SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person *
Herr Amy E.

(Last) (First) (Middle)
614 MCKINLEY PLACE NE

(Street)
MINNEAPOLIS MN 55413

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
BIO-TECHNE Corp [TECH]

3. Date of Earliest Transaction (Month/Day/Year)
10/30/2025

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
X Director
10% Owner
Officer (give title below)
Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
Form filed by More than One Reporting Person

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	10/30/2025		A		1,640	A	$0	2,680	D	
Common Stock								2,154	I	By significant other

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (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: 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				
Stock Option (Right to Buy)	$72.05							10/24/2025	02/03/2035	Common Stock	2,415		2,415	D	
Stock Option (Right to Buy)	$60.96	10/30/2025		A		3,777		(1)	10/30/2035	Common Stock	3,777	$0	3,777	D	
Stock Option (Right to Buy)	$47.6							(2)	08/07/2026	Common Stock	6,636		6,636	I	By significant other
Stock Option (Right to Buy)	$66.97							(2)	08/05/2027	Common Stock	4,472		4,472	I	By significant other
Stock Option (Right to Buy)	$120.46							(2)	08/06/2028	Common Stock	2,076		2,076	I	By significant other
Stock Option (Right to Buy)	$94.52							(3)	08/15/2029	Common Stock	2,104		2,104	I	By significant other
Stock Option (Right to Buy)	$84.61							(4)	08/15/2030	Common Stock	1,084		1,084	I	By significant other
Stock Option (Right to Buy)	$74.91							(5)	08/15/2034	Common Stock	1,468		1,468	I	By significant other
Stock Option (Right to Buy)	$72.05							(6)	02/03/2035	Common Stock	344		344	I	By significant other
Restricted Stock Units	(7)							(8)	(8)	Common Stock	118		118	I	By significant other

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (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: 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				
Restricted Stock Units	(7)							(9)	(9)	Common Stock	320		320	I	By significant other
Restricted Stock Units	(7)							(10)	(10)	Common Stock	115		115	I	By significant other
Restricted Stock Units	(7)							(11)	(11)	Common Stock	932		932	I	By significant other
Stock Option (Right to Buy)	$53.6							(12)	08/15/2035	Common Stock	2,735		2,735	I	By significant other

Explanation of Responses:

1. This option vests on the earlier of the one year anniversary of the grant date (10/30/2025) or the date of Bio-Techne's 2026 annual meeting of shareholders.
2. Fully vested.
3. Options to purchase 528 shares vest on 8/15/2023 and 8/15/2025; and options to purchase 524 shares vest on 8/15/2024 and 8/15/2026.
4. Options to purchase 271 shares vest on each of 8/15/2024, 8/15/2025, 8/15/2026 and 8/15/2027.
5. Options to purchase 367 shares vest on each of 8/15/2025, 8/15/2026, 8/15/2027 and 8/15/2028.
6. Options to purchase 86 shares vest on each of 2/3/2026, 2/3/2027, 2/3/2028 and 2/3/2029.
7. Each restricted stock unit represents a contingent right to receive one share of Bio-Techne common stock.
8. 118 restricted stock units vest on 8/15/2026.
9. 160 restricted stock units vest on each of 8/15/2026 and 8/15/2027.
10. 38 restricted stock units vest on each of 2/3/2026 and 2/3/2027, and 39 restricted stock units vest on 2/3/2028.
11. 311 restricted stock units vest on each of 8/15/2026 and 8/15/2027, and 310 restricted stock units vest on 8/15/2028.
12. Options to purchase 912 shares vest on each of 8/15/2026 and 8/15/2027, and options to purchase 911 shares vest on 8/15/2028.

/s/ Andrew Nick as Attorney-in-Fact for Amy E. Herr pursuant to Power of Attorney previously filed	11/03/2025
** Signature of Reporting Person	Date