



A DIVERSIFIED TECHNOLOGY COMPANY

VERTAFORE ACQUISITION CALL

AUGUST 13, 2020

SIMPLE IDEAS. POWERFUL RESULTS.

SAFE HARBOR STATEMENT



The information provided in this presentation contains forward-looking statements within the meaning of the federal securities laws. These forward-looking statements may include, among others, statements regarding operating results, the success of our internal operating plans, the prospects for newly acquired businesses to be integrated and contribute to future growth, the timing and expected benefits of the Vertafore acquisition, our ability to satisfy all closing conditions and successfully consummate the Vertafore acquisition, and profit and cash flow expectations. Forward-looking statements may be indicated by words or phrases such as "anticipate," "estimate," "plans," "expects," "projects," "should," "will," "believes," "intends" and similar words and phrases. These statements reflect management's current beliefs and are not guarantees of future performance. They involve risks and uncertainties that could cause actual results to differ materially from those contained in any forward-looking statement. Such risks and uncertainties include the effects of the COVID-19 pandemic on our business, operations, financial results and liquidity, including the duration and magnitude of such effects, which will depend on numerous evolving factors which we cannot accurately predict or assess, including: the duration and scope of the pandemic; the negative impact on global and regional markets, economies and economic activity; actions governments, businesses and individuals take in response to the pandemic; the effects of the pandemic, including all of the foregoing, on our customers, suppliers, and business partners, and how quickly economies and demand for our products and services recover after the pandemic subsides. Such risks and uncertainties also include our ability to identify and complete acquisitions consistent with our business strategies, integrate acquisitions that have been completed, realize expected benefits and synergies from, and manage other risks associated with, the newly acquired businesses. We also face other general risks, including our ability to realize cost savings from our operating initiatives, general economic conditions and the conditions of the specific markets in which we operate, changes in foreign exchange rates, difficulties associated with exports, risks associated with our international operations, cybersecurity and data privacy risks, risks related to political instability, armed hostilities, incidents of terrorism, public health crisis (such as the COVID-19 pandemic) or natural disasters, increased product liability and insurance costs, increased warranty exposure, future competition, changes in the supply of, or price for, parts and components, environmental compliance costs and liabilities, risks and cost associated with asbestos related litigation, potential write-offs of our substantial intangible assets, and risks associated with obtaining governmental approvals and maintaining regulatory compliance for new and existing products. Important risks may be discussed in current and subsequent filings with the SEC. You should not place undue reliance on any forward-looking statements. These statements speak only as of the date they are made, and we undertake no obligation to update publicly any of them in light of new information or future events.



Meets All Acquisition Criteria

- ✓ Strong Cash Flow Characteristics
- ✓ Asset Light (Negative Working Capital)
- ✓ Excellent Management Team
- ✓ Niche Market Leader
- ✓ Deep Domain Expertise
- ✓ High Recurring Revenue
- ✓ Multiple Growth Opportunities

- Leading Provider of SaaS Solutions for the Property & Casualty (“P&C”) Insurance Industry
- Purchase Price: \$5.35 billion; Immediately Cash Accretive; Expected to Close in Q3
- Expected 2021 Financial Impact
 - ~\$590M of Revenue
 - ~\$290M of EBITDA
- Track Record of Consistent Revenue, EBITDA, and Cash Flow Growth Expected to Continue
- Financed by Cash on Hand, Revolving Credit Facility, and New Debt
- Roper Remains Committed to Maintaining Solid Investment Grade Ratings
- Reported in Application Software Segment

Perfect Fit with Our Disciplined Capital Deployment Strategy

- Cloud-Based Software Solutions Focused on Simplifying and Automating the Complex & Highly Regulated P&C Insurance Lifecycle
 - Streamlines Processes, Improves Efficiency, and Drives Productivity for More than 20,000 Agencies and 1,000 Insurance Carriers



AGENCY SOLUTIONS

CARRIER SOLUTIONS

Customers

- Independent Agents

- P&C Carriers

Product Examples

- Agency Management ERP
- Client Digital Experience
- Market Connectivity

- Producer Compliance
- Distribution & Compensation Management

BENCHMARKING & ANALYTICS

- Niche Market Leader
- Resilient, Complex, and Highly Regulated U.S. Property & Casualty Insurance Market
- Mission Critical Application Software (“Operating System”) for Agencies
- Long History of Consistent MSD Organic Growth
- Multiple Growth Opportunities Across Agency and Carrier Network
- 90%+ Recurring Revenue; Strong Margins
- Loyal and Diverse Customer Base with High Retention
- Proven Leadership Team with Successful Track Record

Another High-Quality Niche Software Business Joins Roper

Q&A



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