

**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**

**June 13, 2024 (June 12, 2024)
Date of Report (Date of earliest event reported)**

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

DELAWARE
(State or other jurisdiction of incorporation)

1-12273
(Commission
File Number)

51-0263969
(IRS Employer
Identification No.)

**6496 UNIVERISTY PARKWAY, SARASOTA,
FLORIDA**
(Address of principal executive offices)

34240
(Zip Code)

(941) 556-2601
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- ☐ Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities Registered Pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
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Common Stock, \$0.01 Par Value	ROP	New York Stock L
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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 101(b) of the Securities Exchange Act. ☐

Item 5.07 Submission of Matters to a Vote of Security Holders.

The Company held its 2024 Annual Meeting of Shareholders on June 12, 2024, in Sarasota, Florida (the “Meeting”). A brief description of each of the proposals submitted to the shareholders and the vote results are set forth below. Each director nominee was elected and proposals 2, 3 and 4 were approved.

Proposal 1: Election of directors.

Each of the director nominees identified below was elected at the Annual Meeting for a one-year term expires at the Company’s 2025 Annual Meeting of Shareholders and until their successors have been duly elected and qualified.

	<u>For</u>	<u>Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
Shellye L. Archambeau	89,889,398	1,597,743	99,098	5,337,361
Amy Woods Brinkley	86,741,726	4,746,036	98,477	5,337,361
Irene M. Esteves	90,343,790	1,144,221	98,227	5,337,361
L. Neil Hunn	90,961,139	526,495	98,602	5,337,444
Robert D. Johnson	88,071,248	3,415,886	99,103	5,337,444
Thomas P. Joyce, Jr.	90,120,614	1,366,357	99,267	5,337,361
John F. Murphy	90,937,584	549,579	99,076	5,337,361
Laura G. Thatcher	89,236,830	2,251,127	98,282	5,337,361
Richard F. Wallman	87,335,326	4,151,383	99,528	5,337,444
Christopher Wright	87,506,103	3,981,199	98,934	5,337,444

Proposal 2: A non-binding advisory vote to approve the compensation of the Company’s named executive officers disclosed pursuant to the compensation disclosure rules of the Securities and Exchange Commission, including the Compensation Discussion and Analysis, the compensation tables and the related materials disclosed in the proxy statement.

<u>For</u>	<u>Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
81,615,960	9,843,872	126,340	5,337,465

Proposal 3: Ratification of the appointment of PricewaterhouseCoopers LLP as the Company’s independent public accounting firm for the year ending December 31, 2024.

<u>For</u>	<u>Against</u>	<u>Abstentions</u>
92,286,129	4,527,900	109,608

Proposal 4: Approval of shareholder proposal regarding majority voting requirements.

<u>For</u>	<u>Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
86,438,738	3,462,448	1,660,185	5,362,266

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused to be signed on its behalf by the undersigned hereunto duly authorized.

ROPER TECHNOLOGIES, INC.

(Registrant)

Date: June 13, 2024

By: /s/ John K. Stipancich

John K. Stipancich

Executive Vice President, General Counsel and Corporate Secretary