

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of report (Date of earliest event reported): October 21, 2004

TECHNE CORPORATION
(Exact Name of Registrant as Specified in Charter)

Minnesota	0-17272	41-1427402
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	I.R.S. Employer Identification No.)

614 Mckinley Place NE	
Minneapolis, MN	55413
(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including area code: (612) 379-8854

Not Applicable
(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 communications 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))

Item 2.02 Results of Operations and Financial Condition

A copy of the press release issued by Techne Corporation on October 21, 2004, describing the results of operations for the quarter ended September 30, 2004 and its financial condition as of September 30, 2004, is attached hereto as Exhibit 99.1.

Segment information for Techne Corporation for the quarter ended September 30, 2004 which has been included on Techne Corporation's website (www.techne-corp.com), is attached hereto as Exhibit 99.2.

The information in this Form 8-K and the Exhibits attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release dated October 21, 2004.

99.2 Segment information for the quarter ended September 30, 2004.

SIGNATURE

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 hereunto duly authorized.

Dated: October 22, 2004 TECHNE CORPORATION

By: /s/ Thomas E. Oland

Name: Thomas E. Oland
Title: President and Chief
Executive Officer

EXHIBIT INDEX

Exhibit No. Description

- 99.1 Press release of Techne Corporation dated October 21, 2004.
- 99.2 Segment information for Techne Corporation for the quarter ended September 30, 2004.

TECHNE CORPORATION RELEASES UNAUDITED FIRST QUARTER
RESULTS FOR FISCAL YEAR 2005

Minneapolis/October 21, 2004/--For the quarter ended September 30, 2004, Techne Corporation's consolidated net earnings were \$14.2 million or 34 cents per share (diluted) compared with \$12.6 million or 30 cents per share (diluted) for the quarter ended September 30, 2003. Net earnings as a percentage of sales improved from 33.1% in the first quarter of last year to 34.7% for the quarter ended September 30, 2004 and cash and short-term investments increased from \$176.6 million at June 30, 2004 to \$196.1 million at September 30, 2004.

Consolidated net sales for the quarter ended September 30, 2004 were \$40.9 million, an increase of 8% from the quarter ended September 30, 2003. R&D Systems' Biotechnology Division net sales for the quarter ended September 30, 2004 were \$25.9 million, an increase of 8%. R&D Europe's net sales for the quarter were \$11.0 million, an increase of 14%. In British pound sterling, R&D Europe's net sales increased 2% for the quarter ended September 30, 2004. R&D Systems' Hematology Division net sales for the quarter were \$4.0 million, a decrease of \$268,000 (6%).

Gross margins, as a percentage of net sales, increased from 77.2% in the first quarter of fiscal 2004 to 78.3% in the first quarter of fiscal 2005. This increase was mainly the result R&D Europe gross margins which increased from 49.2% to 51.8% for the quarter as a result of favorable exchange rates as a result of a weaker U.S. dollar to the British pound.

Selling, general and administrative expenses for the quarter ended September 30, 2004 increased \$551,000 (11%). R&D Systems' selling, general and administrative expenses increased \$340,000 (11%) for the quarter year ended September 30, 2004. The majority of the increase for the quarter was a result of higher personnel costs. In addition, Techne's corporate expenses increased \$188,000 for the quarter ended September 30, 2004 as the result of higher legal and consulting fees.

Research and development expenses for the quarter ended September 30, 2004 decreased \$275,000 (6%). Included in research and development expenses for the prior year period were the Company's share of losses by ChemoCentryx, Inc. (CCX) and Discovery Genomics, Inc. (DGI), development stage companies in which Techne has invested. The losses by these companies included in Techne results for the quarter ended September 30, 2003 were \$608,000. In the fourth quarter of fiscal 2004, the Company wrote off its investment in DGI as an impairment loss. The Company also converted from the equity method to the cost method for accounting for its investment in CCX in the fourth quarter of fiscal 2004. R&D Systems' internal research and development expenses increased \$333,000 (8%) for the quarter ended September 30, 2004 mainly as a result of increased personnel.

Higher interest expense for the quarter ended September 30, 2004 was the result of interest due from the settlement of a State of Minnesota audit assessment. The Company had been assessed \$1.75 million, plus interest, for fiscal years 2000-2002. The Company appealed the assessment and settled with the State of Minnesota for \$525,000, plus \$81,000 in interest. The settlement amount of \$525,000 was fully reserved for at June 30, 2004.

Other non-operating expenses increased \$388,000 for the quarter ended September 30, 2004, mainly as a result of higher exchange losses and non-operating building expenses.

First quarter fiscal 2005 results were favorably effected by the strength of the British pound as compared to the U.S. dollar. The impact on consolidated net earnings of the change in exchange rates used to convert R&D Europe results from British pounds to U.S. dollars was \$314,000 for the quarter ended September 30, 2004.

Statements in this earnings release and elsewhere, which look forward in time involve risks and uncertainties which may affect the actual results of operations. The following important factors, among others, have affected and, in the future, could affect the Company's actual results: the introduction and acceptance of new biotechnology and hematology products, the levels and particular directions of research by the Company's customers, the

impact of the growing number of producers of biotechnology research products and related price competition, the retention of hematology OEM and proficiency survey business, the impact of currency exchange rate fluctuations, and the costs and results of research and product development efforts of the Company and of companies in which the Company has invested or with which it has formed strategic relationships. For additional information concerning such factors, see the Company's annual report on Form 10-K and quarterly reports on Form 10-Q as filed with the Securities and Exchange Commission.

* * * * *

Techne Corporation has two operating subsidiaries: Research and Diagnostic Systems, Inc. (R&D Systems) of Minneapolis, Minnesota and R&D Systems Europe, Ltd. (R&D Europe) of Abingdon, England. R&D Systems is a specialty manufacturer of biological products and R&D Europe is a distributor of biotechnology products.

Contact: Kathy Backes, Controller (612) 379-8854

TECHNE CORPORATION

9/30/04

(In thousands, except per share data)

(Unaudited)

QUARTER ENDED

9/30/04 9/30/03

Net sales	\$ 40,919	\$ 37,993
Cost of sales	8,887	8,663
Gross margin	32,032	29,330
Operating expenses:		
Selling, general and administrative	5,634	5,083
Research and development	4,688	4,963
Amortization of intangible assets	305	400
Total operating expenses	10,627	10,446
Operating income	21,405	18,884
Other expense (income):		
Interest expense	245	175
Interest income	(1,053)	(726)
Other non-operating expense (income), net	466	78
Total other expense (income)	(342)	(473)
Earnings before income taxes	21,747	19,357
Income taxes	7,555	6,785
Net earnings	\$ 14,192	\$ 12,572

Earnings per share:

Basic	\$ 0.34	\$ 0.31
Diluted	\$ 0.34	\$ 0.30
Weighted average common shares outstanding:		
Basic	41,169	40,965
Diluted	41,676	41,600

----- 9/30/04 6/30/04 -----

ASSETS

Cash and equivalents	\$ 62,240	\$ 51,201
Short-term investments	133,822	125,392
Trade accounts receivable	18,715	20,262
Interest receivable	939	837
Inventory	7,874	7,457
Other current assets	5,915	5,774

Property and equipment, net	79,753	80,504
Goodwill, net	12,540	12,540
Intangible assets, net	2,514	2,819
Other non-current assets	18,309	18,674
	-----	-----
Total assets	\$342,621	\$325,460
	=====	=====
LIABILITIES		
Current liabilities	\$ 15,433	\$ 13,459
Long-term debt	14,244	14,576
Stockholders' equity	312,944	297,425
	-----	-----
Total liabilities and equity	\$342,621	\$325,460
	=====	=====

SEGMENT INFORMATION
TECHNE CORPORATION AND SUBSIDIARIES
(in thousands of \$'s, except per share data)

	Increase (Decrease)		
	Fiscal 2005	From Fiscal 2004	
	First Quarter	Percent Of Sales	First Quarter
Sales	40,919	100%	2,926
Cost of sales	8,887	22%	224
Gross margin	32,032	78%	2,702
Gross margin percentage	78.3%		
SG&A expense	5,634	14%	551
R&D expense	4,688	11%	(275)
Amortization expense	305	1%	(95)
Interest expense	245	1%	70
Interest income	(1,053)	(3%)	(327)
Other non-operating exp., net	466	1%	388
	10,285	25%	312
Earnings before income taxes	21,747	53%	2,390
Income taxes	7,555	18%	770
	14,192	35%	1,620
Diluted earnings per share	0.34		
Weighted average diluted shares outstanding	41,676		

HEMATOLOGY DIVISION
(in thousands of \$'s)

	Increase (Decrease)		
	Fiscal 2005	From Fiscal 2004	
	First Quarter	Percent Of Sales	First Quarter
Sales	4,013	100%	(268)
Cost of sales	2,220	55%	(126)
Gross margin	1,793	45%	(142)
Gross margin percentage	44.7%		
SG&A expense	409	10%	18
R&D expense	188	5%	(3)
Interest, net	(56)	(1%)	21
	541	14%	36
Pretax result	1,252	31%	(178)

BIOTECHNOLOGY DIVISION
(in thousands of \$'s)

	Increase (Decrease)		
	Fiscal 2005	From Fiscal 2004	
	First Quarter	Percent Of Sales	First Quarter
Sales	30,691	100%	2,038
Intersegment sales	(4,804)		(183)

	-----	-----	
	25,887	1,855	
Cost of sales	6,111	20%	195
Intersegment sales	(4,756)		(235)
	-----	-----	
	1,355	(40)	
	-----	-----	
Gross margin	24,532	80%	1,895
Gross margin percentage	80.1%		
SG&A expense	2,973	10%	322
R&D expense	4,500	15%	336
Amortization expense	305	--	(95)
Interest, net	(414)	(1%)	(8)
	-----	-----	
	7,364	24%	555
	-----	-----	
Pretax result	17,168	56%	1,340
	=====	=====	=====

R&D SYSTEMS EUROPE
(in thousands of Br. pounds)

		Increase (Decrease)	
	Fiscal 2005		From Fiscal 2004
	-----	-----	-----
	First Quarter	Percent Of Sales	First Quarter
	-----	-----	-----
Sales	6,080	100%	100
Cost of sales	2,931	48%	(109)
	-----	-----	-----
Gross margin	3,149	52%	209
Gross margin percentage	51.8%		
SG&A expense	950	16%	(100)
Interest income	(254)	(4%)	(127)
Exchange loss/(gain)	26	--	75
	-----	-----	-----
	722	12%	(152)
	-----	-----	-----
Pretax result	2,427	40%	361
	=====	=====	=====

R&D SYSTEMS EUROPE
(in thousands of \$'s)

		Increase (Decrease)	
	Fiscal 2005		From Fiscal 2004
	-----	-----	-----
	First Quarter	Percent Of Sales	First Quarter
	-----	-----	-----
Sales	11,019	100%	1,339
Cost of sales	5,312	48%	390
	-----	-----	-----
Gross margin	5,707	52%	949
Gross margin percentage	51.8%		
SG&A expense	1,722	16%	23
Interest income	(460)	(4%)	(254)
Exchange loss	47	--	131
	-----	-----	-----
	1,309	12%	(100)
	-----	-----	-----
Pretax result	4,398	40%	1,049
	=====	=====	=====

CORPORATE AND OTHER (1)
(in thousands of \$'s)

	Increase (Decrease)	
	Fiscal 2005	From Fiscal 2004
	First Quarter	First Quarter
	-----	-----
Interest income	42	5
Rental income	19	--
	-----	-----
	61	5
SG&A expense	530	188
R&D-CCX losses	--	(436)
R&D-DGI losses	--	(172)
Other-Hemerus losses	74	74
Interest expense	164	(11)
Building expense	364	183
	-----	-----
	1,132	(174)
	-----	-----
Pretax result	(1,097)	179
	=====	=====

(1) Unallocated corporate expenses and Techne's share of losses by ChemoCentryx, Inc. (CCX), Discovery Genomics, Inc. (DGI) and Hemerus Medical, LLC.