SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934 (Amendment No. ____)

Filed by the Registrant /X/
Filed by a Party other than the Registrant / /

Check the appropriate box:

/ / Preliminary Proxy Statement / /Confidential for Use of the Commission Only
/X/ Definitive Proxy Statement (as permitted by Rule 14a-6(e)(2))
/ / Definitive Additional Materials
/ / Soliciting Material Pursuant to Section 240.14a-11(c) or Section 240.14a-12

TECHNE CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

/x/ $125 per Exchange Act Rules 0-11(c)(1)(ii), 14a-6(i)(1) or 14a-6(i)(2) or Item 22(a)(2) of Schedule 14A.

/ / $500 per each party to the controversy pursuant to Exchange Act Rule 14a-6(i)(3)

/ / Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11

1) Title of each class of securities to which transaction applies:

2) Aggregate number of securities to which transaction applies:

3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

4) Proposed maximum aggregate value of transaction:

5) Total fee paid:

/X/ Fee paid previously with preliminary materials.

/ / Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing:

1) Amount Previously Paid:
----
2) Form, Schedule or Registration Statement No.:
----
3) Filing Party:
----
4) Date Filed:

TECHNE CORPORATION

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS
to be held
October 19, 1995

The annual meeting of shareholders of Techne Corporation will be held at the Sheraton Minneapolis Metrodome Hotel, 1330 Industrial Boulevard at 35W

North, Minneapolis, Minnesota, on Thursday, October 19, 1995, at 3:30 p.m. (Minneapolis Time), for the following purposes:

1. To set the number of members of the Board of Directors at six (6).

2. To elect directors of the Company for the ensuing year.

3. To approve certain current and future grants of options to outside directors of the Company under the Company's 1988 Nonqualified Stock Option Plan and to approve the reservation of 200,000 additional shares for issuance to employees, officers, directors, consultants and others under such Plan.

4. To take action upon any other business that may properly come before the meeting or any adjournment thereof.

Only shareholders of record shown on the books of the Company at the close of business on September 8, 1995, will be entitled to vote at the meeting or any adjournment thereof. Each shareholder is entitled to one vote per share on all matters to be voted on at the meeting.

You are cordially invited to attend the meeting. Whether or not you plan to attend the meeting, please sign, date and return your Proxy in the return envelope provided as soon as possible. Your cooperation in promptly signing and returning the Proxy will help avoid further solicitation expense to the Company.

This Notice, the Proxy Statement and the enclosed Proxy are sent to you by order of the Board of Directors.

THOMAS E. OLAND,
President

Dated: September 20, 1995
Minneapolis, Minnesota

TECHNE CORPORATION

PROXY STATEMENT
for
Annual Meeting of Shareholders
to be held October 19, 1995

INTRODUCTION

Your Proxy is solicited by the Board of Directors of Techne Corporation (the "Company") for use at the Annual Meeting of Shareholders to be held on October 19, 1995, and at any adjournment thereof, for the purposes set forth in the attached Notice of Annual Meeting.

The cost of soliciting Proxies, including preparing, assembling and mailing the Proxies and soliciting material, will be borne by the Company. Directors, officers and regular employees of the Company may, without compensation other than their regular compensation, solicit Proxies personally or by telephone.

Any shareholder giving a Proxy may revoke it at any time prior to its use at the meeting by giving written notice of such revocation to the Secretary or other officer of the Company or by filing a new written Proxy with an officer of the Company. Personal attendance at the meeting is not, by itself, sufficient to revoke a Proxy unless written notice of the revocation or a subsequent Proxy is delivered to an officer before the revoked or superseded Proxy is used at the meeting.

Proxies not revoked will be voted in accordance with the choice specified by shareholders by means of the ballot provided on the Proxy for that purpose. Proxies which are signed but which lack any such specification will, subject to the following, be voted in favor of the proposals set forth in the Notice of Meeting and in favor of the number and slate of directors proposed by the Board of Directors and listed herein. If a shareholder abstains from voting as to any matter, then the shares held by such shareholder shall be deemed present at the meeting for purposes of determining a quorum and for purposes of calculating the vote with respect to such matter, but shall not be deemed to have been voted in favor of such matter. Abstentions, therefore, as to any proposal will have the same effect as votes against such proposal. If a broker returns a "non-vote" proxy, indicating a lack of voting instruction by the beneficial holder of the shares and a lack of discretionary authority on the part of the broker to vote on a particular matter, then the shares covered by such non-vote shall be deemed present at the meeting for purposes of determining a quorum but shall not be deemed to be represented at the meeting for purposes of calculating the vote required for approval of such matter.

The mailing address of the Company's principal executive office is 614 McKinley Place N.E., Minneapolis, Minnesota 55413. The Company expects that this Proxy Statement and the

related Proxy and Notice of Annual Meeting will first be mailed to shareholders on or about September 20, 1995.

OUTSTANDING SHARES AND VOTING RIGHTS

The Board of Directors of the Company has fixed September 8, 1995, as the record date for determining shareholders entitled to vote at the Annual Meeting. Persons who were not shareholders on such date will not be allowed to vote at the Annual Meeting. At the close of business on September 8, 1995, 9,428,201 shares of the Company's Common Stock were issued and outstanding. Such Common Stock is the only outstanding class of stock of the Company. Each share of Common Stock is entitled to one vote on each matter to be voted upon at the meeting. Holders of the Common Stock are not entitled to cumulative voting rights in the election of directors.

PRINCIPAL SHAREHOLDERS

The following table provides information concerning the only persons known to the Company to be the beneficial owners of more than five percent (5%) of the Company's outstanding Common Stock as of September 8, 1995:

<TABLE>
<CAPTION>

Name and Address of Beneficial Owner	Amount and Nature of Shares Beneficially Owned(1)	Percent of Class(2)
<S>	<C>	<C>
Kopp Investment Advisors, Inc. 6600 France Avenue So. Edina, Minnesota 55435	1,326,640(3)	14.1%
D. F. Dent & Co. 2 East Read St. Baltimore, Maryland 21202	703,884	7.5%
Amgen Inc. 1840 DeHaviland Drive Thousand Oaks, California 91320	535,947	5.7%
Thomas E. Oland	363,460(4)(5)	3.8%

614 McKinley Place N.E. Minneapolis, Minnesota 55413		
Roger C. Lucas 41 E. Pleasant Lake Dr. North Oaks, Minnesota 55127	345,452(4)(6)	3.6%
Peter R. Peterson 6111 Blue Circle Drive Minnetonka, Minnesota 55343	529,140(7)	5.6%

</TABLE>

(1) Unless otherwise indicated, the person listed as the beneficial owner of the shares has sole voting and sole investment power over the shares.

(2) Shares not outstanding but deemed beneficially owned by virtue of the right of a person to acquire them as of September 8, 1995, or within sixty days of such date are treated as outstanding only when determining the percent owned by such individual and when determining the percent owned by the group.

(3) Kopp Investment Advisors, Inc. reports voting power over 5,000 of such shares and investment power over all such shares.

(4) Does not include 273,195 shares (2.9% of the Company's outstanding Common Stock) held by the Company's Stock Bonus Plan ("Stock Bonus Plan"), which are included in the group total in the Management Shareholdings table. The Company's Board of Directors, acting by a majority vote, currently directs the Trustee as to the voting of such shares.

(5) Includes 17,139 shares held by Thomas Oland and Associates, 51,481 shares held by the Thomas Oland and Associates Profit Sharing Plan and Trust and 66,277 shares subject to stock options which are exercisable as of September 8, 1995, or will become exercisable within 60 days of such date.

(6) Includes 54,813 shares subject to stock options which are exercisable as of September 8, 1995, or will become exercisable within 60 days of such date.

(7) Does not include shares, if any, which may be held from time to time in the trading account of Peterson Brothers Securities Company, a corporation of which Mr. Peterson is an affiliate. Mr. Peterson disclaims beneficial ownership of any such shares. Mr. Peterson is a former director, and was a promoter, of the Company.

MANAGEMENT SHAREHOLDINGS

The following table sets forth the number of shares of the Company's Common Stock beneficially owned as of September 8, 1995, by each executive officer of the Company named in the Summary Compensation Table, by each director who is a nominee for reelection and by all directors and executive officers (including the named individuals) as a group:

<TABLE>
<CAPTION>

Name of Director or Identity Group	Number of Shares Beneficially Owned(1)	Percent of Class(2)
<S>	<C>	<C>
Thomas E. Oland	363,460(3)	3.8%
Roger C. Lucas	345,452(4)	3.6%
Howard V. O'Connell	60,020(5)(6)	*
G. Arthur Herbert	56,355(5)(7)	*
Monica Tsang	45,670(8)	*
James A. Weatherbee	44,252(9)	*

Randolph C. Steer, M.D.	25,000(5)(7)	*
Thomas C. Detwiler	15,000(10)	*
Lowell E. Sears	100(5)	*
Officers and directors as a group (11 persons)	1,247,504(11)	12.9%

</TABLE>

* Less than 1%

(1) See Note (1) to preceding table.

(2) See Note (2) to preceding table.

(3) See Notes (4) and (5) to preceding table.

(4) See Notes (4) and (6) to preceding table.

(5) See Note (4) to preceding table.

(6) Includes 5,000 shares subject to options which are exercisable as of September 8, 1995 or will become exercisable within 60 days of such date. Does not include option to purchase 5,000 shares which will become exercisable as of the date of the Annual Meeting if approved by the shareholders (See Proposal #3).

(7) Includes 25,000 shares subject to options which are exercisable as of September 8, 1995 or will become exercisable within 60 days of such date. Does not include option to purchase 5,000 shares which will become exercisable as of the date of the Annual Meeting if approved by the shareholders (See Proposal #3).

(8) Includes 25,000 shares subject to stock options which are exercisable as of September 8, 1995, or will become exercisable within 60 days of such date. Does not include the shares beneficially owned by James A. Weatherbee, Dr. Tsang's husband.

(9) Includes 25,000 shares subject to stock options which are exercisable as of September 8, 1995, or will become exercisable within 60 days of such date. Does not include the shares beneficially owned by Monica Tsang, Dr. Weatherbee's wife.

(10) Includes 15,000 shares subject to options which are exercisable as of September 8, 1995 or will become exercisable within 60 days of such date.

(11) Includes 717,219 shares held directly by officers, directors and their associates, 273,195 shares held by the Stock Bonus Plan and 257,090 shares which may be purchased pursuant to options which are exercisable as of September 8, 1995 or will become exercisable within 60 days of such date.

ELECTION OF DIRECTORS
(Proposals #1 and #2)

General Information

The Bylaws of the Company provide that the number of directors shall be determined by the shareholders at each annual meeting. The Board of Directors recommends that the number of directors be set at six. Under applicable Minnesota law, approval of the proposal to set the number of directors at six, as well as the election of each nominee, requires the affirmative vote of the holders of the greater of (1) a majority of the voting power of the shares represented in person or by proxy at the Annual Meeting with authority to vote on such matter or (2) a majority of the voting power of the minimum number of shares that would constitute a quorum for the transaction of business at the Annual Meeting.

In the election of directors, each Proxy will be voted for each of the nominees listed below unless the Proxy withholds a vote for one or more of the nominees. Each person elected as a director shall serve for a term of one year or until his successor is duly elected and qualified. All of the nominees are members of the present Board of Directors. If any of the nominees should be unable to serve as a director by reason of death, incapacity or other unexpected occurrence, the Proxies solicited by the Board of Directors shall be voted by the proxy representatives for such substitute nominee as is selected by the Board, or, in the absence of such selection, for such fewer number of directors as results from such death, incapacity or other unexpected occurrence.

The following table provides certain information with respect to the nominees for director.

<TABLE>
<CAPTION>

Name	Age	Current Position(s) with Company	Principal Occupation(s) During Past Five Years	Director Since
<S>	<C>	<C>	<C>	<C>
Thomas E. Oland	54	Chairman of the Board, President, Treasurer and Director	Chairman of the Board, President and Treasurer of the Company since December 1985 and President of Research and Diagnostic Systems, Inc. ("R&D") since July 1982.	1985
Roger C. Lucas	52	Vice Chairman and Director	Vice Chairman and Senior Scientific Advisor to the Company's Board since July 1995. Chief Scientific Officer, Executive Vice President and Secretary of the Company from December 1985 to March 1995.	1985
Howard V. O'Connell	65	Director	Vice Chairman of Kinnard Investments, Inc. and its subsidiary, John G. Kinnard and Company, Incorporated, a securities broker-dealer, since February 1990. President of Kinnard Investments, Inc. from October 1979 to February 1990.	1985
G. Arthur Herbert	69	Director	Principal of CEO Advisors, a management and financial consulting firm, since January 1989; from January 1969 to December 1988, President and Vice President Manager of Electro-Science Management Corp., a manager of Venture Capital Partnerships.	1989
Randolph C. Steer, M.D.	45	Director	Consultant to the pharmaceutical and biotechnology industries since 1989; Chairman/President and CEO of Advanced Therapeutics Communications International, a division of Physicians World Communications, a medical communications corporation, from 1985 to 1989. Director of BioCryst	1990

			Pharmaceuticals, Inc.	
Lowell E. Sears	44	Director	Private investor since April 1994. For more than five years prior thereto, Chief Financial Officer of Amgen Inc., a pharmaceutical company. Director of Neose Technologies, Inc. and CoCensys, Inc.	1994

</TABLE>

Committee and Board Meetings

The Company's Board of Directors has two standing Committees, the Audit Committee and the Compensation Committee. The Audit Committee (whose members are Messrs. Herbert, O'Connell and Steer) is responsible for reviewing the Company's internal audit procedures, the quarterly and annual financial statements of the Company and, with the Company's independent accountants, the results of the annual audit. The Audit Committee met four times during fiscal 1995. The Compensation Committee, whose members are Messrs. Herbert, O'Connell and Steer, recommends compensation for officers of the Company. The Compensation Committee met four times during fiscal year 1995. The Board does not have a nominating committee.

During fiscal 1995, the Board held five meetings. Each director attended 75% or more of the total number of meetings of the Board and of Committees of which he was a member.

Directors' Fees

Directors who are not employees of the Company are compensated at the rate of $1,500 per month. In addition, each nonemployee director receives $750 for each Board or Committee meeting attended, each Committee Chairman receives $500 for each Committee meeting attended, and each Committee Secretary receives $250 for each Committee meeting attended. Each nonemployee director has also previously received options under the Company's 1988 Nonqualified Stock Option Plan to purchase an aggregate of 50,000 shares of Common Stock at exercise prices equal to the fair market value of the Company's Common Stock on the date of grant, which options are generally exercisable in annual increments of 5,000 shares contingent upon the director's re-election to the Board. In addition, subject to approval by shareholders, Messrs. Herbert, O'Connell and Steer have each been granted a fully exercisable option to purchase 5,000 shares. In the future, if the automatic grant formula proposed for adoption by shareholders is approved by the shareholders, outside directors who do not hold a previously granted option which has not fully vested will be automatically granted a 10,000 share option on election and upon each re-election as a director. No such automatic grants will be made to current outside directors until the annual meeting of shareholders in 1996. (See Proposal #3 below.)

APPROVAL OF GRANTS OF OPTIONS AND INCREASE
IN RESERVED SHARES UNDER
1988 NONQUALIFIED STOCK OPTION PLAN
(Proposal #3)

Proposed Resolutions

General. The Board of Directors recommends the adoption of a four part resolution in order to implement certain current and future grants of options to outside directors of the Company under its 1988 Nonqualified Stock Option Plan (the "Plan"): (1) to approve the grant of an option to purchase a total of 50,000 shares to director Lowell E. Sears (the "Sears Option"); (2) to approve the grant of a one-time 5,000 share option to each of directors G. Arthur Herbert, Howard V. O'Connell and Randolph C. Steer (the "Other Options"); (3) to adopt an amendment to the Plan which would provide in the future for the automatic grant to outside directors upon their election or re-election as a director of an option to purchase 10,000 shares of the Company's Common Stock (the "Future Automatic Grants"); and (4) increase by 200,000 the number of shares reserved for issuance under the Plan (the "Increase in Shares Reserved Under Plan").

Sears Option. On November 14, 1994 the Board of Directors elected Lowell E. Sears as an additional director. For more than five years, prior to April 1994, Mr. Sears was chief financial officer of Amgen Inc., a biotechnology and pharmaceutical company. As an inducement to join the Company as a director, the Board authorized, subject to shareholder approval, the grant to Mr. Sears of a ten-year option to purchase 50,000 shares of the Company's Common Stock at a price of $10.75 per share, the fair market value of a share on the date of grant, such option to vest at the rate of 12,500 shares on each of the first four anniversaries of his election as director provided that he continues to serve as a director on such vesting date. The shareholders of the Company are asked to approve the grant of this option to Mr. Sears as part of the resolution regarding current and future grants of options.

Other Options. The second part of the resolution seeks shareholder aproval of options granted to outside directors Herbert, O'Connell and Steer each to purchase 5,000 shares of the Company's Common Stock at $13.50 per share, the fair market value of a share on the July 1, 1995 date of grant. Such options are fully exercisable on the date of grant, subject to shareholder approval of the grant, and remain exercisable for a period of ten years. The reasons for the proposal are to more fairly compensate such directors for their contributions to the Company and to provide an incentive for continued high performance.

In 1991 the Board of Directors authorized and the shareholders of the Company approved the granting to each of such three directors, who were at the time the only outside directors of the Company, of options to purchase a total of 25,000 shares of the Company's Common Stock at the fair market value of $5.375 on the date of grant, each such option to become exercisable as to 5,000 shares on the optionee's re-election as a director in 1991 and each year through 1995. The Board feels that the number of shares has become inadequate in light of the size and director oversight required of the Company and, therefore, proposes to increase the total number for 1995 to 10,000 through seeking approval of the Other Options and for future years through the Future Automatic Grants described below.

Future Automatic Grants. Part three of the resolution is approval of an amendment to the Plan to provide in the future for certain automatic grants of options upon the election and re-election of outside directors of the Company. Each option would be to purchase 10,000 shares of the Company's Common Stock at the fair market value of a share on the date of such election or re-election and have a term of ten years. Such options will be fully exercisable on the date of grant. In the event of the election of a new director by the Board between shareholder meetings, the number of shares would be pro-rated for the number of months until the next shareholder meeting. Such options would be granted only to non-employee, outside directors who do not hold options previously granted which have not fully vested. Therefore, no automatic options would be granted to Messrs. Herbert, O'Connell or Steer, until and unless they are re-elected in 1996 and none would be granted to Mr. Sears until and unless he is re-elected in 1999. No new grants of options to outside directors who are serving on the Compensation Committee at the time of grant or have served on such Committee wihin the prior 12 months would be permitted under the Plan except through the automatic grant provision. The shareholders of the Company are asked to approve the automatic grant provision as a long-term formula for attracting and retaining qualified outside directors.

Increase in Shares Reserved Under Plan. There are currently 205,000 shares of Common Stock reserved for issuance under the Plan, all of which are subject to currently outstanding options. There has previously been issued under the plan a total of 95,000 shares. In order to provide sufficient shares for current and possible future grants to employees, consultants, directors and others, the shareholders of the Company are asked to approve the reservation of 200,000 additional shares for issuance under the Plan.

Description of the Plan

General. A general description of the basic features of the Plan is presented below, but this description is qualified in its entirety by reference to the full text of the Plan, a copy of which may be obtained without charge upon written request to the Company's President.

Purpose. The purpose of the Plan is to promote the success of the Company by facilitating the employment and retention of competent personnel and by furnishing incentive to directors, officers and employees upon whose efforts the success of the Company will depend to a large degree.

Term. Options may be granted pursuant to the Plan until the Plan is discontinued or terminated by the Board.

Administration. The Plan is administered by the Compensation Committee of the Board of Directors (the "Committee"). The Plan gives broad powers to the Committee to administer and interpret the Plan, including the authority to select the key employees to be granted options and to prescribe the particular form and conditions of each option (which may vary from optionee to optionee).

Eligibility. All key employees, including officers, of the Company or of any subsidiary are eligible to receive options pursuant to the Plan. Directors of the Company who are not otherwise employees may be granted options only if such grants are approved by the shareholders of the Company. As of September 8, 1995, the Company had approximately 356 employees.

Options. When an option is granted under the Plan the Committee at its discretion specifies the option price and the number of shares of Common Stock which may be purchased upon exercise of the option. Unless otherwise determined by the Board, the option price may not be less than 100% of the fair market value of the Company's Common Stock on the date of grant. The market value of the Company's Common Stock on September 8, 1995 was $19.875.

The term during which the option may be exercised and whether the option will be exercisable immediately, in stages or otherwise are set by the Committee, but the option term may not exceed ten years from the date of grant. Each option granted under the Plan is nontransferable during the lifetime of the optionee. Each outstanding option under the Plan will terminate earlier than its stated expiration date in the event of the optionee's termination of employment or directorship.

The Committee may impose additional or alternative conditions and restrictions on the options granted under the Plan.

Amendment. The Board of Directors or the Committee may from time to time suspend or discontinue the Plan or revise or amend it in any respect; provided, that no such revision or amendment may impair the terms and conditions of any outstanding option to the material detriment of the optionee without the consent of the optionee except as authorized in the event of a sale, merger, consolidation or liquidation of the Company.

Federal Income Tax Consequences of the Plan. An optionee will not realize any taxable income on the date an option is granted to the optionee pursuant to the Plan. Upon exercise of the option, however, the optionee will realize, in the year of exercise, ordinary income to the extent of the difference between the option price and the fair market value of the Company's Common Stock on the date of exercise. Upon the sale of the shares, any resulting gain or loss will be treated as capital gain or loss. The Company will receive a deduction in its fiscal year in which options are exercised, equal to the amount of compensation required to be included as ordinary income by those optionees exercising options.

Plan Benefits

The table below shows the total number of stock options that have been received by the following individuals and groups under the Plan:

1988 Nonqualified Stock Option Plan

Name and Position/Group	Total Number of Options Received (1)
Thomas E. Oland Chairman of the Board and President	-0-
Roger C. Lucas Vice Chairman and Senior Scientific Advisor	120,000
Thomas C. Detwiler	-0-
Monica Tsang	-0-
James A. Weatherbee	-0-
Current Executive Officer Group (7 persons)	120,000
Current Non-Executive Officer Director Group (4 persons)	215,000(2)
Current Non-Executive Officer Employee Group	-0-

(1) This table reflects the total stock options granted without taking into account exercises or cancellations. Because future grants of stock options are subject to the discretion of the Compensation Committee, the future benefits that may be received by these individuals or groups under the Plan cannot be determined at this time, except for the automatic grants of 10,000 share options to outside directors as described above under "Future Automatic Grants."

(2) Includes 50,000 share option granted to Lowell E. Sears and 5,000 share options granted to Messrs. Herbert, O'Connell and Steer subject to approval of such grants by the shareholders at the Annual Meeting. See "Sears Option" and "Other Options" above.

Vote Required

The Board of Directors recommends that the shareholders adopt the resolutions to approve the option grants and the increase in the number of shares reserved under the 1988 Nonqualified Stock Option Plan. Approval of such resolutions requires the affirmative vote of the greater of (i) a majority of the shares represented at the meeting with authority to vote on such matter or (ii) a majority of the voting power of the minimum number of shares that would constitute a quorum for the transaction of business at the meeting.

EXECUTIVE COMPENSATION

Compensation Committee Report on Executive Compensation

Compensation Committee Interlocks and Insider Participation. The Compensation Committee of the Board of Directors of the Company is composed of directors G. Arthur Herbert, Howard V. O'Connell and Randolph C. Steer, M.D. None of the members of the Committee is or ever has been an employee or officer of the Company and none are affiliated with any entity other than the Company with which an executive officer of the Company is affiliated.

Overview and Philosophy. The Company's executive compensation program is comprised of base salaries, annual performance bonuses, long-term incentive compensation in the form of stock options, and various benefits, including the

Company's profit sharing and savings plan in which all qualified employees of the Company participate. In addition, the Compensation Committee from time to time may award special cash bonuses or stock options related to non-recurring, extraordinary performance.

The Compensation Committee has followed a policy of paying annual base salaries which are on the moderate side of being competitive in its industry and of awarding bonuses based on achievement of specific revenue, profit and non-monetary goals. If the goals are achieved, the officer receives an option to purchase a number of shares with a fair market value on date of grant equal to 20% of the officer's base salary and receives, at the election of the officer, either a cash bonus equal to 20% of base salary or an additional option to purchase a number of shares with a fair market value on date of grant equal to 170% of the cash bonus alternative. Bonuses are awarded on a prorated basis if between 85% and 100% of the specific revenue and profit goals are achieved. The goals are established annually by the Compensation Committee or President of the Company.

The Company is in the process of entering into formal three-year employment agreements with its full-time executive officers. See "Employment Contracts and Change in Control Arrangements" below. The agreements provide for base salaries subject to annual review, bonuses as described above, benefits as provided to all employees and severance compensation in an amount equal to one month's base salary for each year of employment with the Company in the event that the officer's employment is terminated without cause or in connection with a sale or merger of the Company.

Compensation in 1995. During Fiscal 1995, the Company implemented a strategic management reorganization. The Company had operated since the beginning of the fiscal year with two executive officer, its President and Chief Executive Officer, Thomas E. Oland, and its Executive Vice President, Dr. Roger C. Lucas. In March 1995, the Company acceded to the wishes of Dr. Lucas to plan for his retirement on June 30, 1997 and entered into an agreement with him whereby he would resign as an officer of the Company as of June 30, 1995 and reduce his time commitment to the Company but for a two-year period continue as a director and part-time employee of the Company. Simultaneously the Company elected five new executive officers, all persons who previously were heads of departments of the Company. As of July 1, 1995, Dr. Lucas and the Company determined that greater efforts and involvement by him in the Company's affairs would be required than was contemplated in March. They, therefore, entered into a supplemental agreement under which Dr. Lucas has been elected Vice Chairman and Senior Scientific Advisor to the Board of Directors, his time commitment to the Company has increased and he has accepted responsibility for the investigation and development of new business opportunities for the Company.

In fiscal 1995, the Compensation Committee maintained its principal compensation policies and made adjustments in base salaries to reflect competitive industry and individual performance factors. Base salaries for 1995 for each officer were adjusted in reference to individual factors. Mr. Oland's base salary was increased from $159,000 in fiscal 1994 to $165,000 in fiscal 1995 in recognition of his management performance and the Company's increases in revenues and earnings. Dr. Lucas' base salary was increased from $192,500 in fiscal 1994 to $200,000 in fiscal 1995 based on industry norms and the impressive growth of the Company's Biotechnology Division.

The Committee at the beginning of fiscal 1995 established performance criteria based principally on growth in revenues and earnings which, if met, would permit each officer to earn a bonus. All performance criteria were achieved in fiscal 1995. Mr. Oland elected to waive the bonus which he had earned. Dr. Lucas received a cash bonus of $80,000 and an option to purchase 25,000 shares of the Company's Common Stock at $13.50 per share.

General. The Company provides medical and insurance benefits to its executive officers which are generally available to all Company employees. The Company has a profit sharing and savings plan in which all qualified employees, including the executive officers, participate. In each of the past three fiscal years the Company has contributed to the plan an amount equal to approximately

9% to 10% of gross wages. One half of the assets of the plan have been invested in Common Stock of the Company. The amount of perquisites allowed to executive officers, as determined in accordance with rules of the Securities and Exchange Commission, did not exceed 10% of salary in fiscal 1995.

Chief Executive Officer Compensation. Thomas E. Oland served as the Company's Chief Executive Officer in fiscal 1995. His compensation was determined in accordance with the policies described above as applicable to all executive officers. His base salary was increased from $159,000 in fiscal 1994 to $165,000 in fiscal 1995 in light of the Company's 16% increase in net earnings from 1993 to 1994. For fiscal 1995 performance he earned but waived a bonus consisting of a stock option and cash. He is eligible for a bonus in fiscal 1996 in accordance with criteria established by the Compensation Committee which are based 80% on the Company's achievement of revenue and profit goals and 20% on intangible factors. The Compensation Committee determined that in fiscal 1996 it would conduct a mid-year review of the Chief Executive Officer's compensation and incentive package.

Summary. Aggregate executive compensation decreased moderately in fiscal 1994 because certain executive officers elected to waive bonuses which they had earned. The Compensation Committee intends to continue its policy of paying relatively moderate base salaries, basing bonuses on specific revenue and profit goals and granting options to provide long-term incentive.

G. Arthur Herbert
Howard V. O'Connell
Randolph C. Steer, M.D.
Members of the
Compensation Committee

Employment Contracts and Change in Control Arrangements

On March 16, 1995, the Company terminated its prior employment agreement with Dr. Roger C. Lucas, a director of the Company and formerly its Executive Vice President, Secretary and Chief Scientific Officer. The Company agreed to plan for Dr. Lucas' retirement on June 30, 1997 by accepting his resignation as an officer of the Company effective as of June 30, 1995 but retaining his services for the additional two year period as a director and part-time employee. The Company agreed to continue for the two year period to pay his annual base salary of $200,000, to pay the cash bonus of $80,000 and issue the option on 25,000 shares of Common Stock for which he was eligible for fiscal 1995, to pay for accrued, unused vacation time and to continue to provide him with health and insurance benefits for the term of the agreement unless he becomes a participant in similar plans elsewhere. The agreement did not materially alter the terms or applicability of a confidentiality and non-competition agreement between the Company and Dr. Lucas dated May 28, 1981 whereby Dr. Lucas is prohibited from competing with the Company for a period of two years following his termination of employment by the Company.

As of July 1, 1995, the Company and Dr. Lucas determined that greater efforts and involvement by him in the Company's affairs would be required than was contemplated by the March agreement. They, therefore, entered into a supplemental agreement pursuant to which Dr. Lucas has been elected Vice Chairman and Senior Scientific Advisor to the Board of Directors, will spend approximately 50% of his time as an employee of the Company and is responsible for the investigation and development of new business opportunities for the Company. Under the terms of the supplemental agreement, the Company is to continue to pay Dr. Lucas his annual base salary of $200,000 and has issued to Dr. Lucas, subject to shareholder approval, an option to purchase an aggregate of 50,000 shares of the Company's Common Stock at $13.50 per share (fair market value on the July 1, 1995 date of grant), such option to vest as to 12,500 shares on June 30 of each of 1996, 1997, 1998 and 1999 provided that he continues to be employed under the terms of the supplemental agreement on such vesting dates. The supplemental agreement is terminable by either party with or without cause on 30 days notice. Upon termination of the supplemental agreement, the parties will revert to the March 1995 agreement with the exception that the original two-year term of such agreement will be reduced by one month for every two months which Dr. Lucas has worked under the supplemental agreement.

The Company is in the process of entering into formal three-year employment agreements with each of its full-time executive officers with the exception of the President and Chief Executive Officer, with whom the Company has an oral understanding. The agreements provide for base salaries subject to annual review, bonuses as described in the Compensation Committee Report contained in this proxy statement, benefits as provided to all employees and severance compensation in an amount equal to one month's base salary for each year of employment by the Company in the event that the officer's employment is terminated without cause or in connection with a sale or merger of the Company. Base salaries for fiscal 1996 for the executive officers named in the Summary Compensation Table are as follows: T. Oland - $175,000; R. Lucas - $200,000; M. Tsang - $124,000; J. Weatherbee - $124,000; and T. Detwiler - $149,864. Each of such officers is also subject to a confidentiality and non-competition agreement which prohibits competition with the Company for a period of two years following termination of employment with the Company.

Summary Compensation Table

The following table sets forth certain information regarding compensation paid during each of the Company's last three fiscal years to the Company's President (who serves as chief executive officer) and to the Company's other executive officers) whose salary and bonus for fiscal 1995 exceeded $100,000.

<TABLE>
<CAPTION>

		Annual Compensation			Long Term Compensation			
					Awards		Payouts	
Name and Principal Position	Fiscal Year	Salary ($)	Bonus ($)	Other	Restricted Stock Awards($)	Options /SARs (#)	LTIP Payouts ($)	All Other Compen- sation ($)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Thomas E. Oland,	1995	165,000	-0-	None	None	0	None	17,463(1)
Chairman of the Board	1994	159,000	-0-	None	None	667	None	26,999(1)
and President	1993	150,000	50,000	None	None	5,610	None	28,984(1)
Roger C. Lucas,	1995	200,000	80,000	None	None	45,000	None	20,168(2)
Former Executive Vice	1994	192,500	77,000	None	None	15,000	None	32,657(2)
President	1993	175,000	90,000	None	None	29,537	None	30,651(2)
Monica Tsang,	1995	135,200	25,000	None	None	15,000	None	8,732(3)
Vice President -	1994	100,500	-0-	None	None	0	None	13,005(3)
Research	1993	87,000	-0-	None	None	0	None	10,984(3)
James A. Weatherbee,	1995	135,200	25,000	None	None	15,000	None	8,732(4)
Vice President and	1994	100,600	-0-	None	None	0	None	13,010(4)
Chief Scientific Officer	1993	87,200	-0-	None	None	0	None	11,011(4)
Thomas C. Detwiler,	1995	147,000	-0-	None	None	0	None	17,463(5)
Vice President -	1994	140,000	56,000	None	None	25,000	None	-0-

Scientific and Regulatory Affairs	1993	N/A	N/A	N/A	N/A	N/A	N/A	N/A (5)

</TABLE>

(1) Amount reflects Company contributions to Profit Sharing and Savings Plan (as to one-half) and Stock Bonus Plan (as to one-half), the latter consisting of 610, 1,103 and 958 shares in fiscal 1995, 1994 and 1993, respectively.

(2) Amount reflects life insurance premiums of $2,705, $2,150 and $1,667 in fiscal 1995, 1994 and 1993, respectively. Of the remainder, one-half reflects Company contributions to Profit Sharing and Savings Plan and one-half reflects Company contributions to Stock Bonus Plan, consisting of 610, 1,247 and 958 shares in fiscal 1995, 1994 and 1993, respectively.

(3) Amount reflects Company contributions to Profit Sharing and Savings Plan (as to one-half) and Stock Bonus Plan (as to one-half), the latter consisting of 305, 531 and 363 shares in fiscal 1995, 1994 and 1993, respectively.

(4) Amount reflects Company contributions to Profit Sharing and Savings Plan (as to one-half) and Stock Bonus Plan (as to one-half), the latter consisting of 305, 532 and 364 shares in fiscal 1995, 1994 and 1993, respectively.

(5) Amount for 1995 reflects Company contributions to Profit Sharing and Savings Plan (as to one-half) and Stock Bonus Plan (as to one-half), the latter consisting of 610 shares. Dr. Detwiler's employment with the Company began in fiscal 1994.

Option/SAR Grants During 1995 Fiscal Year

The following table provides information related to options granted to the named executive officers during fiscal 1995. The Company has not granted any stock appreciation rights.

<TABLE>
<CAPTION>

	Individual Grants				Potential Realizable Value at Assumed Annual Rates of Stock Price Appreciation for Option Term	
Name	Options/SARs Granted (#)	Percent of Total Options/SARs Granted to Employees in Fiscal Year	Exercise or Base Price ($/Sh)	Expiration Date	5% ($)	10% ($)
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Thomas E. Oland	-0-	--	--	--	--	--
Roger C. Lucas	20,000(1)	21.1%	$ 8.875	8/04/01	$ 72,260	$168,397
	25,000(1)	26.3%	$ 13.50	6/30/05	$137,396	$320,192
Monica Tsang	15,000(1)	15.8%	$ 11.25	10/20/01	$ 68,698	$160,096
James A. Weatherbee	15,000(1)	15.8%	$ 11.25	10/20/01	$ 68,698	$160,096

Thomas C. Detwiler	-0-	--	--	--	--	--

</TABLE>

(1) Such options became exercisable immediately upon grant.

Option/SAR Exercises During 1995 Fiscal
Year and Fiscal Year End Option/SAR Values

The following table provides information related to options exercised by the named executive officers during the 1995 fiscal year and the number and value of options held at fiscal year end.

<TABLE>
<CAPTION>

Name	Shares Acquired on Exercise (#)	Value Realized ($)	Number of Unexercised Options/SARs at FY-End (#) Exercisable/ Unexercisable	Value of Unexercised In-the-Money Options/SARs at FY-End ($)(1) Exercisable/ Unexercisable
<S>	<C>	<C>	<C>	<C>
Thomas E. Oland	-0-	-0-	66,277/0	405,184/0
Roger C. Lucas	-0-	-0-	134,813/14,724	494,994/49,694
Monica Tsang	-0-	-0-	25,000/0	76,250/0
James A. Weatherbee	-0-	-0-	25,000/0	76,250/0
Thomas C. Detwiler	-0-	-0-	7,500/17,500	0/0

</TABLE>

(1) Based on the difference between $13.50 (the closing price of the Company's Common Stock on June 30, 1995 as reported by Nasdaq) and the option exercise price.

Stock Performance Chart

The following chart compares the cumulative total shareholder return on the Company's Common Stock with S&P Midcap 400 Index and the S&P Midcap Biotech Index. The comparison assumes $100 was invested on June 30, 1990 in the Company's Common Stock and in each of the foregoing indices and assumes reinvestment of dividends.

<TABLE>
<CAPTION>

Indexed Returns
Years Ending

Company/Index	June 90	June 91	June 92	June 93	June 94	June 95
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Techne Corporation	100.00	257.14	342.86	561.90	400.00	514.29
S&P Midcap 400 Index	100.00	112.84	133.77	164.13	164.03	200.68

S&P Midcap Biotech Index	100.00	135.55	113.14	121.85	103.38	159.30

</TABLE>

INDEPENDENT AUDITORS

Deloitte & Touche LLP acted as the Company's independent auditors for the 1995 fiscal year. The Company has not selected its independent auditors for the current fiscal year ending June 30, 1996.

A representative of Deloitte & Touche LLP is expected to be present at the shareholders' meeting, will have the opportunity to make any desired comments, and will be available to respond to appropriate questions.

COMPLIANCE WITH SECTION 16(a) OF THE SECURITIES EXCHANGE ACT

Section 16(a) of the Securities Exchange Act of 1934 requires the Company's executive officers and directors, and persons who own more than 10 percent of the Company's Common Stock, to file with the Securities and Exchange Commission initial reports of ownership and reports of changes in ownership of Common Stock and other equity securities of the Company. Officers, directors, and greater than 10 percent shareholders ("Insiders") are required by SEC regulations to furnish the Company with copies of all Section 16(a) forms they file.

To the Company's knowledge, based on a review of the copies of such reports furnished to the Company, during the fiscal year ended June 30, 1995, all Section 16(a) filing requirements applicable to Insiders were complied with except that one Form 4 covering two transactions was filed late by Randolph C. Steer, M.D.

SHAREHOLDER PROPOSALS

Any appropriate proposal submitted by a shareholder of the Company and intended to be presented at the 1995 Annual Meeting must be received by the Company at its offices by May 22, 1996, to be considered for inclusion in the Company's proxy statement and related proxy for the 1996 Annual Meeting.

OTHER BUSINESS

The Board of Directors knows of no other matters to be presented at the meeting. If any other matter does properly come before the meeting, the appointees named in the Proxies will vote the Proxies in accordance with their best judgment.

ANNUAL REPORT

A copy of the Company's Annual Report to Shareholders for the fiscal year ended June 30, 1995, including financial statements, accompanies this Notice of Annual Meeting and Proxy Statement. No portion of the Annual Report is incorporated herein or is to be considered proxy soliciting material.

THE COMPANY WILL FURNISH WITHOUT CHARGE A COPY OF ITS ANNUAL REPORT ON FORM 10-K FOR THE FISCAL YEAR ENDED JUNE 30, 1995, TO ANY SHAREHOLDER OF THE COMPANY UPON WRITTEN REQUEST. REQUESTS SHOULD BE SENT TO PRESIDENT, TECHNE CORPORATION, 614 MCKINLEY PLACE N.E., MINNEAPOLIS, MINNESOTA 55413.

Dated: September 20, 1995
Minneapolis, Minnesota

TECHNE CORPORATION

PROXY FOR ANNUAL MEETING OF SHAREHOLDERS

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS

The undersigned hereby appoints THOMAS E. OLAND and ROGER C. LUCAS, or either of them acting alone, with full power of substitution, as proxies to represent and vote, as designated below, all shares of Common Stock of Techne Corporation registered in the name of the undersigned, at the Annual Meeting of the Shareholders to be held on Thursday, October 19, 1995, at 3:30 p.m., Minneapolis Time, at the Sheraton Minneapolis Metrodome Hotel, 1330 Industrial Boulevard at 35W North, Minneapolis, Minnesota, and at all adjournments of such meeting. The undersigned hereby revokes all proxies previously granted with respect to such meeting.

The Board of Directors recommends that you vote "FOR" the following proposals:

(1) SET NUMBER OF DIRECTORS AT SIX:

[ ] FOR [ ] AGAINST [ ] ABSTAIN

(2) ELECT DIRECTORS: Nominees: Thomas E. Oland, Roger C. Lucas, Howard V. O'Connell, G. Arthur Herbert, Randolph C. Steer, M.D., and Lowell E. Sears.

[ ] FOR all Nominees listed above (except those whose names have been written on the line below)

[ ] WITHOUT AUTHORITY to vote for all nominees listed above

(To withhold authority to vote for any nominee, write that nominee's name on the line below.)

(3) APPRO1VE OPTION GRANTS TO OUTSIDE DIRECTORS AND 200,000 SHARE INCREASE IN NUMBER OF SHARES RESERVED UNDER 1988 NONQUALIFIED STOCK OPTION PLAN:

[ ] FOR [ ] AGAINST [ ] ABSTAIN

(4) OTHER MATTERS. In their discretion, the appointed proxies are authorized to vote upon such others business as may properly come before the Meeting or any adjournment.

THIS PROXY WHEN PROPERLY EXECUTED WILL BE VOTED AS DIRECTED OR, IF NO DIRECTION IS GIVEN FOR A PARTICULAR PROPOSAL, WILL BE VOTED FOR SUCH PROPOSAL.

Date , 1995.

PLEASE DATE AND SIGN ABOVE exactly as name appears at the left, indicating, where appropriate, official position or representative capacity. If stock is held in joint tenancy, each joint owner should sign.