SEC Form 4

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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| OMB Number: | 3235-0287 |
| Estimated average burden | |
| hours per response: | 0.5 |

☐ 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

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

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

☐ 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 * | 2. Issuer Name **and** Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer |
|---|---|---|
| Hippel James<br>(Last) (First) (Middle)<br>614 MCKINLEY PLACE NE<br>(Street)<br>MINNEAPOLIS MN 55413<br>(City) (State) (Zip) | BIO-TECHNE Corp [ TECH ]<br>3. Date of Earliest Transaction (Month/Day/Year)<br>08/17/2026<br>4. If Amendment, Date of Original Filed (Month/Day/Year) | (Check all applicable)<br>Director<br>10% Owner<br>X Officer (give title below)<br>Other (specify below)<br>CFO<br>6. Individual or Joint/Group Filing (Check Applicable Line)<br>X Form filed by One Reporting Person<br>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 | | | | | | | | 170,183 | 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 Options (Right to Buy) | $66.97 | | | | | | | (1) | 08/05/2027 | Common Stock | 167,328 | | 167,328 | D | |
| Stock Options (Right to Buy) | $120.46 | | | | | | | (1) | 08/06/2028 | Common Stock | 40,536 | | 40,536 | D | |
| Stock Options (Right to Buy) | $94.52 | | | | | | | (1) | 08/15/2029 | Common Stock | 45,220 | | 45,220 | D | |
| Stock Options (Right to Buy) | $84.61 | | | | | | | (1) | 08/15/2030 | Common Stock | 2,332 | | 2,332 | D | |
| Stock Options (Right to Buy) | $84.61 | | | | | | | (2) | 08/15/2030 | Common Stock | 45,923 | | 45,923 | D | |
| Stock Options (Right to Buy) | $74.91 | | | | | | | (3) | 08/15/2034 | Common Stock | 32,417 | | 32,417 | D | |
| Stock Options (Right to Buy) | $53.6 | | | | | | | (4) | 08/15/2035 | Common Stock | 37,632 | | 37,632 | D | |
| Performance Restricted Stock Units | (5) | | | | | | | (6) | (6) | Common Stock | 24,062 | | 24,062 | D | |
| Performance Restricted Stock Units | (5) | | | | | | | (7) | (7) | Common Stock | 29,420 | | 29,420 | D | |

| 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 | (5) | | | | | | | (8) | (8) | Common Stock | 4,011 | | 4,011 | D | |
| Restricted Stock Units | (5) | | | | | | | (9) | (9) | Common Stock | 23,089 | | 23,089 | D | |
| Restricted Stock Units | (5) | | | | | | | (10) | (10) | Common Stock | 9,807 | | 9,807 | D | |
| Restricted Stock Units | (5) | 08/17/2026 | | A | | 22,438 | | (11) | (11) | Common Stock | 22,438 | $0 | 22,438 | D | |
| Restricted Stock Units | (5) | 08/17/2026 | | A | | 36,459 | | (12) | (12) | Common Stock | 36,459 | $0 | 36,459 | D | |

**Explanation of Responses:**

1. Fully exercisable.
2. Options to purchase 11,481 shares vest on each of 8/15/2024, 8/15/2025 and 8/15/2027, and options to purchase 11,480 shares vest on 8/15/2026.
3. Options to purchase 8,104 shares vest on each of 8/15/2025, 8/15/2026 and 8/15/2027, and options to purchase 8,105 shares vest on 8/15/2028.
4. Options to purchase 12,544 shares vest on each of 8/15/2026, 8/15/2027 and 8/15/2028.
5. Each restricted stock unit represents a contingent right to receive one share of Bio-Techne Corporation common stock.
6. 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).
7. 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).
8. 4,011 restricted stock units vest on 8/15/2027.
9. 11,545 restricted stock units vest on 11/1/2026; and 11,544 restricted stock units vest on 11/1/2027.
10. 4,903 restricted stock units vest on 8/15/2027, and 4,904 restricted stock units vest on 8/15/2028.
11. 7,479 restricted stock units vest on each of 8/17/2027 and 8/17/2028, and 7,480 restricted stock units vest on 8/17/2029.
12. 36,459 restricted stock units vest on 8/17/2029.

| | |
|---|---|
| /s/ Andrew Nick as Attorney-in-Fact for James Hippel pursuant to Power of Attorney previously filed | 08/19/2026 |
| ** 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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