

ROPER INDUSTRIES INC  
Form 10-Q/A  
August 17, 2009

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

FORM 10-Q/A  
Amendment No. 1

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2009.

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_.

Commission File Number 1-12273

ROPER INDUSTRIES, INC.  
(Exact name of registrant as specified in its charter)

|   |                                      |
|---|--------------------------------------|
| Delaware  | 51-0263969                           |
| (State or other jurisdiction of<br>incorporation or organization) | (I.R.S. Employer Identification No.) |
| 6901 Professional Pkwy. East, Suite 200                           |                                      |
| Sarasota, Florida   | 34240                                |
| (Address of principal executive offices)                          | (Zip Code)                           |
| (941) 556-2601  |                                      |
| (Registrant's telephone number, including area code)              |                                      |

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.  Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).  Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer  Accelerated filer

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Non-accelerated filer

Smaller reporting company

(do not check if smaller reporting company)

Indicate by check mark if the registrant is a shell company (as defined in Rule 12-b2 of the Act).  Yes  No

The number of shares outstanding of the Registrant's common stock as of July 29, 2009 was approximately 90,824,287.

Explanatory Note

The purpose of this amendment on Form 10-Q/A to our quarterly report on Form 10-Q for the period ended June 30, 2009 ("Form 10-Q"), as filed with the Security and Exchange Commission on August 4, 2009, is to furnish Exhibit 101 to the Form 10-Q as required by Rule 405 of Regulation S-T. Exhibit 101 to this report provides the following items from our Form 10-Q formatted in Extensible Business Reporting Language (XBRL): (i) the unaudited Consolidated Statement of Operations, (ii) the unaudited Consolidated Balance Sheet, (iii) the unaudited Consolidated Statement of Cash Flows, and (iv) the unaudited Notes to Financial Statements, tagged as blocks of text.

This Form 10-Q/A does not reflect subsequent events occurring after the original filing date of the Form 10-Q or modify or update in any way disclosures made in the Form 10-Q.

Pursuant to Rule 406T of Regulation S-T these interactive data files on Exhibit 101 hereto are deemed not filed or part of a registration statement or prospectus for purposes of Section 18 of the Security Exchange Act of 1934, and otherwise are not subject to liability under these sections.

Item 6. Exhibits

- 3.1 Roper Industries, Inc., By-Laws, Amended and Restated as of February 12, 2009, incorporated herein by reference to Exhibit 3.1 to the Roper Industries, Inc. Current Report on Form 8-K filed February 19, 2009.
- 31.1 Rule 13a-14(a)/15d-14(a), Certification of the Chief Executive Officer, filed with the Roper Industries, Inc. Quarterly Report on Form 10-Q on August 4, 2009.
- 31.2 Rule 13a-14(a)/15d-14(a), Certification of the Chief Financial Officer, filed with the Roper Industries, Inc. Quarterly Report on Form 10-Q on August 4, 2009.
- 32.1 Section 1350 Certification of the Chief Executive and Chief Financial Officers, filed with the Roper Industries, Inc. Quarterly Report on Form 10-Q on August 4, 2009.
- 101.INS XBRL Instance Document, furnished herewith.
- 101.SCH XBRL Taxonomy Extension Schema Document, furnished herewith.
- 101.CAL XBRL Taxonomy Extension Calculation Linkbase Document, furnished herewith.
- 101.DEF XBRL Taxonomy Extension Definition Linkbase Document, furnished herewith.
- 101.LAB XBRL Taxonomy Extension Label Linkbase Document, furnished herewith.
- 101.PRE XBRL Taxonomy Extension Presentation Linkbase Document, furnished herewith.



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 thereunto duly authorized.

Roper Industries, Inc.

|  |   |                 |
|--|---|-----------------|
| /s/ Brian D. Jellison<br>Brian D. Jellison | Chairman of the Board, President,<br>and Chief Executive Officer<br>(Principal Executive Officer) | August 17, 2009 |
|--|---|-----------------|

|                                    |  |                 |
|------------------------------------|--|-----------------|
| /s/ John Humphrey<br>John Humphrey | Chief Financial Officer and Vice<br>President<br>(Principal Financial Officer) | August 17, 2009 |
|------------------------------------|--|-----------------|

|                                  |   |                 |
|----------------------------------|---|-----------------|
| /s/ Paul J. Soni<br>Paul J. Soni | Vice President and Controller<br>(Principal Accounting Officer) | August 17, 2009 |
|----------------------------------|---|-----------------|