# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

| OMB APPROVAL            |           |  |  |  |  |
|-------------------------|-----------|--|--|--|--|
| MB Number:              | 3235-0287 |  |  |  |  |
| stimated average burden |           |  |  |  |  |
| ours per response       | 0.5       |  |  |  |  |

longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   |   |  | <b>*</b>  |   | 3.1           |  |                             |  |   |   |   |  |  |  |  |  |
|---|---|--|---|---|---------------|--|-----------------------------|--|---|---|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person * Gavin Robert M.                 |   |  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol BIO-TECHNE Corp [TECH] |   |               |  |                             |  | 5. Re   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner |   |  |  |  |  |  |
| (Last) (First) (Middle) C/O BIO-TECHNE CORPORATION, 614 MCKINLEY PLACE NE |   |  |   | 3. Date of Earliest Transaction (Month/Day/Year) 12/01/2014 |               |  |                             |  |   | X   | X Officer (give title below) Other (specify below)  Sen. VP Protein Platforms   |  |  |  |  |  |
| (Street)  |   |  |   | 4. If Amendment, Date Original Filed(Month/Day/Year)        |               |  |                             |  |   | _X_ F   | 6. Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person  Form filed by More than One Reporting Person |  |  |  |  |  |
| MINNEAPOLIS, MN 55413 (City) (State) (Zip)                                |   |  | Table I - Non-Derivative Securities Acous                                 |   |               |  |                             |  | Acquired.   | uired, Disposed of, or Beneficially Owned   |   |  |  |  |  |  |
| 1.Title of Security 2. Transaction (Instr. 3) Date                        |   |  | 2A. Deemed<br>Execution Date, if  |   | d<br>Date, if | 3. Transaction   |                             | 4. Securities Acqui<br>(A) or Disposed of<br>(Instr. 3, 4 and 5)                                 |   | ired 5. Amount of Owned Follor Transaction(s  |   | Securities Beneficially ving Reported                              |  | 6.<br>Ownership<br>Form:   | Beneficial   |  |
|   |   |  |   |   | y/Year)       | C  | Code V                      | Amou   | (A) or (D)  | (Inst   | tr. 3 and 4)  | )  |  | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4)   | Ownership<br>(Instr. 4)  |  |
| Common  | Stock   |  |   |   |               |  |                             |  |   |   | 5,00  | 00 (1)   |  | ]  | D  |  |
|   |   |  | Table II -  | Derivati  | ve S          | ecuritie   | es Ac                       | form   | displa  | ys a curre  | ntly valid  | ОМВ со   | to respond<br>ntrol numb                   | d unless the<br>per.   | 9  | 1474 (9-02)  |
| Security  | Conversion  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if  | 4.<br>Transact  | tion          | lls, war   | nber<br>tive<br>ties<br>red | conta<br>form<br>equired, Dis  | posed of converences and late   | ys a curre of, or Benef tible securit e and   | ntly valid  | ned  nd of   | 8. Price of                                |  | f 10.<br>Ownersh<br>Form of<br>Derivati<br>Security<br>Direct (I<br>or Indire                        | 11. Natur<br>of Indirec<br>Beneficia<br>Ownershi<br>(Instr. 4) |
| Derivative<br>Security  | Conversion<br>or Exercise<br>Price of<br>Derivative             | Date                                       | 3A. Deemed<br>Execution Date, if<br>any                                   | 4.<br>Transact  | tion          | 5. Num<br>of<br>Deriva<br>Securit<br>Acquir<br>(A) or<br>Dispos<br>of (D)                        | nber<br>tive<br>ties<br>red | conta<br>form<br>equired, Dists, options,<br>6. Date Exe<br>Expiration                           | posed (converences ab) Date y/Year)   | ys a curre of, or Benef tible securit e and   | ricially Own<br>ties)  7. Title an<br>Amount o<br>Underlyin<br>Securities   | ned  nd of   | 8. Price of Derivative Security            | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction( | f 10.<br>Ownersh<br>Form of<br>Derivati<br>Security<br>Direct (I<br>or Indire<br>s) (I)              | 11. Natur<br>of Indirec<br>Beneficia<br>Ownershi<br>(Instr. 4) |
| Derivative<br>Security  | Conversion<br>or Exercise<br>Price of<br>Derivative             | Date                                       | 3A. Deemed<br>Execution Date, if<br>any                                   | (e.g., put 4. Transact Code (Instr. 8)                      | tion )        | 5. Num<br>of<br>Deriva<br>Securit<br>Acquir<br>(A) or<br>Dispos<br>of (D)<br>(Instr. 2<br>and 5) | nber tive ties red red (D)  | conta- form equired, Dists, options, 6. Date Expiration (Month/Da                                | displa<br>posed converercisable<br>Date y/Year)   | ys a curre of, or Benef tible securit e and   | ntly valid  Ticially Own ties)  7. Title an Amount o Underlyin Securities (Instr. 3 an  | omb conned  and off and        | 8. Price of Derivative Security            | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction( | f 10.<br>Ownersh<br>Form of<br>Derivati<br>Security<br>Direct (I<br>or Indire<br>s) (I)              | 11. Natur<br>of Indirec<br>Beneficia<br>Ownershi<br>(Instr. 4) |
| Derivative<br>Security<br>(Instr. 3)                                      | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | Date                                       | 3A. Deemed<br>Execution Date, if<br>any                                   | (e.g., put 4. Transact Code (Instr. 8)                      | tion )        | 5. Num<br>of<br>Deriva<br>Securit<br>Acquir<br>(A) or<br>Dispos<br>of (D)<br>(Instr. 2<br>and 5) | nber tive ties red red (D)  | contact form equired, Dists, options, 6. Date Expiration (Month/Date  Date Exercisable  07/31/20 | displate posed of the posed of | ys a curre of, or Benef tible securit e and  xpiration bate                                 | ntly valid Ticially Own tices) 7. Title an Amount o Underlyin Securities (Instr. 3 an Title   | omb conned  and off age in a mount or Number of Shares  and 10,000 | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction ((Instr. 4)           | f 10.<br>Ownersl<br>Form of<br>Derivati<br>Security<br>Direct (I<br>or Indires)<br>(I)<br>(Instr. 4) | 11. Natur<br>of Indirec<br>Beneficia<br>Ownershi<br>(Instr. 4) |

#### **Reporting Owners**

| Barrantin - Commun Name / Addison | Relationships |           |                           |       |  |  |
|-----------------------------------|---------------|-----------|---------------------------|-------|--|--|
| Reporting Owner Name / Address    | Director      | 10% Owner | Officer                   | Other |  |  |
| Gavin Robert M.                   |               |           |                           |       |  |  |
| C/O BIO-TECHNE CORPORATION        |               |           | C VD D4-i D1-46           |       |  |  |
| 614 MCKINLEY PLACE NE             |               |           | Sen. VP Protein Platforms |       |  |  |
| MINNEAPOLIS, MN 55413             |               |           |                           |       |  |  |

## **Signatures**

| /s/ Robert M. Gavin             | 12/03/2014 |
|---------------------------------|------------|
| **Signature of Reporting Person | Date       |

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 5,000 restricted stock units that represent a contingent right to receive one share of Bio-Techne Corporation common stock. The restricted stock units vest if certain performance goals are achieved for calendar 2016.
- (2) Vests 2,500 on each of 07/31/2015, 07/31/2016, 07/31/2017, and 07/31/2018.
- (3) Includes 50,000 common stock options. The options vest if certain performance goals are achieved for calendar 2016.
- **(4)** Vests 1,250 on each of 12/01/2015, 12/01/2016, 12/01/2017, and 12/01/2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.