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**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

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**FORM 8-K**

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**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 30, 2014**

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

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**Minnesota**  
(State or Other Jurisdiction  
of Incorporation)

**0-17272**  
(Commission  
File Number)

**41-1427402**  
(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**

**TECHNE CORPORATION**  
(Former Name or Former Address, if changed since Last Report)

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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))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

Bio-Techne Corporation (the “Company”) held its Annual Meeting of Shareholders (the “Annual Meeting”) on October 30, 2014 at the Company’s headquarters in Minneapolis, Minnesota. At the Annual Meeting, Howard V. O’Connell notified the Company of his decision not to stand for re-election to the Board of Directors (the “Board”) at the Company’s next annual meeting following the fiscal year ended June 30, 2015. Mr. O’Connell’s decision not to stand for re-election was not due to a disagreement with the Company.

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Changes in Fiscal Year**Amendment to Articles of Incorporation

At the Annual Meeting, the Company’s shareholders approved an amendment to the Company’s Amended and Restated Articles of Incorporation (the “Articles”) to change the Company’s name from Techne Corporation to Bio-Techne Corporation. A copy of the Articles Amendment is attached hereto as Exhibit 3.1 and incorporated by reference herein. In order to reflect the assumption of the new corporate name, the Company has effected conforming changes to its Amended and Restated Bylaws (the “Bylaws”) and will effect conforming changes to its other corporate plans, policies and agreements. A copy of the Bylaws amendment is attached hereto as Exhibit 3.2 and is incorporated by reference herein. The name change will not affect the rights of the Company’s security holders. There will be no other changes to the Company’s Articles or Bylaws in connection with the name change. The Company’s common stock will continue to trade on NASDAQ under its current ticker symbol, “TECH.” The CUSIP number assigned to the Company’s Common Stock has changed to 09073M104 in connection with the name change. Outstanding stock certificates will not be affected and do not need to be exchanged.

Additional detail on the shareholder vote to approve the amendment to the Company’s Articles is disclosed in Item 5.07 and incorporated into this Item 5.03 by reference.

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

A quorum was present at the Annual Meeting with 35,303,590 shares represented in person or by proxy. The voting results at the Annual Meeting were as set forth below.

Proposal No. 1 – The shareholders voted to set the number of directors at ten:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
34,963,918	106,326	130,215	N/A

Proposal No. 2 – The shareholders elected each of the nominees to the Board of Directors:

	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
Charles R. Kummeth	32,964,560	260,812	38,775	1,936,312
Robert V. Baumgartner	32,695,569	529,904	38,674	1,936,312
Roger C. Lucas, Ph.D.	32,693,689	531,784	38,674	1,936,312
Howard V. O’Connell	31,859,952	1,365,623	38,572	1,936,312
Randolph C. Steer, M.D., Ph.D.	32,695,012	530,461	38,674	1,936,312
Charles A. Dinarello, M.D.	32,946,059	279,413	38,675	1,936,312
Karen A. Holbrook, Ph.D.	32,884,130	342,030	37,987	1,936,312
John L. Higgins	32,851,722	373,651	38,774	1,936,312
Roeland Nusse, Ph.D.	32,880,267	344,600	39,280	1,936,312
Harold J. Wiens	32,878,511	311,690	73,946	1,936,312

Each nominee was elected by a majority voting standard defined in the Articles.

Proposal No. 3 – The shareholders adopted a non-binding resolution approving the compensation of the Company’s named executive officers, as described in the Company’s Proxy Statement for the Annual Meeting:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
32,828,471	369,220	66,456	1,936,312

Proposal No. 4 – The shareholders ratified the appointment of KPMG LLP as the Company’s independent registered public accounting firm for the fiscal year ending June 30, 2015.

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
34,488,980	669,502	41,977	N/A

Proposal No. 5 – The shareholders approved the Company’s 2014 Employee Stock Purchase Plan:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
33,038,132	164,406	61,609	1,936,312

Proposal No. 6 – The shareholders approved an amendment to the Company’s Articles of Incorporation to change the name of the Company from Techne Corporation to Bio-Techne Corporation:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
35,075,318	77,480	47,661	N/A

### **Item 8.01 Other Events**

#### Announcement of the Closing of the Acquisition of CyVek, Inc.

On November 4, 2014, the Company announced the closing of the acquisition of CyVek, Inc. (“CyVek”) by the Company’s wholly-owned subsidiary, Research and Diagnostic Systems, Inc., which made CyVek an indirect wholly-owned subsidiary of the Company (the “Acquisition”).

A copy of the press release announcing the Acquisition is filed herewith as Exhibit 99.1 and is incorporated herein by reference.

#### Announcement of Cash Dividend

On October 30, 2014, the Company issued a press release announcing the payment of a cash dividend. The full text of the press release is set forth in Exhibit 99.2 attached hereto and is incorporated by reference as if fully set forth herein.

#### Filing of Articles Amendment with the Minnesota Secretary of State

As presented above in Items 5.03 and 5.07 and incorporated herein by reference, at the Annual Meeting, the Company’s shareholders approved an amendment to the Company’s Articles to change the Company’s name from Techne Corporation to Bio-Techne Corporation. On November 3, 2014, the Company effected such action by filing Articles of Amendment with the Minnesota Secretary of State (the “Amendment”). A copy of the Articles Amendment is attached hereto as Exhibit 3.1 and incorporated by reference herein.

#### Description of Company Capital Stock

The Company seeks to describe the material terms of its common stock under Minnesota corporate law, the Company’s Articles and the Company’s Bylaws. The following description updates the description of the Company’s common stock set forth in its Registration Statement on Form 10, filed with the Securities and Exchange Commission (the “SEC”) on November 1, 1988, including any amendments or reports filed prior to the date hereof for the purpose of updating such description. The description is not complete and is qualified in its entirety by reference to the Articles and Bylaws, as filed with the SEC, and the applicable provisions of the Minnesota Business Corporations Act (the “MBCA”).

#### *Description of Common Stock*

The Company may issue, from time to time, shares of its common stock, par value \$0.01 per share (the “Common Stock”), the general terms and provisions of which are summarized below.

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### *Authorized Shares*

The Company is authorized to issue up to 105,000,000 shares, which consists of 5,000,000 undesignated shares and 100,000,000 Common Shares. As of September 5, 2014, the Company had 37,010,703 shares of Common Stock issued and outstanding. Such Common Stock is the only outstanding class of stock of the Company. The Board is authorized to establish one or more classes or series of shares from the undesignated shares and to fix the relative rights and preferences of each such class or series.

### *Dividend Rights*

Subject to the rights of holders of any preferred stock outstanding, holders of common stock are entitled to receive dividends when, as, and if declared by the Company's Board out of net earnings or net assets of the Company that are legally available for the declaration of dividends.

### *Voting Rights*

All voting rights are vested in the holders of shares of Common Stock. Each holder of Common Stock is entitled to one vote per share, and voting rights are noncumulative. Subject to the rights of the holders of any preferred stock outstanding and except as specifically required otherwise under Minnesota law, all matters submitted to Company shareholders are decided by a majority vote of the shares entitled to vote and represented at the meeting at which there is a quorum, except for election of directors, which is decided by a majority of votes cast in uncontested elections and by a plurality vote in contested elections.

### *Liquidation and Dissolution Rights*

Pursuant to applicable law, in the event of the Company's dissolution, the holders of common stock will be entitled to share pro rata in any of the Company's assets available for distribution after making adequate provision for the discharge of debts, obligations, and liabilities of the Company and after the holders of any series of outstanding preferred stock have received any liquidation preferences.

### *Other Shareholder and Board Rights*

Holders of shares of Common Stock are not entitled to preemptive rights. The Board may issue rights to subscribe for, purchase, exchange securities for, or convert securities into, shares of the Company or any class or series, and to fix the terms, provisions and conditions of such rights, including the exchange or conversion basis or the price at which such shares may be purchased or subscribed for. The Board may effectuate share dividends or splits by issuance of shares of one class or series to holders of that class or series or to holders of another class or series.

### *Nominations Procedures*

Shareholders can nominate candidates for election to the Board. However, a shareholder must follow the advance notice procedures provided in Section 2.7 of the Bylaws. In general, a shareholder must submit a written notice of such nomination to the Company's corporate secretary at least 60 days but not more than 90 days before a scheduled meeting of shareholders. The written notice must contain the consent of the nominee(s) to serve as director and provide certain information about the proposed nominee(s) and the shareholder proposing the nomination.

### *Proposal Procedures*

Shareholders may propose that business (other than nominations to the Board) be considered at a meeting of shareholders only if a shareholder follows the advance notice procedures provided in Section 2.7 of the Bylaws. In general, a shareholder must submit a written notice of the proposed business to the Company's corporate secretary at least 60 days but not more than 90 days before a scheduled meeting of shareholders. The written notice must provide certain information about the proposed business and the shareholder proposing the business.

### *Limitations on Change of Control*

Certain provisions of the Articles, the Bylaws, and the MBCA may discourage, delay, or prevent a merger, acquisition, or other change of control, including through a change to the members of the Company's management. These provisions include:

- Advance notice requirements for shareholder proposals and nominations (Section 2.7 of the Bylaws);
- The ability of the Board to amend the Bylaws (Section 9.1 of the Bylaws);
- The ability of the Board to issue purchase rights and additional common stock and to designate the terms of and issue new series of preferred stock without shareholder approval (Article 3 of the Articles);
- Limitations, pursuant to Section 302A.671 of the MBCA, with respect to the voting of shares acquired in a "control share acquisition"; and

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- The prohibition, pursuant to Section 302A.673, of business combination transactions involving an “interested shareholder” and the Company for a period of four years after such individual or entity becomes an interest shareholder, unless a proscribed approval is obtained.

*Transfer Agent and Registrar*

American Stock Transfer & Trust Company is the transfer agent and registrar for the Company’s Common Stock.

*Listing of Common Stock*

The Company’s common stock is listed on NASDAQ under the symbol “TECH.”

**Item 9.01 Financial Statements and Exhibits.**

- (a) Financial statements: None
- (b) Pro forma financial information: None
- (c) Shell Company Transactions: None
- (d) Exhibits:

- 3.1 Amendment to Amended and Restated Articles of Incorporation, as filed November 3, 2014
- 3.2 Amendment to Amended and Restated Bylaws, effective November 3, 2014
- 99.1 Press Release, dated November 4, 2014 regarding the CyVek merger
- 99.2 Press Release, dated October 30, 2014 regarding announcement of dividends

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**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: November 4, 2014

**TECHNE CORPORATION**

/s/ Charles R. Kummeth

Charles R. Kummeth

President and Chief Executive Officer

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**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**TECHNE CORPORATION**  
**EXHIBIT INDEX TO FORM 8-K**

Date of Report: October 30, 2014

Commission File No.: 0-17272

<b><u>Exhibit No.</u></b>	<b><u>ITEM</u></b>
3.1	Amendment to Amended and Restated Articles of Incorporation, as filed November 3, 2014
3.2	Amendment to Amended and Restated Bylaws, effective November 3, 2014
99.1	Press Release, dated November 4, 2014 regarding the Cyvek merger
99.2	Press Release, dated October 30, 2014 regarding announcement of dividends

**ARTICLES OF AMENDMENT TO  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
TECHNE CORPORATION**

The following Amendment to the Amended and Restated Articles of Incorporation of Techne Corporation, a Minnesota corporation, was adopted on October 30, 2014, by a majority of the voting power of the shares represented in person or by proxy at the annual meeting with authority to vote on the matter. The amendment shall be effective upon the filing of these Articles of Amendment with the Minnesota Secretary of State:

**“ARTICLE 1 – NAME**

1.1) The name of the corporation shall be Bio-Techne Corporation.”

This amendment has been approved pursuant to Minnesota Statutes Chapter 302A. The undersigned swears that the foregoing is true and accurate and that the undersigned has the authority to sign this document on behalf of the corporation.

**BIO-TECHNE CORPORATION**

/s/ Brenda Furlow

By: Brenda Furlow

Its: Senior Vice President and General Counsel

Date: November 3, 2014



**AMENDMENT TO  
AMENDED AND RESTATED BYLAWS  
OF  
TECHNE CORPORATION**

RESOLVED, that the Title of the Company's Amended and Restated Bylaws be, and the same hereby is, amended and restated to read as follows:

“Amended and Restated  
Bylaws  
of  
BIO-TECHNE CORPORATION  
Effective November 3, 2014”

Dated: November 3, 2014

**BIO-TECHNE CORPORATION**

/s/ Brenda Furlow

By: Brenda Furlow

Its: Senior Vice President and General Counsel

**BIO-TECHNE ANNOUNCES AGREEMENT TO ACQUIRE CYVEK**

Minneapolis/November 4, 2014/—Bio-Techne Corporation (NASDAQ: TECH) announced today that it has agreed to acquire CyVek, Inc. (CyVek) for \$60 million in cash, plus a potential earn-out payment of up to \$35 million based on CyVek revenue over the 30-month period following the closing and an additional potential earn-out payment based on CyVek revenue through 2020 in excess of \$100 million. The closing of the acquisition is the result of CyVek having met pre-agreed commercial milestones. The transaction will be financed through a combination of cash on hand and a revolving line of credit facility.

CyVek, which has about 40 employees at its Connecticut facility, has developed a transformative immunoassay technology, CyPlex™, which integrates an innovatively designed microfluidic cartridge with a state-of-the-art analyzer to deliver the most advanced and efficient bench top immunoassay system. CyPlex's™ ability to provide “sample to answer” test results precisely and quickly in a sealed disposable device makes it a very attractive platform for both research and clinical applications. The CyPlex™ technology has the potential for broad market applicability.

Bio-Techne is a leading developer and manufacturer of purified proteins, notably cytokines and growth factors, antibodies, immunoassays and biologically active small molecule compounds which are sold to biomedical researchers and clinical research laboratories.

Charles R. Kummeth, President and Chief Executive Officer of Bio-Techne, commented, “The ability to include the highly valued Bio-Techne reagent content on the CyVek testing platform is viewed as an ideal way to leverage the maximum value from our extensive reagents portfolio. We are very pleased that Cyvek met its milestone, allowing us to bring this innovative technology platform into Bio-Techne several months earlier than expected! The field has always recognized that traditional multiplexing applications required some technical tradeoffs that ultimately impacted assay performance. We believe performance advantages can be derived through the parallel single-plex approach to multiplexing offered by the CyVek technology (CyPlex) This acquisition is a natural fit to Bio-Techne’s product line and further complements the Protein Platforms business segment for Bio-Techne. Bio-Techne Quantikine kits are recognized worldwide as the benchmark for protein quantitation in biological fluids and we feel that CyPlex will complement the current immunoassay product lines from a multiplexing perspective.”

CyVek Chief Executive Officer, Per Hellsund, added, “Strategically, the fit is excellent. We have always valued the superb quality of the Bio-Techne immunoassay reagents and having these be incorporated into our platform gives additional credibility and consumer confidence to the innovation that CyVek brings to this market via its CyPlex technology.”

Fredrikson & Byron, P.A. served as Bio-Techne’s legal counsel on the transaction.

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Bio-Techne Corporation, NASDAQ: TECH, is a global life sciences company providing innovative bioactive tools and resources for the research and clinical diagnostic communities. Bio-Techne products assist scientific investigations into biological processes and the nature and progress of specific diseases. They aid in drug discovery efforts and provide the means for accurate clinical tests and diagnoses. With over 24,000 products in its portfolio, Bio-Techne generated approximately \$358 million in net sales in fiscal 2014 and has over 1,000 employees worldwide. For more information on Bio-Techne and its brands, please visit [www.bio-techne.com](http://www.bio-techne.com).

#### Forward-Looking Statements

Our press releases may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act. Such statements involve risks and uncertainties that may affect the actual results of operations. Forward-looking statements in this press release include statements regarding our belief about the market applications and impact of the acquired CyVek technology and products and our ability to derive performance advantages from those products and integrate them into our existing product lines. The following important factors, among others, have affected and, in the future, could affect the our actual results: the effect of new branding and marketing initiatives, the integration of new leadership, the introduction and acceptance of new products, the levels and particular directions of research by our customers, the impact of the growing number of producers of biotechnology research products and related price competition, general economic conditions, the impact of currency exchange rate fluctuations, and the costs and results of our research and product development efforts and those of companies in which we have invested or with which we have formed strategic relationships. For additional information concerning such factors, see the section titled "Risk Factors" in our annual report on Form 10-K and quarterly reports on Form 10-Q as filed with the Securities and Exchange Commission. We undertake no obligation to update or revise any forward-looking statements we make in our press releases due to new information or future events. Investors are cautioned not to place undue emphasis on these statements.

#### Contact:

James Hippel, Chief Financial Officer  
Kathy Backes, Controller  
(612) 379-8854

BIO-TECHNE DECLARES DIVIDEND

Minneapolis/October 30, 2014/ — Techne Corporation (NASDAQ:TECH), (d/b/a Bio-Techne) announced that its Board of Directors has decided to pay a dividend of \$0.32 per share for the quarter ended September 30, 2014. The quarterly dividend will be payable November 24, 2014 to all common shareholders of record on November 10, 2014. Future cash dividends will be considered by the Board of Directors on a quarterly basis.

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Techne Corporation, (d/b/a Bio-Techne), NASDAQ: TECH, is a global life sciences company providing innovative bioactive tools and resources for the research and clinical diagnostic communities. Bio-Techne products assist scientific investigations into biological processes and the nature and progress of specific diseases. They aid in drug discovery efforts and provide the means for accurate clinical tests and diagnoses. With over 24,000 products in its portfolio, Bio-Techne generated approximately \$357 million in net sales in fiscal year 2014 and has over 1,000 employees worldwide. For more information on Bio-Techne and its brands, please visit [www.bio-techne.com](http://www.bio-techne.com).

Contact: Jim Hippel, Chief Financial Officer  
(612) 379-8854