EBITDA (A)	\$	275.3

% of Non-GAAP Revenue (A) / (B) 33.7%

Conference Call to be Held at 8:30 AM (ET) Today

A conference call to discuss these results has been scheduled for 8:30 AM ET on Monday, January 28, 2013. The call can be accessed via webcast or by dialing +1 888-438-5524 (US/Canada) or +1 719-457-2645, using confirmation code 6945605. Webcast information and conference call materials will be made available in the Investors section of Roper's website (www.roperind.com) prior to the start of the call. Telephonic replays will be available for up to two weeks by calling +1 719-457-0820 and using the access code 6945605.

About Roper Industries

Roper Industries is a diversified growth company and is a constituent of the S&P 500, Fortune 1000, and the Russell 1000 indices. Roper provides engineered products and solutions for global niche markets, including water, energy, transportation, medical, education, and SaaS-based information networks. Additional information about Roper is available on the company's website at www.roperind.com.

The information provided in this press release contains forward-looking statements within the meaning of the federal securities laws. These forward-looking statements 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. Forward-looking statements may be indicated by words or phrases such as "anticipate," "estimate," "plans," "expects," "projects," "should," "will," "believes" or "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 forward-looking statement. Such risks and uncertainties include our ability to integrate acquisitions and realize expected synergies. We also face other general risks, including our ability to realize cost savings from our operating initiatives, general economic conditions, unfavorable changes in foreign exchange rates, difficulties associated with exports, risks associated with our international operations, difficulties in making and integrating acquisitions, risks associated with newly acquired businesses, 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 and 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.

Roper Industries, Inc. and Subsidiaries Condensed Consolidated Balance Sheets (unaudited) (Amounts in thousands)

ASSETS	De	cember 31, 2012	De	ecember 31, 2011	
CURRENT ASSETS:					
Cash and cash equivalents	\$	370,590	\$	338,101	
Accounts receivable		526,408		439,134	
Inventories		190,867		204,758	
Unbilled receivable		72,193		63,829	
Deferred taxes		45,788		38,004	
Other current assets		43,492		31,647	
Total current assets		1,249,338		1,115,473	
PROPERTY, PLANT AND EQUIPMENT, NET		110,397		108,775	
OTHER ASSETS:					
Goodwill		3,868,857		2,866,426	
Other intangible assets, net		1,698,867		1,094,142	
Deferred taxes		74,848		63,006	
Other assets		68,797		71,595	
Total other assets		5,711,369		4,095,169	
TOTAL ASSETS	\$	7,071,104	\$	5,319,417	
LIABILITIES AND STOCKHOLDERS' EQUITY					
CURRENT LIABILITIES:	_		_		
Accounts payable	\$	138,340	\$	141,943	
Accrued liabilities		424,987		322,904	
Income taxes payable		-		8,895	
Deferred taxes		3,868		10,548	
Current portion of long-term debt Total current liabilities		513,928 1,081,123		69,906 554,196	
NONOURRENT LIARUITIES					
NONCURRENT LIABILITIES:		1 500 104		1 015 110	
Long-term debt		1,508,194		1,015,110	
Deferred taxes		707,278		482,603	
Other liabilities		86,783		72,412	
Total liabilities		3,383,378		2,124,321	
STOCKHOLDERS' EQUITY:					
Common stock		1,006		987	
Additional paid-in capital		1,158,001		1,117,093	
Retained earnings		2,489,858		2,063,110	
Accumulated other comprehensive earnings		58,537		33,800	
Treasury stock		(19,676)		(19,894)	
Total stockholders' equity		3,687,726		3,195,096	
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$	7,071,104	\$	5,319,417	

Roper Industries, Inc. and Subsidiaries Condensed Consolidated Statements of Earnings (unaudited) (Amounts in thousands, except per share data)

	Three months ended December 31,			Twelve months ended December 31,				
		2012	2011		2012		_	2011
Net sales Cost of sales	\$	809,910 343,549	\$	739,204 333,355		2,993,489 1,321,772	\$	2,797,089 1,281,525
Gross profit		466,361		405,849		1,671,717		1,515,564
Selling, general and administrative expenses		241,119		218,495		914,130	_	855,025
Income from operations		225,242		187,354		757,587		660,539
Interest expense Loss on extinguishment of debt Other income/(expense)		20,509 - 106		15,383 - (548)		67,525 (1,043) (2,338)		63,648 - 8,096
Earnings from continuing operations before income taxes		204,839		171,423		686,681		604,987
Income taxes	_	61,309		49,747		203,321	_	177,740
Net Earnings	\$	143,530	\$	121,676	\$	483,360	\$	427,247
Earnings per share: Basic Diluted	\$ \$	1.46 1.44	\$	1.26 1.23	\$ \$	4.95 4.86	\$	4.45 4.34
Weighted average common and common equivalent shares outstanding: Basic Diluted		98,422 99,576		96,455 98,662		97,702 99,558	_	95,959 98,386

Roper Industries, Inc. and Subsidiaries Selected Segment Financial Data (unaudited)

(Amounts in thousands and percents of net sales)

	Three m	Three months ended December 31,		Twelve m	onths er	nded December 31,			
	2012		2011		2012		2011		
	Amount	%	Amount	%	Amount	%	Amount	%	
Net sales: Industrial Technology Energy Systems & Controls Medical & Scientific Imaging RF Technology Total	\$ 197,152 184,608 217,628 210,522 \$ 809,910		\$ 198,661 172,034 157,782 210,727 \$ 739,204		\$ 795,240 646,116 703,835 848,298 \$2,993,489		\$ 737,356 597,802 610,617 851,314 \$2,797,089		
Gross profit: Industrial Technology ⁽¹⁾ Energy Systems & Controls Medical & Scientific Imaging ⁽²⁾ RF Technology Total	\$ 106,178 109,291 139,084 111,808 \$ 466,361	53.9% 59.2% 63.9% 53.1% 57.6%	99,356 100,947 107,599	49.3% 57.8% 64.0% 51.1% 54.9%	363,616 453,495	51.6% 56.3% 64.4% 52.4% 55.8%	6 331,746 6 386,242	49.8% 55.5% 63.3% 50.6% 54.2%	
Operating profit*: Industrial Technology ⁽¹⁾ Energy Systems & Controls Medical & Scientific Imaging ⁽²⁾ RF Technology Total	\$ 64,480 61,075 62,015 56,819 \$ 244,389	32.7% 33.1% 28.5% 27.0% 30.2%	52,537 39,377 52,464	29.2% 30.5% 25.0% 24.9%	179,824 187,246 223,335	30.8% 27.8% 26.6% 26.3% 27.9%	6 157,960 6 148,376 6 202,877	28.2% 26.4% 24.3% 23.8% 25.6%	
Net Orders: Industrial Technology Energy Systems & Controls Medical & Scientific Imaging RF Technology Total	\$ 185,285 175,596 208,784 209,399 \$ 779,064		\$ 184,051 171,905 153,335 185,390 \$ 694,681		\$ 783,362 634,051 703,034 871,225 \$2,991,672		\$ 767,020 608,538 612,787 834,903 \$2,823,248		

^{*} Operating profit is before unallocated corporate general and administrative expenses. These expenses were \$19,147 and \$15,056 for the three months ended December 31, 2012 and 2011, respectively, and \$77,509 and \$56,862 for the twelve months ended December 31, 2012 and 2011, respectively.

 $^{^{(1)}}$ Includes a favorable fourth quarter 2012 accounts payable correction of \$5.5 million.

⁽²⁾ Includes a fourth quarter 2012 charge for inventory and tooling for a medical product line of \$4.0 million.

Roper Industries, Inc. and Subsidiaries Condensed Consolidated Statements of Cash Flows (unaudited) (Amounts in thousands)

Twelve months ended December 31,

	Dece	ilibei 51,
	2012	2011
Net earnings	\$ 483,360) \$ 427,247
Non-cash items:		
Depreciation	37,888	36,780
Amortization	116,860	103,363
Stock-based compensation expense	40,773	31,730
Income taxes	(15,988	3) 14,526
Changes in assets and liabilities:		
Receivables	(21,577	7) (21,574)
Inventory	18,362	` ' '
Accounts payable	(8,480	
Accrued liabilities	17,689	
Other, net	8,966	
Cash provided by operating activities	677,852	601,618
Business acquisitions, net of cash acquired	(1,467,772	
Capital expenditures	(38,405	5) (40,702)
Other, net	632	2 (1,453)
Cash used by investing activities	(1,505,545	(275,749)
Principal debt borrowings	900,000) -
Principal debt payments	(57,304	1) (26,457)
Revolver borrowings (payments), net	100,000	(230,000)
Debt issuance costs	(12,213	
Dividends	(69,903	3) (42,090)
Excess tax benefit from share-based payment	30,747	
Proceeds from stock-based compensation, net	37,679	•
Redemption premium on convertible debt	(76,642	•
Other, net	1,505	
Cash provided by (used in) financing activities	853,870	(256,679)
Effect of exchange rate changes on cash	6,312	(1,483)
Net increase in cash and equivalents	32,489	67,707
Cash and equivalents, beginning of period	338,103	270,394
Cash and equivalents, end of period	\$ 370,590	338,101

ROPER INDUSTRIES INC.

CONDENSED CONSOLIDATED STATEMENT OF EARNINGS - RECONCILIATION OF GAAP TO NON-GAAP

(Amounts in thousands, except per share data)

	2012 4th Quarter GAAP	Adjustment Fair Value Adjustment to Acquired Deferred Revenue	2012 4th Quarter Non-GAAP
Net Sales	\$ 809,910	\$ 5,952	\$ 815,862
Cost of Sales	343,549		343,549
Gross Profit Selling, general and administrative expenses	466,361 221,972	5,952	472,313 221,972
Segment income from operations	244,389	5,952	250,341
Corporate general and administrative expenses Income from operations	19,147 225,242 20,509		19,147 231,194 20,509
Interest Expense Other income (expense)	106	_	106
Earnings from continuing operations before income taxes	204,839 61,309	5,952	210,791 63,392
IncomeTaxes ⁽¹⁾ Tax Rate	29.9		
Net Earnings	\$ 143,530	\$ 3,869	\$ 147,398
Weighted average common shares outstanding	99,576		99,576
Diluted earnings per share	\$ 1.44		\$ 1.48

⁽¹⁾ For the adjustment, the company used a 35% tax rate, as this adjustment is a US-based item and 35% is the statutory tax rate in the United States

ROPER INDUSTRIES INC.

CONDENSED CONSOLIDATED STATEMENT OF EARNINGS - RECONCILIATION OF GAAP TO NON-GAAP

(Amounts in thousands, except per share data)

		Adjustments							
Net Sales Cost of Sales Gross Profit	2012 Fully Year Reported 2,993,489 1,321,772	Ad to	dir Value djustment Acquired Deferred Revenue 9,082 - 9,082	Α	Sunquest cquisition- Related Expenses		Debt inguishment Charge - -		2012 fully Year Adjusted 3,002,571 1,321,772
GIOSS PIOIIL	1,671,717		9,082		-		-		1,680,799
Selling, general and administrative expenses	836,621		-		-		-		836,621
Segment income from operations	835,096		9,082		-		-		844,178
Corporate general and administrative expenses	77,509		-		(6,308)		-		71,201
	757,587		9,082		6,308		_		772,977
Income from operations	 								
Interest Expense	67,525		-		-		-		67,525
Other income (expense)	(3,381)		-		-		1,043		(2,338)
	 686,681		9,082		6,308		1,043		703,114
Earnings from continuing operations before income taxes									
IncomeTaxes (1)	 203,321		3,179		2,208		365		209,073
Tax Rate	29.6%		35.0%		35.0%		35.0%		29.7%
Net Earnings	\$ 483,360	\$	5,903	\$	4,100	\$	678	\$	494,041
Weighted average common shares outstanding	99,558								99,558
Diluted earnings per share	\$ 4.86							\$	4.96

⁽¹⁾ For the three adjustments, the company used a 35% tax rate, as these adjustments are all US-based items, and 35% is the statutory tax rate in the United States