

# FORM 4

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

OMB APPROVAL	
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Check this box if no 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

(Print or Type Responses)

1. Name and Address of Reporting Person * LUCAS ROGER C			2. Issuer Name and Ticker or Trading Symbol TECHNE CORP /MN/ [TECH]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/01/2006					
11 EAST PLEASANT LAKE DRIVE								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
NORTH OAKS, MN 55127								
(City)			(State)			(Zip)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/01/2006		M		5,000	A	\$ 29.10	26,456	D	
Common Stock	02/01/2006		M		5,000	A	\$ 30.65	31,456	D	
Common Stock	02/01/2006		M		5,000	A	\$ 32.90	36,456	D	
Common Stock	02/01/2006		M		5,000	A	\$ 37.10	41,456	D	
Common Stock	02/01/2006		M		7,500	A	\$ 38.82	48,956	D	
Common Stock	02/01/2006		S		27,500	D	\$ 57.5636	21,456	D	
Common Stock								20,000	I	By spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.** SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Director Stock Option	\$ 29.10	02/01/2006		M			5,000	10/18/2001	10/18/2011	Common Stock	5,000	\$ 0	0	D	
Director Stock Option	\$ 30.65	02/01/2006		M			5,000	10/24/2002	10/24/2012	Common Stock	5,000	\$ 0	0	D	
Director Common Stock	\$ 32.90	02/01/2006		M			5,000	10/23/2003	10/23/2013	Common Stock	5,000	\$ 0	0	D	
Director Stock Option	\$ 37.10	02/01/2006		M			5,000	10/21/2004	10/20/2014	Common Stock	5,000	\$ 0	0	D	
Director Stock Options	\$ 38.82	02/01/2006		M			7,500	01/30/2004	01/30/2014	Common Stock	7,500	\$ 0	0	D	
Director Stock Option	\$ 52.6565							11/09/2000	11/09/2010	Common Stock	10,000		10,000	D	
Director Stock Option	\$ 54.68							10/27/2005	10/26/2015	Common Stock	5,000		5,000	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LUCAS ROGER C 11 EAST PLEASANT LAKE DRIVE NORTH OAKS, MN 55127	X			

## Signatures

Roger C. Lucas		02/03/2006
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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).

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

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