

OGRADY C THOMAS
Form 4
May 10, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
OGRADY C THOMAS

2. Issuer Name and Ticker or Trading Symbol
ROPER INDUSTRIES INC /DE/ [ROP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2160 SATELLITE BLVD., SUITE 200

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Mergers & Acquisitions

(Street)
DULUTH, GA 30097

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | 02/28/2005 | | F | | 322 | D | \$ 64.08 |
| Common Stock | 05/06/2005 | | M | | 36,999 | A | \$ 69.73 |
| Common Stock | 05/06/2005 | | S | | 699 | D | \$ 69.81 |
| Common Stock | 05/06/2005 | | S | | 17,800 | D | \$ 69.75 |
| Common Stock | 05/06/2005 | | S | | 5,900 | D | \$ 69.74 |

Edgar Filing: OGRADY C THOMAS - Form 4

| | | | | | | | |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 05/06/2005 | S | 5,000 | D | \$ 69.73 | 11,040 | D |
| Common Stock | 05/06/2005 | S | 1,700 | D | \$ 69.72 | 9,340 | D |
| Common Stock | 05/06/2005 | S | 600 | D | \$ 69.71 | 8,740 | D |
| Common Stock | 05/06/2005 | S | 2,100 | D | \$ 69.7 | 6,640 | D |
| Common Stock | 05/06/2005 | S | 1,500 | D | \$ 69.69 | 5,140 | D |
| Common Stock | 05/06/2005 | S | 100 | D | \$ 69.68 | 5,040 | D |
| Common Stock | 05/06/2005 | S | 100 | D | \$ 69.65 | 4,940 | D |
| Common Stock | 05/06/2005 | S | 300 | D | \$ 69.62 | 4,640 | D |
| Common Stock | 05/06/2005 | S | 100 | D | \$ 69.61 | 4,540 | D |
| Common Stock | 05/06/2005 | S | 100 | D | \$ 69.59 | 4,440 | D |
| Common Stock | 05/06/2005 | S | 100 | D | \$ 69.57 | 4,340 | D |
| Common Stock | 05/06/2005 | S | 900 | D | \$ 69.56 | 3,440 | D |

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

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 control number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Edgar Filing: OGRADY C THOMAS - Form 4

Employee

Stock

Options
(right to
buy)

\$ 35.99

05/06/2005

M

16,000

04/02/2001

04/01/2011

Common
Stock

16,000

Employee

Stock

Options
(right to
buy)

\$ 40.68

05/06/2005

M

9,000

11/14/2001

11/13/2011

Common
Stock

9,000

Employee

Stock

Options
(right to
buy)

\$ 38.35

05/06/2005

M

10,000

11/19/2002

11/18/2012

Common
Stock

10,000

Employee

Stock

Options
(right to
buy)

\$ 48.4

05/06/2005

M

1,999

02/25/2004

02/24/2014

Common
Stock

1,999

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| OGRADY C THOMAS 2160 SATELLITE BLVD., SUITE 200 DULUTH, GA 30097 | | | VP, Mergers & Acquisitions | |

Signatures

C. Thomas O'Grady, by Paul J. Soni, his attorney-in-fact, pursuant to Power of Attorney dated August 16, 2004.

05/09/2005

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Includes 155 shares acquired in exempt transactions under ESPP from 1/1 2004 to 12/31/2004.

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

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