SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ 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.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Kelderman Kim	BIO-TECHNE Corp [TECH]	X Director — 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Officer (give title below) — Other (specify below)
614 MCKINLEY PLACE NE	04/14/2026	Chief Executive Officer
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
MINNEAPOLIS MN 55413		X Form filed by One Reporting Person
(City) (State) (Zip)		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	04/14/2026		M		36,500	A	$0	85,165	D	
Common Stock	04/14/2026		F		32,088	D	$58.66	53,077	D	

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)	$47.6	04/14/2026		M			36,500	(1)	08/07/2026	Common Stock	36,500	$0	73,036	D	
Stock Option (Right to Buy)	$66.97							(1)	08/05/2027	Common Stock	115,724		115,724	D	
Stock Option (Right to Buy)	$120.46							(1)	08/06/2028	Common Stock	25,944		25,944	D	
Stock Options (Right to Buy)	$94.52							(1)	08/15/2029	Common Stock	28,940		28,940	D	
Performance Restricted Stock Units	(2)							(3)	(3)	Common Stock	8,873		8,873	D	
Performance Stock Options (Right to Buy)	$84.61							(3)	08/15/2030	Common Stock	23,881		23,881	D	
Stock Options (Right to Buy)	$84.61							(4)	08/15/2030	Common Stock	29,391		29,391	D	
Stock Options (Right to Buy)	$52.83							(5)	11/01/2030	Common Stock	38,252		38,252	D	

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				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Restricted Stock Units	(2)							(3)	(3)	Common Stock	9,423		9,423	D	
Performance Stock Options (Right to Buy)	$68.54							(3)	02/01/2031	Common Stock	25,945		25,945	D	
Stock Options (Right to Buy)	$68.54							(6)	02/01/2031	Common Stock	51,890		51,890	D	
Performance Restricted Stock Units	(2)							(7)	(7)	Common Stock	51,261		51,261	D	
Restricted Stock Units	(2)							(8)	(8)	Common Stock	17,087		17,087	D	
Stock Options (Right to Buy)	$74.91							(9)	08/15/2034	Common Stock	69,061		69,061	D	
Performance Restricted Stock Units	(2)							(10)	(10)	Common Stock	70,708		70,708	D	
Restricted Stock Units	(2)							(11)	(11)	Common Stock	35,354		35,354	D	
Stock Options (Right to Buy)	$53.6							(12)	08/15/2035	Common Stock	90,441		90,441	D	

Explanation of Responses:

1. Fully exercisable.
2. Each restricted stock unit represents a contingent right to receive one share of Bio-Techne common stock.
3. Vests in full or in part on 8/15/2026 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).
4. Options to purchase 7,348 shares vest on each of 8/15/2024, 8/15/2025 and 8/15/2027 and options to purchase 7,347 shares vest on 8/15/2026.
5. Options to purchase 9,563 shares vest on each of 11/1/2024, 11/1/2025, 11/1/2026 and 11/1/2027.
6. Options to purchase 12,973 shares vest on each of 2/1/2025 and 2/1/2027, and options to purchase 12,972 shares vest on each of 2/1/2026 and 2/1/2028.
7. Vests in full or in part on 8/15/2027 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).
8. 8,543 restricted stock units vest on 8/15/2026, and 8,544 restricted stock units vest on 8/15/2027.
9. Options to purchase 17,265 shares vest on each of 8/15/2025, 8/15/2026 and 8/15/2027, and options to purchase 17,266 shares vest on 8/15/2028.
10. Vests in full or in part on 8/15/2028 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).
11. 11,785 restricted stock units vest on each of 8/15/2026 and 8/15/2027, and 11,784 restricted stock units vest on 8/15/2028.
12. Options to purchase 30,147 shares vest on each of 8/15/2026, 8/15/2027 and 8/15/2028.

/s/ Andrew Nick, Attorney-in-Fact for Kim Kelderman pursuant to Power of Attorney previously filed. 04/16/2026

** Signature of Reporting Person Date

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

* 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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