

REGISTERED NUMBER: 09795638 (England and Wales)

STRATEGIC REPORT, REPORT OF THE DIRECTORS AND
FINANCIAL STATEMENTS FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016
FOR
ROPER GERMANY UK LIMITED

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FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

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ROPER GERMANY UK LIMITED

COMPANY INFORMATION
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

DIRECTORS:

J Stipancich
J P Conley
R C Crisci

SECRETARY:

Squire Patton Boggs Secretarial Services

REGISTERED OFFICE:

Rutland House
148 Edmund Street
Birmingham
B3 2JR

REGISTERED NUMBER:

09795638 (England and Wales)

AUDITORS:

Cassidys Chartered Accountants
And Registered Auditors
South Stour Offices
Roman Road
Mersham
Ashford
Kent
TN25 7HS

STRATEGIC REPORT
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

Principal activities

The principal activity of the company in the year under review was that of a holding company for a division of the Roper group of companies, which trade in Germany and worldwide.

REVIEW OF BUSINESS

The company's investments were acquired as a part of their strategic aim to streamline group structure and ownership. The directors do not consider that any provision for impairment is required to the investment values of the shares in group undertakings.

The statement of comprehensive income set out on page 7 shows a loss of £6,623,000 for the first financial period. In view of the positive trading performance of the company's subsidiaries, the directors are satisfied that the company's position is secure for the future.

At the end of the period the position of the company continued to be that of a holding company for a division of the Roper group of companies.

As a holding company the company's principal key performance indicator is the profitability of its investments and the recoverability of amounts due from group undertakings. These matters are addressed above.

No change in the nature of the company's business is expected in the foreseeable future.

The company is a limited liability company and is incorporated in England & Wales.

PRINCIPAL RISKS AND UNCERTAINTIES

As an intermediate holding company, the principal risks for the company are that either the investment value of the shares in group undertakings, or any amounts owed by group undertakings might not be fully recoverable.

The directors regularly review the performance of the company's subsidiaries to ascertain whether there are any indicators which might indicate risks threatening full recovery.

ON BEHALF OF THE BOARD:

J P Conley - Director

23 June 2017

REPORT OF THE DIRECTORS
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

The directors present their report with the financial statements of the company for the period 25 September 2015 to 31 December 2016.

INCORPORATION

The company was incorporated on 25 September 2015 .

PRINCIPAL ACTIVITY

The principal activity of the company in the period under review was that of The principal activity of the company in the year under review was that of a holding company for a division of the Roper group of companies, which trade in Germany and worldwide.

DIVIDENDS

An interim dividend of £90,000,000 was paid on 15/11/2015.

DIRECTORS

The directors of the company during the period and up to date of signing the financial statements were:

J P Conley appointed 17 April 2017

R C Crisci appointed 17 April 2017

J Stipancich appointed 17 October 2016

J R Humphrey appointed 29 September 2015 resigned 17 April 2017

P J Soni appointed 29 September 2015 resigned 17 April 2017

Huntsmoor Nominees Limited appointed 25 September 2015 resigned 29 September 2015

Huntsmoor Limited appointed 25 September 2015 resigned 29 September 2015

R M Bursby appointed 25 September 2015 resigned 29 September 2015

D B Liner appointed 29 September 2015 resigned 17 October 2016

All the directors, being eligible, offer themselves for election at the forthcoming first Annual General Meeting.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Strategic Report, the Report of the Directors and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

REPORT OF THE DIRECTORS
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

AUDITORS

The auditors, Cassidys Chartered Accountants, will be proposed for re-appointment at the forthcoming Annual General Meeting.

ON BEHALF OF THE BOARD:

J P Conley - Director

23 June 2017

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
ROPER GERMANY UK LIMITED

We have audited the financial statements of Roper Germany Uk Limited for the period ended 31 December 2016 on pages seven to sixteen. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in a Report of the Auditors and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page three, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the Strategic Report and the Report of the Directors to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2016 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements.

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF
ROPER GERMANY UK LIMITED

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Stuart Whorlow (Senior Statutory Auditor)
for and on behalf of Cassidys Chartered Accountants
And Registered Auditors
South Stour Offices
Roman Road
Mersham
Ashford
Kent
TN25 7HS

23 June 2017

INCOME STATEMENT
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

	Notes	£'000
TURNOVER		-
Administrative expenses		<u>2</u>
OPERATING LOSS	4	(2)
Interest payable and similar charges	5	<u>6,621</u>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION		(6,623)
Tax on loss on ordinary activities	6	<u>-</u>
LOSS FOR THE FINANCIAL PERIOD		<u>(6,623)</u>

OTHER COMPREHENSIVE INCOME
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

	Notes	£'000
LOSS FOR THE PERIOD		(6,623)
OTHER COMPREHENSIVE INCOME		
Capital reduction		90,000
Income tax relating to other comprehensive income		-
OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF INCOME TAX		<u>90,000</u>
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		<u>83,377</u>

BALANCE SHEET
31 DECEMBER 2016

	Notes	£'000	£'000
FIXED ASSETS			
Investments	8		163,089
CREDITORS			
Amounts falling due within one year	9	<u>1</u>	<u>(1)</u>
NET CURRENT LIABILITIES			
TOTAL ASSETS LESS CURRENT LIABILITIES			163,088
CREDITORS			
Amounts falling due after more than one year	10		<u>96,621</u>
NET ASSETS			<u>66,467</u>
CAPITAL AND RESERVES			
Called up share capital	12		1
Share premium	13		73,089
Retained earnings	13		<u>(6,623)</u>
SHAREHOLDERS' FUNDS			<u>66,467</u>

The financial statements were approved by the Board of Directors on 23 June 2017 and were signed on its behalf by:

J P Conley - Director

STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

	Called up share capital £'000	Retained earnings £'000	Share premium £'000	Total equity £'000
Changes in equity				
Issue of share capital	1	-	73,089	73,090
Dividends	-	(90,000)	-	(90,000)
Total comprehensive income	-	83,377	-	83,377
Balance at 31 December 2016	1	(6,623)	73,089	66,467

NOTES TO THE FINANCIAL STATEMENTS
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

1. **STATUTORY INFORMATION**

Roper Germany UK Ltd is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

2. ACCOUNTING POLICIES

Basis of preparing the financial statements

The principal accounting policies applied in the preparation of the financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

The individual statements of the company have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the companies Act 2006.

Basis of Preparation

These financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the recognition of certain financial assets and liabilities measured at fair value.

The preparation of financial statements requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company accounting policies.

Exemption for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with, including notification of, and no objection to, the use of exemptions by the Company's shareholders. The Company has taken advantage of the following exemptions:

- (i) from preparing a statement of cash flows, on the basis that it is a qualifying entity and the consolidated statement of cash flows, included in these financial statements, includes the Company's cash flows;
- (ii) from the financial instrument disclosures, required under FRS 102 paragraphs 11.39 to 11.48A and paragraphs 12.26 to 12.29, as the information is provided in the consolidated financial statement disclosures;
- (iii) from disclosing the Company key management personnel compensation, as required by FRS 102 paragraph 33.7.

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards in the UK. The following principal accounting policies have been applied consistently.

Basis of consolidation

The financial statements contain information about Roper Germany UK Ltd as an individual company and do not contain consolidated financial information as the parent of a group. The company has taken advantage of the exemption conferred by s400 of the Companies Act 2006 not to produce group financial statements.

Investments

Fixed asset investments are shown at cost less provision for impairment.

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

2. **ACCOUNTING POLICIES - continued**

Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are recognised in the statement of comprehensive income.

Financial liability and equity

Financial liabilities and equity instruments are initially measured at the amount of the net proceeds received.

Financial liabilities and equity are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form.

Cash flow statement

The company has taken advantage of the exemption not to prepare a cash flow statement. A consolidated cash flow statement is contained within the financial statements of the ultimate parent company.

Going concern

The financial statements have been prepared on the going concern basis as the directors believe it is appropriate on the basis that the ultimate parent company, Roper Technologies Inc., has confirmed its intention, if required, to provide financial support to enable the company to settle its liabilities as they fall due for at least twelve months from the date of signing these financial statements.

Critical Accounting Estimates

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The company believes that there are no critical accounting estimates.

3. **STAFF COSTS**

There were no staff costs for the period ended 31 December 2016.

The average monthly number of employees during the period was as follows:

Management

6

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

4. **OPERATING LOSS**

Auditors' remuneration for audit fees for the period was £7,500

Auditors' remuneration is borne on a group basis.

5. **INTEREST PAYABLE AND SIMILAR CHARGES**

	£'000
Loan Interest	<u>6,621</u>

6. **TAXATION**

Analysis of the tax charge

No liability to UK corporation tax arose on ordinary activities for the period.

Tax effects relating to effects of other comprehensive income

	Gross £'000	Tax £'000	Net £'000
Capital reduction	<u>90,000</u>	<u>-</u>	<u>90,000</u>
	<u>90,000</u>	<u>-</u>	<u>90,000</u>

7. **DIVIDENDS**

	£'000
Ordinary shares of 1 each	
Final	<u>90,000</u>

8. **FIXED ASSET INVESTMENTS**

Company Name Principal Activity Country of incorporation

Roper GM Denmark Holdings APS Holding Company Denmark
Roper Germany Gmbh & Co KG (Germany) Packaging and containers Germany
Roper Germany Gmbh Management Services Germany
Roper Industries Deutschland Gmbh Manufactures technology Germany
Hansen Tech Europe Gmbh (Germany) Manufactures Valves Germany
Amot Controls Gmbh (Germany) Equipment manufacturer Germany
Roper Scientific Gmbh (Germany) Manufactures imaging equipment Germany
Walter Herzog Gmbh (Germany) Equipment manufacturer Germany
Struers Gmbh (Germany) Laboratory equipment manufacturer Germany
Gatan Gmbh (Germany) Laboratory equipment manufacturer Germany
PAC Gmbh (Germany) Laboratory equipment manufacturer Germany
Cornell Pump Europe Gmbh (Germany) Pump manufacturer Germany

9. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	£'000
Accrued expenses	<u>1</u>

NOTES TO THE FINANCIAL STATEMENTS - continued
FOR THE PERIOD 25 SEPTEMBER 2015 TO 31 DECEMBER 2016

10. **CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	£'000
Other loans (see note 11)	<u>96,621</u>

11. **LOANS**

An analysis of the maturity of loans is given below:

	£'000
Amounts falling due in more than five years:	
Repayable otherwise than by instalments	
Other loans more 5yrs non-inst	<u>96,621</u>

12. **CALLED UP SHARE CAPITAL**

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	£
1,001	Ordinary	1	<u>1,001</u>

1000 ordinary shares of £1 each were allotted and fully paid for cash at par during the period. In addition, 1 ordinary shares of £1 each were allotted and paid at premium of £163,089,000 each, in exchange for the entire share capital of Roper GM Denmark Holdings APS.

The shares have attached to them full voting, dividend and capital distribution (including on winding up) rights; They do not confer any rights of redemption.

13. **RESERVES**

	Retained earnings £'000	Share premium £'000	Totals £'000
Deficit for the period	(6,623)		(6,623)
Dividends	(90,000)		(90,000)
On share exchange	-	163,089	163,089
Capital reduction	90,000	(90,000)	-
At 31 December 2016	<u>(6,623)</u>	<u>73,089</u>	<u>66,466</u>

14. ULTIMATE PARENT COMPANY

Roper Technologies Inc (incorporated in USA) is regarded by the directors as being the company's ultimate parent company.

The ultimate parent undertaking and controlling party is Roper Technologies Inc, a company incorporated in the USA.

Roper Technologies Inc, is the parent undertaking of the largest and smallest group of undertakings to consolidate these financial statements at 31 December 2016. The consolidated financial statements of Roper Technologies Inc, are available from Roper Technologies Inc, 6901 Professional Parkway East, Suite 200, Sarasota, Florida, 34240, USA.

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.