

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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): May 4, 2022

**BIO-TECHNE CORPORATION**

(Exact Name of Registrant as Specified in its Charter)

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

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

**41-1427402**  
(I.R.S. Employer Identification  
Number)

**614 McKinley Place NE**  
**Minneapolis, Minnesota 55413**  
(Address of Principal Executive Offices) (Zip Code)

**(612) 379-8854**  
(Registrant's Telephone Number, Including Area Code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|---------------------|-------------------|---|
| Common Stock        | TECH              | NASDAQ                                    |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

- Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 2.02 Results of Operations and Financial Condition**

A copy of the press release issued by Bio-Techne Corporation on May 4, 2022, describing the results of operations for the quarter ended March 31, 2022 and its financial condition as of March 31, 2022, is attached hereto as Exhibit 99.1.

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 8.01 Other Events**

A copy of the press release issued by Bio-Techne Corporation on May 4, 2022, announcing a cash dividend is attached hereto as Exhibit 99.2.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 [Press Release, dated May 4, 2022, announcing results of operations](#)

99.2 [Press Release, dated May 4, 2022, announcing cash dividend.](#)

104 - Cover Page Interactive Data File (embedded within the Inline XBRL document)

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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.

BIO-TECHNE CORPORATION

Date: May 4, 2022

By: /s/ James Hippel  
James Hippel  
Principal Financial Officer

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EXHIBIT INDEX

| Exhibit No. | Description   |
|-------------|---|
| 99.1        | Press Release, dated May 4, 2022, announcing results of operations          |
| 99.2        | Press Release, dated May 4, 2022, announcing cash dividend.                 |
| 104 -       | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

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## BIO-TECHNE RELEASES THIRD QUARTER FISCAL 2022 RESULTS

Minneapolis/May 4, 2022/ Bio-Techne Corporation (NASDAQ: TECH) today reported its financial results for the third quarter ended March 31, 2022.

**Third Quarter FY2022 Highlights**

- Third quarter organic revenue increased by 17% (19% reported) to \$290.4 million and 18% (22% reported) in the first nine months of fiscal 2022 to \$817.4 million.
- GAAP EPS was \$1.48 versus \$1.12 one year ago. Delivered record adjusted earnings per share (EPS) of \$2.14 versus \$1.80 one year ago.
- Excellent commercial execution in both operating segments with Protein Sciences delivering organic growth of 16% (15% reported) and Diagnostics and Genomics achieving 19% (34% reported) organic growth.
- Announced exclusive agreement with Thermo Fisher Scientific to complete development and commercialize the ExoTRU kidney transplant rejection test.
- Adjusted operating income for the third quarter increased 17% (32% reported) when compared to the prior year to \$114.6 million, resulting in an adjusted operating margin of 39.6%.

The Company's financial statements are prepared in accordance with accounting principles generally accepted in the United States (GAAP). Adjusted diluted EPS, adjusted earnings, adjusted gross margin, adjusted operating income, adjusted tax rate, organic growth, and adjusted operating margin are non-GAAP measures that exclude certain items detailed later in this press release under the heading "Use of non-GAAP Adjusted Financial Measures." A reconciliation of GAAP to non-GAAP financial measures is included in this press release.

"The momentum in our core markets, especially proteomics, continues to drive double digit growth for the company," said Chuck Kummeth, President and Chief Executive Officer of Bio-Techne. "The Bio-Techne team delivered outstanding results of 17% organic growth, for the second quarter in a row, and an impressive adjusted operating margin of 39.6%, 130 basis points over our prior quarter. Diagnostics also had a good quarter, with 50% ExoDx Prostate test volume growth, passing pre-pandemic testing levels. Diagnostics capped the quarter by closing a very strategic deal with Thermo Fisher Scientific on our ExoTRU Kidney transplant rejection test."

Kummeth added, "Both segments of our company delivered to and exceeded our expectations. Cell and Gene Therapy, a strategic focus for our Protein Sciences Segment, had another stellar quarter of growth with our new GMP protein factory adding two more of the highest quality and lot-to-lot consistent GMP proteins at scale. It has been nice to see so many of our reagent and instrument platforms being purchased, evaluated, and spec'd into Cell and Gene Therapy workflows. I am excited for the future as we continue to develop innovative tools to push science forward and create value for our stakeholders."

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## Third Quarter Fiscal 2022

### *Revenue*

Net sales for the third quarter increased 19% to \$290.4 million. Organic growth was 17% compared to the prior year, with acquisitions contributing 3% to revenue growth and foreign currency exchange having an unfavorable impact of 1%.

### *GAAP Earnings Results*

GAAP EPS was \$1.48 per diluted share, versus \$1.12 in the same quarter last year. GAAP EPS was favorably impacted by sales growth and changes in fair value of contingent consideration for acquisitions. GAAP operating income for the third quarter of fiscal 2022 increased 31.8% to \$90.4 million, compared to \$68.6 million in the third quarter of fiscal 2021. GAAP operating margin was 31.1%, compared to 28.2% in the third quarter of fiscal 2021. GAAP operating margin compared to prior year was positively impacted by volume leverage and changes in fair value of contingent consideration for acquisitions.

### *Non-GAAP Earnings Results*

Adjusted EPS increased to \$2.14 per diluted share, versus \$1.80 in the same quarter last year, an increase of 19%. Adjusted EPS increased primarily due to revenue growth. Adjusted operating income for the third quarter of fiscal 2022 increased 17% compared to the third quarter of fiscal 2021. Adjusted operating margin was 39.6%, compared to 40.4% in the third quarter of fiscal 2021. Adjusted operating margin compared to the prior year was unfavorably impacted by foreign currency exchange and acquisitions.

## **Segment Results**

Management uses adjusted operating results to monitor and evaluate performance of the Company's business segments, as highlighted below.

### *Protein Sciences Segment*

The Company's Protein Sciences segment is one of the world's leading suppliers of specialized proteins such as cytokines and growth factors, immunoassays, antibodies and reagents, to the biotechnology and academic research communities. Additionally, the segment provides an array of platforms useful in various areas of protein analysis. Protein Sciences segment's third quarter fiscal 2022 net sales were \$213.2 million, an increase of 15% from \$185.6 million for the third quarter of fiscal 2021. Organic growth for the segment was 16%, with foreign currency exchange having an unfavorable impact of 1%. Protein Sciences segment's operating margin was 45.4% in the third quarter of fiscal 2022 compared to 47.9% in the third quarter of fiscal 2021. The segment's operating margin compared to the prior year was negatively impacted by foreign currency exchange and strategic investments.

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## *Diagnostics and Genomics Segment*

The Company's Diagnostics and Genomics segment provides blood chemistry and blood gas quality controls, hematology instrument controls, immunoassays and other bulk and custom reagents for the *in vitro* diagnostic market. The Diagnostics and Genomics segment also develops and provides *in situ* hybridization products as well as exosome-based diagnostics for various pathologies, including prostate cancer. The Diagnostics and Genomics segment's third quarter fiscal 2022 net sales were \$77.7 million, an increase of 34% from \$58.1 million for the third quarter of fiscal 2021. Organic growth for the segment was 19%, with acquisitions contributing 15% to revenue growth and foreign currency exchange having an immaterial impact. The Diagnostics and Genomics segment's operating margin was 25.0% in the third quarter of fiscal 2022 compared to 17.9% in the third quarter of fiscal 2021. The segment's operating margin was favorably impacted by volume leverage and product mix.

### **Conference Call**

Bio-Techne will host an earnings conference call today, May 4, 2022 at 8:00 a.m. CDT. To listen, please dial 1-877-407-9208 or 1-201-493-6784 for international callers, and reference conference ID 13728915. The earnings call can also be accessed via webcast through the following link <https://investors.bio-techne.com/ir-calendar>.

A recorded rebroadcast will be available for interested parties unable to participate in the live conference call by dialing 1-844-512- 2921 or 1-412-317-6671 (for international callers) and referencing Conference ID 13728915. The replay will be available from 11:00 a.m. CDT on Wednesday, May 4, 2022 until 11:00 p.m. CDT on Saturday, June 4, 2022.

### **Use of non-GAAP Adjusted Financial Measures:**

This press release contains financial measures that have not been calculated in accordance with accounting principles generally accepted in the U.S. (GAAP). These non-GAAP measures include:

- Organic growth
  - Adjusted diluted earnings per share
  - Adjusted earnings
  - Adjusted tax rate
  - Adjusted gross margin
  - Adjusted operating income
  - Adjusted operating margin
-

We provide these measures as additional information regarding our operating results. We use these non-GAAP measures internally to evaluate our performance and in making financial and operational decisions, including with respect to incentive compensation. We believe that our presentation of these measures provides investors with greater transparency with respect to our results of operations and that these measures are useful for period-to-period comparison of results.

Our non-GAAP financial measure of organic growth represents revenue growth excluding revenue from acquisitions within the preceding 12 months, the impact of foreign currency, as well as the impact of partially-owned consolidated subsidiaries. Excluding these measures provides more useful period-to-period comparison of revenue results as it excludes the impact of foreign currency exchange rates, which can vary significantly from period to period, and revenue from acquisitions that would not be included in the comparable prior period. Revenues from partially-owned subsidiaries consolidated in our financial statements are also excluded from our organic revenue calculation, as those revenues are not fully attributable to the Company. Revenue from partially-owned subsidiaries was \$0.7 million and \$1.6 million for the quarter and nine months ended March 31, 2022, respectively.

Our non-GAAP financial measures for adjusted gross margin, adjusted operating margin, and adjusted net earnings, in total and on a per share basis, exclude stock-based compensation, the costs recognized upon the sale of acquired inventory, amortization of acquisition intangibles, acquisition related expenses inclusive of the changes in fair value of contingent consideration, and other non-recurring items including non-recurring costs, goodwill and long-lived asset impairments, and gains. Stock-based compensation is excluded from non-GAAP adjusted net earnings because of the nature of this charge, specifically the varying available valuation methodologies, subsection assumptions, variety of award types, and unpredictability of amount and timing of employer related tax obligations. The Company excludes amortization of purchased intangible assets, purchase accounting adjustments, including costs recognized upon the sale of acquired inventory and acquisition-related expenses inclusive of the changes in fair value contingent consideration, and other non-recurring items including gains or losses on legal settlements, goodwill and long-lived asset impairment charges, and one-time assessments from this measure because they occur as a result of specific events, and are not reflective of our internal investments, the costs of developing, producing, supporting and selling our products, and the other ongoing costs to support our operating structure. Additionally, these amounts can vary significantly from period to period based on current activity. The Company also excludes revenue and expense attributable to partially-owned consolidated subsidiaries in the calculation of our non-GAAP financial measures as the revenues and expenses are not fully attributable to the Company.

The Company's non-GAAP adjusted operating margin and adjusted net earnings, in total and on a per share basis, also excludes stock-based compensation expense, which is inclusive of the employer portion of payroll taxes on those stock awards, restructuring, impairments of equity method investments, gain and losses from investments, and certain adjustments to income tax expense.

Impairments of equity investments are excluded as they are not part of our day-to-day operating decisions. Additionally, gains and losses from other investments that are either isolated or cannot be expected to occur again with any predictability are excluded.

Costs related to restructuring activities, including reducing overhead and consolidating facilities, are excluded because we believe they are not indicative of our normal operating costs. The Company independently calculates a non-GAAP adjusted tax rate to be applied to the identified non-GAAP adjustments considering the impact of discrete items on these adjustments and the jurisdictional mix of the adjustments. In addition, the tax impact of other discrete and non-recurring charges which impact our reported GAAP tax rate are adjusted from net earnings. We believe these tax items can significantly affect the period-over-period assessment of operating results and not necessarily reflect costs and/or income associated with historical trends and future results.

Investors are encouraged to review the reconciliations of adjusted financial measures used in this press release to their most directly comparable GAAP financial measures as provided with the financial statements attached to this press release.

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**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. The following important factors, among others, have affected and, in the future, could affect the Company's actual results: the effect of new branding and marketing initiatives, the integration of new businesses and leadership, the introduction and acceptance of new products, the funding and focus of the types of research by the Company's customers, the impact of the growing number of producers of biotechnology research products and related price competition, general economic conditions, customer site closures or supply chain issues resulting from the COVID-19 pandemic, 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 section titled "Risk Factors" in the Company's 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.

Bio-Techne Corporation (NASDAQ: TECH) is a global life sciences company providing innovative tools and bioactive reagents 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 thousands of products in its portfolio, Bio-Techne generated approximately \$931 million in net sales in fiscal 2021 and has approximately 2,700 employees worldwide. For more information on Bio-Techne and its brands, please visit [www.bio-techne.com](http://www.bio-techne.com).

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BIO-TECHNE CORPORATION  
CONSOLIDATED STATEMENTS OF EARNINGS  
(In thousands, except per share data)  
(Unaudited)

|   | QUARTER<br>ENDED |            | NINE MONTHS<br>ENDED |            |
|---|------------------|------------|----------------------|------------|
|   | 3/31/2022        | 3/31/2021  | 3/31/2022            | 3/31/2021  |
| Net sales   | \$ 290,376       | \$ 243,552 | \$ 817,371           | \$ 672,004 |
| Cost of sales   | 88,918           | 75,278     | 261,225              | 215,098    |
| Gross margin  | 201,458          | 168,274    | 556,146              | 456,906    |
| Operating expenses:   |                  |            |                      |            |
| Selling, general and administrative                         | 89,269           | 82,596     | 276,137              | 238,310    |
| Research and development                                    | 21,742           | 17,052     | 63,992               | 49,882     |
| Total operating expenses                                    | 111,011          | 99,648     | 340,129              | 288,192    |
| Operating income  | 90,447           | 68,626     | 216,017              | 168,714    |
| Other income (expense)                                      | (21,675)         | (23,272)   | 6,317                | (27,652)   |
| Earnings before income taxes                                | 68,772           | 45,354     | 222,334              | 141,062    |
| Income taxes  | 8,628            | (48)       | 21,150               | 16,121     |
| Net earnings, including noncontrolling interest             | \$ 60,144        | \$ 45,402  | \$ 201,184           | \$ 124,941 |
| Net earnings (loss) attributable to noncontrolling interest | (595)            | (380)      | (9,343)              | (509)      |
| Net earnings attributable to Bio-Techne                     | 60,739           | 45,782     | 210,527              | 125,450    |
| Earnings per share:   |                  |            |                      |            |
| Basic   | \$ 1.55          | \$ 1.18    | \$ 5.36              | \$ 3.24    |
| Diluted   | \$ 1.48          | \$ 1.12    | \$ 5.12              | \$ 3.11    |
| Weighted average common shares outstanding                  |                  |            |                      |            |
| Basic   | 39,272           | 38,856     | 39,225               | 38,693     |
| Diluted   | 40,969           | 40,676     | 41,073               | 40,305     |

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BIO-TECHNE CORPORATION  
CONSOLIDATED CONDENSED BALANCE SHEETS  
(In thousands)  
(Unaudited)

|   | 3/31/2022           | 6/30/2021           |
|---|---------------------|---------------------|
| <b>ASSETS</b>                                     |                     |                     |
| Cash and equivalents                              | \$ 160,821          | \$ 199,091          |
| Short-term available-for-sale investments         | 70,351              | 32,463              |
| Accounts receivable, net                          | 202,095             | 145,385             |
| Inventories                                       | 128,283             | 116,748             |
| Other current assets                              | 31,558              | 16,919              |
| <b>Total current assets</b>                       | <b>593,108</b>      | <b>510,606</b>      |
| Property and equipment, net                       | 218,398             | 207,907             |
| Right of use asset                                | 63,450              | 73,834              |
| Goodwill and intangible assets, net               | 1,378,960           | 1,459,035           |
| Other assets                                      | 45,976              | 11,575              |
| <b>Total assets</b>                               | <b>\$ 2,299,892</b> | <b>\$ 2,262,957</b> |
| <b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>       |                     |                     |
| Accounts payable and accrued expenses             | \$ 106,499          | \$ 95,960           |
| Contract liabilities                              | 23,107              | 18,995              |
| Income taxes payable                              | 9,788               | 5,336               |
| Contingent consideration payable                  | —                   | 4,000               |
| Operating lease liabilities - current             | 11,864              | 11,602              |
| Current portion of long-term debt obligations     | 12,500              | 12,500              |
| Other current liabilities                         | 3,080               | 3,891               |
| <b>Total current liabilities</b>                  | <b>166,838</b>      | <b>152,284</b>      |
| Deferred income taxes                             | 99,301              | 93,125              |
| Long-term debt obligations                        | 246,514             | 328,827             |
| Operating lease liabilities                       | 56,348              | 67,625              |
| Long-term contingent consideration payable        | 4,800               | 25,400              |
| Other long-term liabilities                       | 12,769              | 24,462              |
| Stockholders' equity                              | 1,713,322           | 1,571,234           |
| <b>Total liabilities and stockholders' equity</b> | <b>\$ 2,299,892</b> | <b>\$ 2,262,957</b> |

BIO-TECHNE CORPORATION  
RECONCILIATION OF ADJUSTED GROSS MARGIN PERCENTAGE  
(Unaudited)

|  | QUARTER<br>ENDED |               | NINE MONTHS<br>ENDED |               |
|--|------------------|---------------|----------------------|---------------|
|  | 3/31/2022        | 3/31/2021     | 3/31/2022            | 3/31/2021     |
| Gross margin percentage - GAAP                                     | 69.4 %           | 69.1 %        | 68.0 %               | 68.0 %        |
| Identified adjustments:  |                  |               |                      |               |
| Costs recognized upon sale of acquired inventory                   | 0.0 %            | 0.0 %         | 0.2 %                | 0.0 %         |
| Amortization of intangibles  | 3.5 %            | 3.6 %         | 3.7 %                | 3.9 %         |
| Stock compensation expense - COGS                                  | 0.1 %            | 0.2 %         | 0.1 %                | 0.2 %         |
| Impact of partially-owned consolidated subsidiaries <sup>(1)</sup> | 0.2 %            | 0.1 %         | 0.3 %                | 0.1 %         |
| Gross margin percentage - Adjusted                                 | <u>73.2 %</u>    | <u>73.0 %</u> | <u>72.3 %</u>        | <u>72.2 %</u> |

<sup>(1)</sup>Adjusted gross margin percentages for the third quarter and full year of fiscal 2021 have been updated for comparability to fiscal 2022 for the inclusion of the impact of partially-owned consolidated subsidiaries on the Company's adjusted gross margin percentage.

BIO-TECHNE CORPORATION  
RECONCILIATION OF ADJUSTED OPERATING MARGIN PERCENTAGE  
(Unaudited)

|   | QUARTER<br>ENDED |               | NINE MONTHS<br>ENDED |               |
|---|------------------|---------------|----------------------|---------------|
|   | 3/31/2022        | 3/31/2021     | 3/31/2022            | 3/31/2021     |
| Operating margin percentage - GAAP                    | 31.1 %           | 28.2 %        | 26.4 %               | 25.1 %        |
| Identified adjustments:                               |                  |               |                      |               |
| Costs recognized upon sale of acquired inventory      | — %              | 0.0 %         | 0.2 %                | 0.0 %         |
| Amortization of intangibles                           | 6.3 %            | 6.3 %         | 6.7 %                | 6.8 %         |
| Acquisition related expenses                          | (1.2)%           | 0.7 %         | (2.3)%               | 1.0 %         |
| Eminence impairment                                   | — %              | — %           | 2.3 %                | — %           |
| Stock-based compensation                              | 3.1 %            | 4.9 %         | 4.6 %                | 6.2 %         |
| Restructuring costs                                   | (0.1)%           | — %           | 0.2 %                | — %           |
| Impact of partially-owned subsidiaries <sup>(1)</sup> | 0.4 %            | 0.3 %         | 0.5 %                | 0.1 %         |
| Operating margin percentage - Adjusted                | <u>39.6 %</u>    | <u>40.4 %</u> | <u>38.6 %</u>        | <u>39.2 %</u> |

<sup>(1)</sup>Adjusted operating margin percentages for the third quarter and full year of fiscal 2021 have been updated for comparability to fiscal 2022 for the inclusion of the impact of partially-owned consolidated subsidiaries on the Company's adjusted operating margin percentage.

BIO-TECHNE CORPORATION  
NON-GAAP ADJUSTED CONSOLIDATED NET EARNINGS and EARNINGS per SHARE  
(In thousands, except per share data) (Unaudited)

|  | QUARTER<br>ENDED  |                  | NINE MONTHS<br>ENDED |                   |
|--|-------------------|------------------|----------------------|-------------------|
|  | 3/31/2022         | 3/31/2021        | 3/31/2022            | 3/31/2021         |
| Net earnings before taxes- GAAP  | \$ 68,772         | \$ 45,354        | \$ 222,334           | \$ 141,062        |
| Identified adjustments attributable to Bio-Techne:                       |                   |                  |                      |                   |
| Costs recognized upon sale of acquired inventory                         | —                 | 68               | 1,596                | 91                |
| Amortization of intangibles  | 18,173            | 15,222           | 54,942               | 45,750            |
| Acquisition related expenses   | (3,616)           | 1,825            | (19,046)             | 6,571             |
| Eminence impairment  | —                 | —                | 18,715               | —                 |
| Stock-based compensation, inclusive of employer taxes                    | 9,056             | 11,968           | 37,731               | 41,525            |
| Restructuring costs  | (291)             | —                | 1,638                | 142               |
| Investment (gain) loss and other   | 18,100            | 16,590           | (16,530)             | 10,232            |
| Impact of partially-owned consolidated subsidiaries <sup>(1)</sup>       | 1,028             | 591              | 3,595                | 798               |
| Net earnings before taxes - Adjusted <sup>(1)</sup>                      | <u>\$ 111,222</u> | <u>\$ 91,618</u> | <u>\$ 304,975</u>    | <u>\$ 246,171</u> |
| Non-GAAP tax rate  | 21.2 %            | 20.2 %           | 21.2 %               | 20.2 %            |
| Non-GAAP tax expense   | <u>23,656</u>     | <u>18,577</u>    | <u>64,732</u>        | <u>49,551</u>     |
| Non-GAAP adjusted net earnings attributable to Bio-Techne <sup>(1)</sup> | <u>\$ 87,566</u>  | <u>\$ 73,041</u> | <u>\$ 240,243</u>    | <u>\$ 196,620</u> |
| Earnings per share - diluted - Adjusted <sup>(1)</sup>                   | <u>\$ 2.14</u>    | <u>\$ 1.80</u>   | <u>\$ 5.85</u>       | <u>\$ 4.88</u>    |

<sup>(1)</sup>Adjusted consolidated net earnings and earnings per share for the third quarter and full year of fiscal 2021 have been updated for comparability to fiscal 2022 for the inclusion of the impact of partially-owned consolidated subsidiaries on the Company's adjusted consolidated net earnings and earnings per share.

BIO-TECHNE CORPORATION  
NON-GAAP adjusted tax rate (In percentages)  
(Unaudited)

|   | QUARTER<br>ENDED |               | NINE MONTHS<br>ENDED |               |
|---|------------------|---------------|----------------------|---------------|
|   | 3/31/2022        | 3/31/2021     | 3/31/2022            | 3/31/2021     |
| GAAP effective tax rate                   | 12.5 %           | (0.1)%        | 9.5 %                | 11.4 %        |
| Discrete items                            | 9.1%             | 25.7 %        | 14.3 %               | 13.8 %        |
| Annual forecast update                    | 2.2 %            | (0.4)%        | — %                  | — %           |
| Long-term GAAP tax rate                   | 23.8 %           | 25.2 %        | 23.8 %               | 25.2 %        |
| Rate impact items                         |                  |               |                      |               |
| Stock based compensation                  | (1.7)%           | (5.6)%        | (1.8)%               | (5.6)%        |
| Other                                     | (0.9)%           | 0.6 %         | (0.8)%               | 0.6 %         |
| Total rate impact items                   | (2.6)%           | (5.0)%        | (2.6)%               | (5.0)%        |
| Non-GAAP adjusted tax rate <sup>(1)</sup> | <u>21.2 %</u>    | <u>20.2 %</u> | <u>21.2 %</u>        | <u>20.2 %</u> |

<sup>(1)</sup>In our third quarter results of fiscal year 2021, the Company re-casted our first quarter results using the Non-GAAP tax rate for the first nine months of fiscal 2021, which normalized the tax rate impact on adjusted earnings resulting from return to growth patterns seen prior to the onset of the COVID-19 pandemic.

BIO-TECHNE CORPORATION  
SEGMENT REVENUE  
(In thousands)  
(Unaudited)

|  | QUARTER<br>ENDED  |                   | NINE MONTHS<br>ENDED |                   |
|--|-------------------|-------------------|----------------------|-------------------|
|  | 3/31/2022         | 3/31/2021         | 3/31/2022            | 3/31/2021         |
| Protein Sciences segment revenue         | \$ 213,176        | \$ 185,623        | \$ 615,332           | \$ 512,248        |
| Diagnostics and Genomics segment revenue | 77,679            | 58,093            | 203,191              | 160,687           |
| Intersegment revenue                     | (479)             | (164)             | (1,152)              | (931)             |
| Consolidated revenue                     | <u>\$ 290,376</u> | <u>\$ 243,552</u> | <u>\$ 817,371</u>    | <u>\$ 672,004</u> |

BIO-TECHNE CORPORATON  
SEGMENT OPERATING INCOME  
(In thousands)  
(Unaudited)

|  | QUARTER<br>ENDED |                  | NINE MONTHS<br>ENDED |                   |
|--|------------------|------------------|----------------------|-------------------|
|  | 3/31/2022        | 3/31/2021        | 3/31/2022            | 3/31/2021         |
| Protein Sciences segment operating income <sup>(1)</sup>           | \$ 96,750        | \$ 88,983        | \$ 280,131           | \$ 239,788        |
| Diagnostics and Genomics segment operating income                  | 19,405           | 10,417           | 37,748               | 27,197            |
| Segment operating income   | 116,155          | 99,400           | 317,879              | 266,985           |
| Corporate general, selling, and administrative                     | (1,588)          | (1,086)          | (3,122)              | (3,568)           |
| Adjusted operating income  | <u>114,567</u>   | <u>98,314</u>    | <u>314,757</u>       | <u>263,417</u>    |
| Cost recognized upon sale of acquired inventory                    | —                | (68)             | (1,596)              | (91)              |
| Amortization of intangibles  | (18,173)         | (15,222)         | (54,942)             | (45,750)          |
| Acquisition related expenses                                       | 3,710            | (1,731)          | 19,328               | (6,289)           |
| Eminence impairment  | —                | —                | (18,715)             | —                 |
| Impact of partially-owned consolidated subsidiaries <sup>(1)</sup> | (892)            | (699)            | (3,446)              | (906)             |
| Stock-based compensation   | (9,056)          | (11,968)         | (37,731)             | (41,525)          |
| Restructuring costs  | 291              | —                | (1,638)              | (142)             |
| Operating income   | <u>\$ 90,447</u> | <u>\$ 68,626</u> | <u>\$ 216,017</u>    | <u>\$ 168,714</u> |

<sup>(1)</sup>Adjusted operating income for the third quarter and full year of fiscal 2021 have been updated for comparability to fiscal 2022 for the inclusion of the impact of partially-owned consolidated subsidiaries on the Company's adjusted operating income.

BIO-TECHNE CORPORATION  
CONDENSED CASH FLOW  
(In thousands)  
(Unaudited)

|  | NINE MONTHS<br>ENDED |                   |
|--|----------------------|-------------------|
|  | 3/31/2022            | 3/31/2021         |
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>  |                      |                   |
| Net earnings   | \$ 201,184           | \$ 124,941        |
| Adjustments to reconcile net earnings to net cash provided by operating activities |                      |                   |
| Depreciation and amortization  | 75,203               | 63,075            |
| Costs recognized on sale of acquired inventory                                     | 1,596                | 91                |
| Deferred income taxes  | 7,888                | (6,023)           |
| Stock-based compensation expense   | 33,777               | 39,174            |
| Fair value adjustment to available for sale investments                            | (15,569)             | 10,234            |
| Contingent consideration payments - operating                                      | (3,300)              | (155)             |
| Fair value adjustment to contingent consideration payable                          | (20,600)             | 6,188             |
| Asset impairment restructuring   | 546                  | —                 |
| Eminence impairment  | 18,715               | —                 |
| Other operating activities   | (76,885)             | (7,381)           |
| Net cash provided by operating activities  | <u>222,555</u>       | <u>230,144</u>    |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>  |                      |                   |
| Additions to property and equipment  | (31,338)             | (32,985)          |
| Investment of forward purchase contract  | (25,000)             | —                 |
| Other investing activities   | (21,943)             | 16,372            |
| Net cash provided by (used in) investing activities                                | <u>(78,281)</u>      | <u>(16,613)</u>   |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>  |                      |                   |
| Cash dividends   | (37,646)             | (37,174)          |
| Proceeds from stock option exercises   | 68,346               | 54,992            |
| Long-term debt activity, net   | (82,375)             | (141,375)         |
| Contingent consideration payments - financing                                      | (700)                | —                 |
| Share repurchases  | (102,132)            | (43,178)          |
| Other financing activity   | (22,618)             | (13,504)          |
| Net cash provided by (used in) financing activities                                | <u>(177,125)</u>     | <u>(180,239)</u>  |
| Effect of exchange rate changes on cash and cash equivalents                       | (5,419)              | 6,219             |
| Net increase (decrease) in cash and cash equivalents                               | (38,270)             | 39,511            |
| Cash and cash equivalents at beginning of period                                   | 199,091              | 146,625           |
| Cash and cash equivalents at end of period   | <u>\$ 160,821</u>    | <u>\$ 186,136</u> |

## BIO-TECHNE DECLARES DIVIDEND

MINNEAPOLIS, May 4, 2022/PRNewswire/ -- Bio-Techne Corporation (NASDAQ: TECH) announced that its Board of Directors has decided to pay a dividend of \$0.32 per share for the quarter ended March 31, 2022. The quarterly dividend will be payable May 27, 2022, to all common shareholders of record on May 16, 2022. Future cash dividends will be considered by the Board of Directors on a quarterly basis.

Bio-Techne Corporation (NASDAQ: TECH) is a global life sciences company providing innovative tools and bioactive reagents 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 thousands of products in its portfolio, Bio-Techne generated approximately \$931 million in net sales in fiscal 2021 and has approximately 2,700 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 potential future repurchase of Bio-Techne common stock. The following important factors, among others, have affected and, in the future, could affect the Company's actual results and future share price: the effect of new branding and marketing initiatives, the integration of new businesses and leadership, the introduction and acceptance of new products, the funding and focus of the types of research by the Company's customers, the impact of the growing number of producers of biotechnology research products and related price competition, general economic conditions, customer site closures or supply chain issues resulting from the COVID-19 pandemic, 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 section titled "Risk Factors" in the Company's 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.

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