SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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

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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 *

Kelderman Kim

(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)

08/17/2026

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

X Officer (give title below)

Other (specify below)

Chief Executive Officer

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								82,762	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)	$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	
Stock Options (Right to Buy)	$84.61							(1)	08/15/2030	Common Stock	1,492		1,492	D	
Stock Options (Right to Buy)	$84.61							(2)	08/15/2030	Common Stock	29,391		29,391	D	
Stock Options (Right to Buy)	$52.83							(3)	11/01/2030	Common Stock	38,252		38,252	D	
Stock Options (Right to Buy)	$68.54							(1)	02/01/2031	Common Stock	1,621		1,621	D	
Stock Options (Right to Buy)	$68.54							(4)	02/01/2031	Common Stock	51,890		51,890	D	
Stock Options (Right to Buy)	$74.91							(5)	08/15/2034	Common Stock	69,061		69,061	D	
Stock Options (Right to Buy)	$53.6							(6)	08/15/2035	Common Stock	90,441		90,441	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				
Performance Restricted Stock Units	(7)							(8)	(8)	Common Stock	51,261		51,261	D	
Performance Restricted Stock Units	(7)							(9)	(9)	Common Stock	70,708		70,708	D	
Restricted Stock Units	(7)							(10)	(10)	Common Stock	8,544		8,544	D	
Restricted Stock Units	(7)							(11)	(11)	Common Stock	23,569		23,569	D	
Restricted Stock Units	(7)	08/17/2026		A		57,590		(12)	(12)	Common Stock	57,590	$0	57,590	D	
Restricted Stock Units	(7)	08/17/2026		A		93,582		(13)	(13)	Common Stock	93,582	$0	93,582	D	

Explanation of Responses:

1. Fully exercisable.
2. 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.
3. Options to purchase 9,563 shares vest on each of 11/1/2024, 11/1/2025, 11/1/2026 and 11/1/2027.
4. 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.
5. 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.
6. Options to purchase 30,147 shares vest on each of 8/15/2026, 8/15/2027 and 8/15/2028.
7. Each restricted stock unit represents a contingent right to receive one share of Bio-Techne common stock.
8. 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).
9. 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).
10. 8,544 restricted stock units vest on 8/15/2027.
11. 11,785 restricted stock units vest on 8/15/2027, and 11,784 restricted stock units vest on 8/15/2028.
12. 19,197 restricted stock units vest on each of 8/17/2027 and 8/17/2028, and 19,196 restricted stock units vest on 8/17/2029.
13. 93,582 restricted stock units vest on 8/17/2029.

/s/ Andrew Nick, Attorney-in-Fact for Kim Kelderman 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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