



Roper Technologies

## **Business Code of Ethics and Standards of Conduct**

## A MESSAGE FROM OUR PRESIDENT AND CEO

At Roper, we are incredibly proud of the long-term success of our businesses. Success, especially long-term success, must be supported by a commitment to high integrity and mutual respect for each other, our customers and other stakeholders.

To this end, this Code of Conduct outlines a model for the high ethical standards and commitment to integrity that we expect from everyone at Roper. Understanding this Code and incorporating its components into your decision making will help maintain the vital trust we have established with our customers and with our fellow employees.

I want to thank each of you for carefully reading, understanding and actively applying our Code of Conduct. I appreciate your commitment to our culture of trust and mutual respect as you engage with your colleagues, your customers and all the stakeholders that enable you to do your very best work!

Sincerely,

Neil Hunn, President and Chief Executive Officer



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## OUR BUSINESS CODE OF ETHICS AND COMPLIANCE POLICIES

### Code of Ethics Overview

We at Roper are dedicated to developing, manufacturing and selling only solutions and products that are safe and of high quality. We strive to conduct our operations worldwide in accordance with exemplary standards of business integrity.

To achieve this, all Roper Employees and Directors are expected to conduct Roper's business in accordance with high standards of honesty and integrity. So what does this mean for you?

- Read this Code fully
- Provide full and honest disclosure in any reports filed by Roper
- Follow the spirit and letter of the law in all aspects of our business
- Promptly report any violations of this Code
- Cooperate fully during all internal and external investigations

This Code will act as a guideline intended to assist all of our Employees and Directors in acting and making decisions on behalf of Roper consistent with these standards. Of course, no guidelines can be all-inclusive and responsibility for proper conduct rests with you.

### Reporting of Violations or Concerns

***There is no substitute for personal integrity and good judgment.***

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If you're faced with a difficult decision, consider whether you'd feel comfortable if your decision became public knowledge. If you think your decision could appear improper from a legal or ethical standpoint, are in doubt about the best course of action to take or otherwise have questions about the applicability of this Code, you're encouraged to speak with your supervisor or the Compliance Officer.

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We have a duty to report all inappropriate, unethical or illegal conduct or behavior in violation of this Code, the law or other Roper policies. If you become aware of or suspect a violation, you should report to your supervisor or the Compliance Officer. Corporate Executive Officers and Directors should report to the Compliance Officer.

If you're uncomfortable reporting to your supervisor for any reason, you can anonymously contact the Roper Technologies Ethics and Compliance Line at any time.

Any concerns regarding accounting, internal accounting controls and auditing matters may also be reported to your supervisor or to the Compliance Officer. These concerns will then be reported to the Audit Committee of Roper's Board of Directors and handled pursuant to procedures the Committee has established.

## No Retaliation

Everyone should feel comfortable reporting possible violations. Therefore, Roper will neither retaliate against, nor tolerate any harassment or retaliation against, anyone for reporting in good faith suspected violations of laws, regulations or Roper policies or procedures, including this Code, or for otherwise engaging in any activity protected by law.

This means Roper will not terminate, demote, transfer to a less desirable assignment or otherwise discriminate against you for calling attention to acts that are suspected to be illegal, unethical or in violation of this Code, providing information relating to an investigation thereof or for otherwise engaging in any activity protected by law.

However, Roper reserves the right to discipline anyone who: (1) knowingly makes a false accusation; (2) knowingly provides false information to Roper; (3) violates this Code, any applicable law or other Roper policies or procedures or (4) has otherwise acted improperly.

Retaliation means any negative employment action taken against someone because he or she has made a report in good faith or is going to make a report in the future or for otherwise engaging in any activity protected by law.

Making a report in good faith does not mean you have to be certain that something unethical is happening – it just means that you have a genuine reason to believe something could be wrong.

### Ways to report violations:

- To your supervisor
- To the Compliance Officer
- Through the Roper Technologies Ethics and Compliance Line, +1 (888) 227-3565
- [www.roper.ethicspoint.com](http://www.roper.ethicspoint.com)

### Remember!

- You can report in person, by email or by phone.
- Your questions or concerns can remain confidential or anonymous, where allowed by law.
- You don't have to include any identifying information when making a report to the Roper Technologies Ethics and Compliance Line.

## Disciplinary Actions

Roper will take appropriate disciplinary action against any Employee or Director whose actions are found to violate this Code or Company policies or procedures. ***Disciplinary actions can include immediate termination of employment where allowed by law. This applies to all Employees, regardless of title.***

### What actions can result in discipline?

- Any violation of this Code or any other Roper policy
- Requesting others to violate this Code or any other Roper policy
- Failure to promptly report, or taking actions to obscure or cover-up, known or suspected violations
- Knowingly providing false information concerning a violation or potential violation
- Retaliation against another Employee or a Director for reporting suspected violations or for taking other protected actions
- Violating any applicable law or otherwise subjecting you or Roper to criminal penalties (fines or jail sentences) or civil sanctions (damage awards or fines)

It's important to keep in mind violations of legal and regulatory requirements can carry their own civil and criminal penalties, including fines and imprisonment. Where Roper has suffered a loss, it may pursue its remedies against those responsible. Roper will always cooperate fully with appropriate authorities when laws have been violated.

## Confidentiality

Any report of concerns contemplated by this Code will be kept confidential to the extent practicable or allowed by law.

However, you should be aware that there are certain situations that may require disclosure of confidential information in order to reach a resolution. Please see the section on "Confidential Information" for more details.

## Compliance Officer

The Compliance Officer is responsible for administering the implementation and execution of this Code, including:

- overseeing the implementation of the Code and related policies, practices and procedures;
- overseeing administration of and compliance with the Code, including enforcement and ensuring that appropriate disciplinary measures are consistently applied, as necessary;
- conducting or overseeing investigations into reported violations of the Code;
- coordinating appropriate responses to misconduct and taking action to prevent a recurrence of any misconduct;
- coordinating any necessary training programs on topics covered by the Code and
- answering questions and providing guidance to Employees and Directors regarding the Code.

You can contact the Compliance Officer in person, by telephone at (941) 556-2651, using [www.roper.ethicspoint.com](http://www.roper.ethicspoint.com) or by email at [mpeterson@ropertech.com](mailto:mpeterson@ropertech.com) or [ethics@ropertech.com](mailto:ethics@ropertech.com).

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### ***IMPORTANT NUMBERS***

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<b>Roper Technologies Ethics and Compliance Line:</b>	<b>+1 (888) 227-3565</b>
<b>Compliance Officer:</b>	<b>+1 (941) 556-2651</b>

## Waivers of the Code

Waivers of the Code for corporate Executive Officers or Directors may be made only by the Board of Directors and will be promptly disclosed as required by Securities and Exchange Commission (“SEC”), stock exchange or other applicable rules or regulations. The Compliance Officer must make any waivers of the Code for other Employees in writing. Requests for such waivers should be directed, in writing, to the Compliance Officer.

## Your Responsibility and Commitment in Administration of the Code

All Roper Employees and Directors are required to adhere to the letter and spirit of this Code. This means complying with applicable legal requirements wherever you are around the world. Moreover, we encourage Employees and Directors to engage in ethical behavior at all times and to discuss questions or concerns with the appropriate Company personnel whenever they are in doubt regarding the best course of action.



Employees will receive, and will acknowledge receipt of, a copy of this Code at the time they join Roper and **annually** will acknowledge their continuing commitment to the Code.

Directors will receive, and will acknowledge receipt of, a copy of this Code at the time they are elected to the Board and will **annually** acknowledge their continuing commitment to the Code.

Updates to the Code will be distributed to Employees and Directors, as needed, to reflect amendments or changes.

## CONFIDENTIAL INFORMATION

Roper must balance its interests in maintaining the confidentiality of information about its business with its responsibilities to make timely, complete and accurate public disclosure of such information, as well as with the rights and obligations created by applicable law. This means Roper requires Employees and Directors who deal with or become aware of confidential information to comply with the following guidelines and procedures.

### Information to be Protected

What is Confidential Information? All company information (or information others have entrusted to Roper) that is:

- not generally known by the public;
- might be of use to competitors if disclosed or
- is harmful to Roper (or its customers or business partners) if disclosed.

### Our Duty to Protect Information Entrusted to Us

We have a duty to maintain the confidentiality of all confidential information entrusted to us by Roper, “Designated Companies”, or their customers, unless disclosure is authorized or legally mandated, and subject to all applicable laws.

“Designated Companies” means any company Roper has dealings with, such as:

- current contractual arrangements (i.e. customers; suppliers of goods and services; licensees and licensors)
- possible contractual arrangements (including negotiating joint ventures, joint bids, etc. or acquiring/selling securities or assets)

### “Material” Information

We need to be particularly careful to maintain the confidentiality of any “material”, non-public information. Generally, information is “material” if a *reasonable investor* would:

- consider it important in deciding whether to buy or sell Roper’s securities or
- view the information as having significantly altered the total mix of available information about Roper’s securities.

“Material” information can come in the form of business plans or other documents, conversations or even through knowledge of an imminent press release. Labels or stamps are often used to indicate that documents and written materials contain confidential information; however, don’t rely solely on the absence or presence of a label or stamp. You still need to review the material and make your own determination.

### Examples of information that should be presumed “material” are:

- information about Roper’s financial condition or results of operations (such as earnings), including changes in previously disclosed financial information
- financial forecasts, especially earnings estimates
- plans for declarations of stock splits or dividends or increases or decreases in dividends
- mergers, acquisitions, tender offers or divestitures or the purchase or sale of substantial assets
- significant changes in operations or significant new products to be introduced
- proposed new issuances of securities or extraordinary borrowings or debt payments
- significant litigation developments
- governmental investigations, criminal actions or indictments, any collateral consequences, including potential debarment from government contracts and any other significant governmental actions

**If you have any doubt whatsoever as to whether certain information is “material”, you need to resolve all doubt before making any determination.** *Additional language about trade secrets and proprietary information can be found in the section on Protecting Corporate Assets.*

### Restricted Access

Access to material non-public information is restricted to Roper personnel only on a “need to know” basis. This means that every reasonable effort needs to be taken to limit both the number of Roper personnel becoming aware of the information and the duplication and circulation of written materials containing the information.

Generally, you should exercise your best judgment on what steps to take to restrict access to and otherwise protect the confidentiality of non-public information. In case of any doubt, immediately consult with your supervisor or Roper’s General Counsel.

### Disclosure of Non-Public Information

Generally, public disclosure of non-public information is the responsibility of management, so it’s important to maintain confidentiality of non-public information regardless of whether public disclosure has occurred or you believe it has occurred, except where the disclosure is expressly authorized, permitted or required by law.

If you are contacted by anyone outside of Roper to discuss confidential information, **do not disclose any confidential information** and please refer them to the appropriate Roper

management associate. Other than on the “need to know” basis, no disclosure will be made without the prior approval of Roper’s General Counsel or other appropriate management.

## PREVENTION OF INSIDER TRADING AND TIPPING

### What’s Prohibited

The purchase or sale of securities while aware of material, non-public information (so-called “insider trading”), or the disclosure of information to others who trade on the basis of that information (so called “tipping”), is prohibited by federal securities laws.

### Why is it Prohibited

Violations of these laws by Employees or Directors can expose Roper and the individuals engaging in such activities to severe civil and criminal liability. In the U.S., this may include treble damages, penalties of up to \$5 million and up to 20 years’ imprisonment.

### What You Can’t Do

You must not engage in transactions in any securities\*, whether Roper’s or any other public companies, while you’re in possession of material, non-public information.

You must not communicate material, non-public information to any person who might use that information to purchase or sell securities. It does not matter that you might not receive any benefit for the information you disclose.

These prohibitions about insider trading and tipping apply even if you leave Roper.

### When is Information Non-Public

Information is “non-public” until it has been made available to investors generally. This can mean it was included in reports filed with the SEC, or put in a press release issued by Roper, or referenced in a publication of general circulation (i.e. The Wall Street Journal, New York Times).

#### **Remember!**

What’s considered “material” information can be difficult to determine. If you have *any* doubt whether information is “material”, do not trade or communicate such information.

More information on what’s “material” can be found in the section on Confidential Information.

### How to Handle Material, Non-Public Information

If you obtain information as a result of service to Roper, you must:

- not disclose material, non-public or other confidential information to anyone, inside or outside of Roper (including family members), except on a strict need-to-know basis and under circumstances that make it reasonable to believe that the information will not be misused or improperly disclosed by the recipient;

- refrain from recommending or suggesting that any person engage in transactions in securities, whether of Roper or any other companies, while in possession of material, nonpublic information about those securities and
- abstain from engaging in any transactions in securities, whether of Roper or any other companies, while in possession of material, non-public information regarding their businesses or operations.

*\* For purposes of this Code, “securities” includes options or derivative instruments with respect to such securities and other securities that are immediately convertible or exchangeable into such securities.*

## RELATIONS WITH CUSTOMERS, SUPPLIERS AND COMPETITORS

Our success depends on building good relationships with our customers and suppliers. Cultivating an atmosphere of trust and selling our solutions and products on the basis of merit are fundamental to this goal.

### Fair Dealing

We should all strive to deal fairly with Roper's customers, suppliers and competitors. To that end, we must not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice.

### Unfair Competition - Antitrust

Everyone must fully comply with the antitrust laws of the United States and the competition laws in every country in which Roper or its affiliates do business. Generally, where U.S. laws concerning competition differ from local law and there is uncertainty as to which law applies, the more restrictive standard will be applied.

Antitrust laws forbid understandings or agreements between competitors regarding prices, terms of sale, profits, division or allocation of customers, markets or territories, credit arrangements, methods of distribution or any other activity that restrains competition.

Information concerning competitor strategies and market conditions obtained from our customers or other sources is both legitimate and desirable.

**However, you should not request customers to serve as an intermediary to communicate with our competitors.**

You should not obtain, accept, disclose, use or suggest that you or Roper possess another company's trade secrets under improper or questionable circumstances. Trade secrets include any information, documents or material whose contents are not generally known or ascertainable, have not generally been disclosed by the owner and are likely to be safeguarded by the owner.

Additionally, you should not endeavor, directly or indirectly, to restrict any customer's freedom to set his or her own prices for the resale of any Roper product.

Further, any unnecessary contact with Roper's competitors should be avoided. As a general rule, contacts and communications with competitors should be limited to those which are

#### Standard of Conduct

- Avoid any conduct that violates, or might even appear to violate, both the letter and spirit of an antitrust law.
- Don't enter into any agreement or understanding with any competitor regarding price.
- Don't engage in or discuss with competitors or other business partners any prohibited activities that might be interpreted as an effort to improperly restrict or limit competition (such as pricing or sale terms).

inadvertent and unavoidable (like trade shows and certain outside seminars) and you should seek appropriate clearance before engaging in further contacts or communications.

## Marketing: Disparagement of Competitors

Roper advertising and marketing must comply with all applicable governmental laws, rules and regulations that prohibit unfair and deceptive trade practices. This includes any advertising and sales promotion policies.

It is Roper's policy to emphasize the quality of its products or services; however, you must not make unfounded disparaging comments about competitors or their products or services. Statements (oral or written) made concerning a competitor or its products or services must be fair, factual and complete.

When communicating about a competitor or its products or services:

- Avoid comments about a competitor's character or business practices (*e.g.*, telling a customer that a competitor's sales representative is immoral or untrustworthy).
- The primary emphasis should be on Roper's capabilities, know-how and the benefits of its products and services to its customer, rather than on a competitor's deficiencies.
- Avoid references to a competitor's non-product or non-service related troubles or weak points (*e.g.*, financial difficulties, pending lawsuits, government investigations).
- Statements about the specifications, quality, utility or value of a competitor's products or services should not be made unless they are substantiated by the competitor's current published information or other factual data with respect to the competitor's current products.
- Unsubstantiated claims that Roper originated a product or service or one of its features should not be made.

### Are you responsible for any advertisement or marketing?

If so, it is important that you:

- make sure that the advertisement is truthful, not deceptive and complies with all applicable laws, rules, regulations and policies
- verify all claims regarding performance, quality, etc.

## Product Safety

Manufacturing and marketing only products that can be operated and handled safely is a key business objective of Roper. To that end, Roper products will be tested to assure quality and safety standards are met. Additionally, our products will be accompanied by clear and relevant safety information and appropriate warnings and instructions regarding any reasonably foreseeable hazard that our products may pose to persons, property or the environment.

**It is important to make sure that you do not authorize the shipment of product known to be defective, unsafe or unsuited for its intended use.**

## Medical and Health Care Businesses

For our Medical businesses, Roper follows all applicable laws and regulatory requirements for the development, manufacturing, distribution and marketing of our medical products.

Employees in these businesses must ensure compliance with regulations, as well as product quality and safety standards and all other applicable standards and requirements.

## Offering Gifts, Entertainment and/or Travel to Customers

Attempting to improperly influence customer purchasing decisions on the basis of personal gifts, offers of entertainment, travel, discounts or special favors is improper, unacceptable and in some instances, unlawful, and is prohibited. For that reason, do not offer money, gifts or other items of value to customers or prospective customers that are or may be construed as an attempt to improperly influence their relationship to Roper's business interests.

There may be instances where local tradition or business practice calls for giving gifts for certain occasions. If that's the case, small gifts of nominal value can be presented, as long as the cost for that gift is fully documented. It is also important to ensure that the gift is consistent with Roper's more detailed compliance programs and policies. In certain limited situations, gifts of more than nominal value involving travel or entertainment could be allowed upon receipt of your supervisor's or the Compliance Officer's prior written approval. A gift is never permitted if prohibited by law or it is intended to be or would appear to have an improper influence. Additionally, gifts of cash or cash equivalents (such as gift cards) are never acceptable.

### Before accepting a gift, ask yourself:

- Is the type of gift or invitation appropriate in a business relationship?
- Is the frequency you accept offers of entertainment excessive?
- Have you secured the approval of your supervisor or the Chief Compliance Officer in advance?

## Accepting Gifts from Vendors and Suppliers

Business gifts of significant value offered to you may be intended to improperly influence the selection of vendors or suppliers.

Therefore, Roper's standards governing the acceptance of gifts from vendors or supplier companies or their agents mirror those relating to giving gifts to our customers and prospective customers.

Decisions about accepting gifts or entertainment from vendors or suppliers should be governed by local custom, discretion and good judgment. As a general rule, business gifts may be accepted provided they are of nominal value and include no cash or financial securities. In the case of meals, entertainment, lodgings or

offers of travel, the decision to accept should be guided by good judgment taking into account



the principle of reciprocity, that is, whether the individual who received such an offer is in a position to give a similarly valued gift and expense its cost under Roper's normal expense account procedures.

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**When it comes to gifts and entertainment, keep these in mind:**

Don't give gifts that are excessive, improper or even give the appearance of being improper.

Don't solicit gifts, entertainment or favors of any kind from suppliers, customers or competitors.

Don't accept gifts of more than nominal value unless approved by your supervisor or the Compliance Officer.

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Gifts must be properly reflected in the Company's financial books and records.

Prior disclosure of the gift to your supervisor and/or the Chief Compliance Officer to secure their approval can often eliminate any possible issues or potential misunderstandings.

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**If the gift involves a government or public official, it is crucial you comply with the information provided in the section on the Foreign Corrupt Practices Act.**

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*If you have concerns whether a particular gift is permissible under this policy or if you want approval for any gift or entertainment not covered here, contact your supervisor or the Compliance Officer.*

## RESPONSIBILITY TOWARD COMPANY PERSONNEL

The relationship between Roper and its personnel at every level is one based on mutual respect, reciprocal trust and shared objectives. Treating each other with respect, as further outlined below, is the foundation of good business conduct.

### Health and Safety

Roper continually strives to provide a safe and healthy workplace in compliance with all applicable governmental laws and regulations. To support that initiative, you are expected to comply with all applicable workplace health and safety rules. If your position requires compliance with any workplace safety and health requirements, you must be provided with the appropriate training.

Threats or acts of violence will not be tolerated and must be reported immediately. Any Employee who threatens or perpetrates a violent act will be subject to disciplinary action, up to and including termination of employment, civil litigations and/or criminal prosecution.

#### How can I help to promote a safe workplace?

- Abide by this Code and applicable laws and policies.
- Intervene quickly if you see something or someone behaving unsafely.
- Be aware of how your decisions and actions will affect the health and safety of others.

### Non-Discrimination and Harassment

In compliance with all applicable laws, Roper does not discriminate in its hiring, promotion or other employment practices on the basis of race, color, age, national origin, citizenship, gender, gender identity, gender expression, sexual orientation, religion, disability, pregnancy, veteran status or any other characteristic protected by law. In fact, Roper is strongly committed to recruiting, hiring and promoting qualified individuals from racial minority groups, as well as women, veterans and those with disabilities.

Roper is determined to maintain a work environment that is free of all forms of harassment, including verbal or physical abuse or intimidation of, or conduct that denigrates or shows hostility or aversion to, any person because of race, color, religion, gender, gender identity, gender expression, sexual orientation, national origin, citizenship, veteran status, age, pregnancy or disability. Accordingly, any such harassment, disparaging comments or insults will not be tolerated.

Harassment can take many forms, including unwelcome verbal or physical contact, written communication or repeated misconduct that a reasonable person would see as offensive. Bullying and harassment of any type, whether sexual in nature or not, is a violation of our policies. Harassment does not require intent.

**DO:**

- respect the diverse characteristics of your fellow employees
- build trust in your teams through respect
- speak up if you suspect or observe that someone is being harassed or bullied

**DON'T:**

- create hostile or intimidating environment through your actions or words
- make inappropriate comments or jokes
- be insulting or abusive to or about anyone

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**Any Employee who believes that he or she (or another employee) was subjected to discrimination or harassment should report the matter to their supervisor, the Compliance Officer or through the Roper Technologies Ethics and Compliance Line, +1 (888) 227-3565. All allegations of any kind asserted by or against an employee, former employee, vendor, customer or contractor involving discrimination, harassment, hostile work environment, safety or environmental concerns or retaliation must be reported to the Compliance Officer by Human Resources, Legal or business leadership.**

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## Privacy

Roper respects the privacy of its Employees and recognizes that most of the data collected in Company files pertains to the individual's background, family, income, contributions and health-- information which is confidential in nature. Employees with access to this type of information must comply with all applicable laws, rules and regulations that impose a standard of confidentiality for such records and the disclosure of such information. Therefore, if you have access to such records, apart from disclosure that may be required by law, you are not authorized to release data concerning the personal affairs of any Employee to anyone outside of Roper except on a demonstrated need-to-know basis.

## Substance Abuse

Roper is committed to providing workplaces free of substance abuse. Accordingly, Employees should report to work in condition to perform their duties, free from the influence of illegal or unauthorized drugs, marijuana or alcohol. In addition, the use, possession or distribution of illegal or unauthorized drugs, marijuana or alcohol on Company time or Company premises is prohibited.

## Labor Representation

While Roper prefers to deal with its personnel on an individual basis, it also recognizes that issues involving union or works council representation must be resolved within the framework of law, on a unit-by-unit basis. Therefore, where collective representation exists, Roper will strive to build a relationship with those representative organizations based on the principles of

good faith and mutual respect. Roper is committed to complying with all applicable laws, rules and regulations governing employment, immigration, and labor relations, including working hours and fair wages.

## CONFLICTS OF INTEREST AND CORPORATE OPPORTUNITIES

### Conflicts of Interest

We must be careful to avoid actions that conflict, or even appear to conflict, with Roper's best interests. A "conflict of interest" occurs when an individual's private or personal interest interferes in any way, or even appears to interfere, with the interests of Roper. These can include:

- representing Roper in dealings in which that individual has a vested interest;
- soliciting personal favors from those with whom Roper does business;
- working for or providing advice or consulting services to a competitor, supplier or customer of Roper, running a business that competes with Roper or taking a position that interferes with one's duties to Roper;
- becoming a director or officer of or having a financial interest in a company with whom Roper does business or competes; and
- other circumstances in which the person's loyalty to Roper would be divided.

These situations, and others like them, must be avoided unless approved by the Compliance Officer or, in the case of Corporate Executive Officers and Directors, by the Board of Directors.

Roper Employees may not have a financial interest in any Company customer, supplier, distributor, sales representative or competitor that might cause divided loyalty or even the appearance of divided loyalty.

A conflict situation can arise when an Employee or Director:

- takes actions or has interests that may make it difficult to perform their duties objectively and effectively
- receives, either directly or indirectly, improper personal benefits as a result of their position with Roper (an indirect benefit could be a benefit provided to a family member)

If you are ever in doubt about the propriety of a transaction, consult your supervisor or the Compliance Officer.

Loans from Roper to Directors and Corporate Executive Officers are not permitted. Loans from Roper to any other Employees must be approved in advance by the Board of Directors or its designated committee or Corporate Executive Officer.

Without prior approval of the Compliance Officer, Employees may not perform outside work for other parties or solicit such business on Company premises or Company time, which includes time given with pay to handle personal matters. Neither are they permitted to use Company equipment, telephones, materials, resources or proprietary information for any outside work.

Each Employee must promptly disclose his or her actual or potential conflicts of interest to his or her supervisor or to the Compliance Officer. Corporate Executive Officers and Directors should disclose actual or potential conflicts of interest to the Chairman of the Corporate Governance and Nominating Committee of Roper's Board of Directors. The Committee shall then determine what, if any, action may be appropriate in response.

### Corporate Opportunities

Employees and Directors owe a duty to Roper to advance its legitimate interests when the opportunity to do so arises. No Employee or Director may:

- personally take for themselves, or help others take for their benefit, a business opportunity that is discovered through the use of Company property, information or position;
- use Roper's name, property, information or position for personal profit, gain or advantage (other than compensation from Roper) or
- compete with Roper.

Each Employee and Director must be particularly attentive to the possibility of misappropriating a corporate opportunity of Roper and, in any case of uncertainty, an Employee should promptly consult with his or her supervisor or the Compliance Officer. Corporate Executive Officers and Directors should promptly consult with the Chairman of the Corporate Governance and Nominating Committee. The Committee shall then determine what, if any, action may be appropriate in response.

## PROTECTING CORPORATE ASSETS

We have a duty to safeguard Roper's assets against theft, loss or misuse. Assets can include:

- intangible assets (e.g. customer lists, manufacturing processes, engineering drawings and specifications, software code, intellectual property and a variety of information in written or digitally stored form)
- tangible assets (e.g. money, equipment, supplies, facilities, inventory and materials)

Constant vigilance in protecting Roper's trade secrets, business data and proprietary know-how against industrial espionage is expected.

Similarly, responsible management of Roper's resources requires an accurate accounting for uses made of Roper's material assets, as well as of personnel time. Roper resources must not be diverted for unauthorized uses.

### When is use proper?

- when used for their intended business purposes
- reasonable and limited use of your Roper issued telephone or computer

### When is use not proper?

- when used for outside business or personal political activities
- when used to download, view or send materials that are unlawful or unethical

### Proper Use of Corporate Assets

Every Employee with access to company money or property has an absolute responsibility to manage it with the utmost level of integrity and to avoid any misuse of such assets. Fraud, theft, embezzlement or other improper means of obtaining corporate funds by Roper personnel are unethical, illegal and completely unacceptable. Unless specifically authorized, you may not misuse or remove from Roper facilities any company property (e.g. furnishings, equipment, supplies, as well as property created, obtained or copied by Roper for its exclusive use such as files, reference materials and reports, computer software, data processing systems and data bases).

The integrity of Roper computer programs and data must not be compromised. Exercise great care in protecting these assets against intentional or unintentional corruption.

Roper's products and services are its property, and contributions an Employee makes to the development and implementation of such while employed by Roper are company property and remain company property even if his or her employment is terminated.

It is important that we prevent theft or misappropriation of company property by taking continual care to limit such losses by normal precautions and by handling company assets in a prudent manner.

Safeguard company property by:

- following IT policies and procedures,
- locking up equipment, supplies and materials when no one is around to secure them,
- protecting user IDs and passwords,
- being alert to phishing scams and other attempts to obtain sensitive personal or corporate information,
- recognizing that bad actors continuously attempt to deceive company employees and fraudulently obtain company property (such as company funds through false pretenses),
- reporting suspicious persons or activities to security personnel,
- refraining from downloading unauthorized applications or software and
- avoiding discussions of sensitive or confidential company information in the presence of unauthorized persons (i.e. hallways, elevators, restaurants, social media platforms).

## Records Management

It is important to maintain our records in a way that complies with all applicable laws, rules and regulations, and allows for availability in case of litigation, audits or investigation.

All Employees and Directors are required to cooperate fully with any appropriately authorized internal or external investigation, including violations of this Code and pending litigation. If you are requested to preserve documents in accordance with an investigation or legal hold, you must fully comply, and should never withhold, tamper with, destroy or fail to communicate relevant information.

## Intellectual Properties

Roper has made major investments in its intellectual properties which includes:

- patents
- tradenames
- software code
- trademarks
- brand names
- proprietary information (e.g. processes, data, know-how, trade secrets, formulas, improvements, production techniques, computer programs, and vendor and customer contract information and lists)

Employees may not disclose to unauthorized individuals--whether inside or outside of Roper--any information that would tend to compromise proprietary technologies or trade operating secrets. In addition, reasonable precautions should be taken to prevent the inadvertent



disclosure of such information. This confidentiality of company information applies even after the individual has left the employment of Roper.

In addition, just as Roper expects its intellectual property and proprietary information rights to be observed, Roper respects the property rights of others. Accordingly, it is contrary to Roper policy for Employees to intercept, duplicate or appropriate through electronic or other means such materials as computer software, audio or video recordings, publication or other protected intellectual properties, except by permission of the patent or copyright holders. Any offer of confidential information from outside sources should be refused unless appropriate legal safeguards are taken.

## **ACCURACY OF CORPORATE RECORDS AND REPORTING**

All of our Employees generate records as part of their regular tasks and it is crucial that all Roper Employees make only true and accurate statements and representations. This applies not only to Roper records, but also to government agencies, suppliers, customers, the press and the general public. Every Employee involved in creating, transmitting or entering information into Roper's financial and operational records (including time sheets, sales records and expense accounts) is responsible and must take care to do so completely, honestly and accurately.

### **How to Ensure Accuracy**

To ensure compliance with this policy, it's important that we strive to:

- ensure that business transactions are properly authorized and that clear, complete and accurate entries of those transactions are created and recorded on Roper's books and records in accordance with Generally Accepted Accounting Principles and Roper's internal controls policies and procedures;
- detail the true nature of every transaction or payment in its supporting documentation;
- report the existence of any undisclosed or unrecorded funds or other assets;
- ensure that all reports to regulatory agencies (including reports to be filed with, or submitted to, the SEC) are full, fair, accurate, timely and understandable;
- cooperate with investigations into or audits of Roper's financial records;
- to the extent estimates and accruals are necessary in Company reports and records, ensure they (i) are supported by appropriate documentation and based on good faith judgments compliant with Roper's accounting policies and procedures and (ii), to the extent material, have been approved by management;
- ensure payments are always only made to the person or the firm that actually provided the related goods or services and
- ensure that contacts with taxing authorities are handled in accordance with Roper's accounting policies and procedures.

All Employees are expected to submit accurate expense accounts. To submit an expense account for meals not eaten, miles not driven, airline tickets not used or for any other expense not incurred is dishonest reporting and is prohibited

## **Accounting Controls**

All transactions must be properly and accurately recorded on Roper's books and records, in compliance with Generally Accepted Accounting Principles, Roper's internal control over financial reporting and other internal controls, and any other applicable Company policies and procedures. No unrecorded bank accounts, corporate funds or assets may be maintained, and all entries made in any corporate books or records must be accurate and comply with Roper's policies and procedures. Furthermore, it is the responsibility of all Roper Employees, within the scope of their employment duties, to ensure that all financial recordkeeping and records to governmental agencies be truthful and accurate.

All Roper personnel subject to this Code are prohibited from coercing, manipulating, misleading or fraudulently influencing any independent or certified accountant involved in auditing or reviewing Roper's financial statements for the purpose of rendering the financial statements misleading.

## **Documentation**

Corporate funds may not be paid with the intent or understanding that any part of such payment is to be used for a purpose other than that described by the document supporting such payment.

Any documentation of corporate actions made should comply with the reporting policies, procedures and requirements of Roper and any applicable governmental agency providing oversight or having jurisdiction over such matter. Documentation should be accurate and retained as provided by statute, regulation or instruction by such agencies. Employees are strictly prohibited from destroying, altering or falsifying documents or records with the intent to impede, obstruct or improperly influence the investigation or proper administration of any matter within the jurisdiction of any governmental department or agency.

## **Anti-Money Laundering**

Roper is committed to the prevention, detection and reporting of money laundering and terrorist financing. Money laundering is the process of converting illegal proceeds so that funds are made to appear legitimate. To protect our company, you must act diligently to prevent any Roper products or services from being used to further money laundering. If you detect suspicious activity, promptly report it to your supervisor or the Compliance Officer.

## **SEC Reporting; Other Public Communications**

As a public company, Roper is committed to full, fair, accurate, timely and understandable disclosure in reports and documents that it files with, or submits to, the SEC and in other public communications made by Roper, in compliance with SEC, stock exchange, or other applicable rules and regulations. In support of this commitment, Roper has, among other measures,

designed and implemented disclosure controls and procedures (within the meaning of applicable SEC rules) and Roper requires the maintenance of accurate and complete records, the prohibition of false, misleading or artificial entries on its books and records and the full and complete documentation and recording of transactions in Roper's accounting records. All Employees, within the scope of their employment duties, are expected to comply with Roper's disclosure controls and procedures to ensure that material information relating to Roper is timely recorded, processed, summarized and reported in accordance with all applicable SEC and other rules and regulations. If the scope of your employment involves the reporting of material information, you must be trained in these controls and procedures. All Employees are expected to report to their supervisor information they believe might be material about Roper, but which they believe may not be known at higher levels of the company.

In order to ensure that all disclosures of company information are accurate and in full compliance with applicable laws and regulations, all such disclosures are to be made only through specifically established channels. See the "Media Contact" section for more information.

In addition to performing their duties and responsibilities under these requirements, each of the Corporate Executive Officers will establish and manage Roper's reporting systems and procedures with due care and diligence to ensure that:

- Reports filed with or submitted to the SEC and other public communications contain information that is full, fair, accurate, timely and understandable and do not misrepresent or omit material facts;
- Business transactions are properly authorized and completely and accurately recorded on Roper's books and records in accordance with generally accepted accounting principles and Roper's established financial policies and
- Retention or disposal of company records is in accordance with established Roper policies and applicable legal and regulatory requirements.

## RESPONSIBILITIES TO THE PUBLIC

### Relations with Public Officials; Foreign Corrupt Practices Act

Roper strictly abides by all applicable anti-bribery and anti-corruption laws, including the Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act. Roper prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business.

Roper has developed policies, procedures and internal controls for complying with anti-bribery and anti-corruption laws. This includes conducting third-party due diligence with a view to mitigating the risk of becoming involved in corruption through third parties

In dealing with legislators, regulatory agencies, government field agents or other public officials, political party, party official or political candidate, Roper personnel must not:

- engage in any improper conduct intended to obtain, retain or direct business,
- improperly influence any such persons or their associates into taking improper actions or to avoid taking required action, or otherwise in the conduct of their duties.

As a general proposition, payments, gifts or other things of value are not to be given to governmental official for any reason whatsoever. This holds true both in the U.S. and abroad even though appropriate payment by Roper personnel to foreign governmental or quasi-governmental representation to facilitate or expedite the performance of routine governmental actions not involving diversion to award business to or continue doing business might be permitted under U.S. and foreign law.

A third party cannot be used to try to hide a bribe. Suppliers, agents, distributors and business partners cannot offer or receive a bribe related to working for Roper or on Roper's behalf. Appropriate due diligence must be carried out in relation to third parties who are assessed as presenting a risk. Payments and expenses must be closely monitored and audited to ensure compliance with this provision.

#### What are our responsibilities?

- Never offer, promise, or provide anything of value (no matter how nominal) to a government official in order to gain a business advantage.
- Never instruct, authorize or allow a third party to make a prohibited payment on your behalf.
- Never make a payment to a third party knowing or having reason to believe that it is likely to be used to improperly provide something of value to a government official.
- Always record any payments made or receipts obtained accurately, completely and in a timely manner.

**Remember, a bribe can take the form of money, gifts, services or any other benefit.**

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**Deviation from this policy should be considered and approved only on a case-by-case basis and only after referral to the Compliance Officer. Requests by governmental agencies for information or meetings other than routine communications in the ordinary course of business (e.g., routine export compliance communications) should be referred to Roper's General Counsel. If your personal safety, security or freedom of movement is at risk, a payment may be made and then reported to the Compliance Officer or Roper's General Counsel after the fact and must be properly reflected in the Company's books and records.**

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### **Political Activities and Contributions**

Roper is committed to comply with any applicable laws regarding political contributions, including those that prohibit companies from making political contributions in connection with elections. Roper Employees and Directors are prohibited from conducting personal political activities using company time, property or equipment. In addition, you must not make any political contribution in Roper's name or on behalf of Roper without prior approval from Roper's Chief Executive Officer. This includes not only direct contributions to candidates, but also other activities such as buying tickets to a political event, providing goods or services or paying for advertisements and other campaign expenses.

Any charitable contribution made by or on behalf of the company may never be done for the purpose of influencing a customer, vendor, government agent or decision of a third party.

### **Media Contact; Public Statements**

In order to ensure that all disclosures of Roper information, including but not limited to information relating to financial performance, material contracts and other information important to investors, regulators and the general public, are accurate and in full compliance with applicable laws and regulations, including SEC Regulation FD prohibiting "selective disclosure", Roper requires that all such disclosures be made only through specifically established channels. Unless you have been specifically authorized to do so, Employees and Directors are prohibited from discussing company affairs with securities analysts, media representatives, government officials, pension plan or similar fund administrators and other outside persons.

In order to make sure that news released about Roper is accurate, timely, consistent and in compliance with applicable legal requirements, such releases are the responsibility of Roper's Chief Executive Officer, Chief Financial Officer and Investor Relations leader, to be carried out pursuant to appropriate procedures as they shall develop and implement. As a general rule, all inquiries from general, trade or finance news media should be referred to such Corporate Executive Officers.

## Social Media Use

We must be cognizant of the impact and unintended consequences that can result from our use of social media. To that end, any use of social media must be in compliance with applicable law, rules, regulations and Roper policies. Employees and Directors must ensure all communications are professional and do not have a negative impact on our company. In addition, we must not make personal comments that could be interpreted as a comment or endorsement by Roper.

Most importantly, we must never discuss or disclose confidential information or release material, non-public information. Please see the section on “Confidential Information” for more details.

## Environmental Protection

Roper is committed to protecting the environment, ensuring sustainability and supporting social responsibility. We are dedicated to taking all appropriate measures to assure that our manufacturing, transportation and waste disposal activities are consistent with environmental protection. This includes:

- assigning qualified personnel to manage Roper’s environmental controls programs,
- cooperating with government and industry groups to develop appropriate standards,
- engineering production facilities to reduce or eliminate the discharge of pollutants,
- informing Employees and community residents about relevant environmental control matters,
- dealing only with reputable waste disposal contractors and
- complying with all applicable laws and regulations.

Within the scope of their employment, Employees are expected to identify and manage all environmental and social risks with applicable laws, rules and regulations pertaining to the environment.

## Respecting Local Law and Customs

As in the United States, Roper expects to obey the law wherever we operate. Also, we endeavor to respect local customs and institutions outside the U.S. It’s common in many countries (and often even legal in those countries) to offer payments in exchange for expedited services. However, we must not use local custom as an excuse for violating applicable laws or corporate policies. We regard observing local law to be the minimum acceptable level of conduct; Roper’s own standards frequently oblige us to go beyond that legal minimum and to conduct our affairs according to a higher standard. Therefore, we do not permit such payments.

Anyone who feels that he or she is faced with a conflict between Roper policies and local custom or law should contact the Compliance Officer.

Likewise, nothing in this Code should be misinterpreted to require any activity that is prohibited by applicable law, or to prohibit any activity that is protected by applicable law.

### **Anti-Boycott Laws**

Roper must not enter into agreements that have the effect of furthering any unsanctioned boycott of a country that is friendly to the United States. The United States prohibits actions and agreements that could further any boycott not approved by the United States, including:

- refusing to do business with other persons or companies;
- discriminating in employment practices;
- furnishing information on the race, religion, gender or national origin of any U.S. person or
- utilizing letters of credit that contain prohibited boycott provisions.

Roper must report any request to take action or attempt to reach agreement that would violate these prohibitions.

### **Export and Import Controls**

Many countries, including the United States, place controls and/or prohibitions on certain international transactions involving exports, re-exports, imports and the disclosure of technical data to foreign persons. International transactions include the transfer or receipt of goods, technology, information, data or software for any reason and by any means, including electronic transmission. Employees must comply with all such applicable laws, rules and regulations. Prior to engaging in an international transaction, Employees must ensure that the transaction complies with all applicable laws, rules and regulations.

### **Embargoes and Sanctions**

Many countries, including the United States, restrict financial dealings with a large number of entities throughout the world, even with entire countries. Roper must comply fully with all economic sanctions and embargoes that restrict persons or corporations from doing business with certain individuals, groups, entities or countries. If you suspect any violation of a sanction or embargo, promptly report to the Compliance Officer.

### **Human Rights**

We are committed to respecting human rights everywhere and support global efforts to protect human rights. All of our businesses, employees, agents and vendors must comply with all applicable laws prohibiting forced labor, child labor, human trafficking and modern-day slavery.

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### ***Who to contact for help with this Code***

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- **Talk to your supervisor**
- **Talk to the Compliance Officer**
- **Use the Roper Technologies Ethics and Compliance Line, +1 (888) 227-3565**

**Remember, you can always ask a question or raise concerns in person, by email or by phone. You can remain confidential or anonymous, where allowed by law. When making a report to the Roper Technologies Ethics and Compliance Line, you do not have to include any identifying information.**