## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB	APP	RO\	/AI

l	OMB Number:	3235-0287
l	Estimated average burden	
ı	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. Hame and Haaroos of Hoperang Forcen			2. Issuer Name <b>and</b> Ticker or Trading Symbol BIO-TECHNE Corp [ TECH ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
I		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/21/2023	X	Director Officer (give title below)	10% Owner Other (specify below)			
614 MCKINLEY I	PLACE NE				Chief Executive Of	fficer			
(Street) MINNEAPOLIS (City)	MN (State)	55413 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi	dual or Joint/Group Filing (Che Form filed by One Reporting Form filed by More than One	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. Transac Code (Ir 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	07/21/2023		S <sup>(1)</sup>		80,000	D	\$88.3628(2)	1,258,766	D <sup>(3)</sup>	
Common Stock								400	I	By Step- Son
Common Stock								400	I	By Step- Daughter

# 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. Transac Code (In 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Title and Ar Securities Und Derivative Sec and 4)	derlying	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Stock Options (Right to Buy)	\$31.2625							(4)	08/09/2024	Common Stock	779,084		779,084	D	
Stock Options (Right to Buy)	\$44.33							(4)	08/08/2025	Common Stock	361,336		361,336	D	
Stock Options (Right to Buy)	\$44.33							(4)	08/08/2025	Common Stock	240,888		240,888	D	
Stock Options (Right to Buy)	\$47.6025							(4)	08/07/2026	Common Stock	342,900		342,900	D	
Restricted Stock Units	(5)							(6)	(5)	Common Stock	52,900		52,900	D	
Stock Options (Right to Buy)	\$47.6025							(7)	08/07/2026	Common Stock	228,600		228,600	D	
Restricted Stock Units	(5)							(8)	(7)	Common Stock	51,516		51,516	D	
Stock Options (Right to Buy)	\$66.9675							(8)	08/05/2027	Common Stock	299,768		299,768	D	
Stock Options (Right to Buy)	\$66.9675							(9)	08/05/2027	Common Stock	153,180		153,180	D	
Stock Options (Right to Buy)	\$66.9675							(10)	08/05/2027	Common Stock	66,600		66,600	D	
Stock Options (Right to Buy)	\$66.9675							(11)	08/05/2027	Common Stock	66,600		66,600	D	
Restricted Stock Units	(5)							(12)	(11)	Common Stock	32,064		32,064	D	
Stock Options (Right to Buy)	\$120.455							(12)	08/06/2028	Common Stock	125,260		125,260	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. Transac Code (In 8)		Derivative		6. Date Exerc Expiration D (Month/Day/	ate	7. Title and Ar Securities Un Derivative Sec and 4)	derlying	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Options (Right to Buy)	\$120.455							(13)	08/06/2028	Common Stock	83,504		83,504	D	
Stock Options (Right to Buy)	\$94.52							(14)	08/15/2029	Common Stock	1,200,000		1,200,000	D	

#### Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 7, 2022.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$88.00 to \$88.95 inclusive. The reporting person undertakes to provide Bio-Techne Corporation, any security holder of Bio-Techne Corporation, or the staff of the Securities and Exchange Commission upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 3. Includes (i) 11,448 shares of restricted stock for which the risk of forfeiture will lapse on August 5, 2023; and (ii) 14,248 shares of restricted stock for which the risk of forfeiture will lapse as to 7,128 shares on each of August 6, 2023 and August 6, 2024.
- 4. Fully exercisable.
- 5. Each restricted stock unit represents a contingent right to receive one share of Bio-Techne common stock.
- $6.\ 17,\!632\ shares\ vest\ on\ each\ of\ 8/15/2023\ and\ 8/15/2025,\ and\ 17,\!636\ shares\ vest\ on\ 8/15/2024.$
- $7. \ Options to purchase 57,152 \ shares vest on each of 8/7/2020 \ and 8/7/2021 \ and options to purchase 57,148 \ shares vest on each of 8/7/2022 \ and 8/7/2023.$
- 8. Vests in full or in part on 8/5/2023 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).
- 9. Options to purchase 38,292 shares vest on 8/5/21 and options to purchase 38,296 shares vest on each of 8/5/22, 8/5/23 and 8/5/24.
- 10. Vests in full on the date performance of certain product revenue goals during the period of fiscal 2021-2023 is certified by the Administrator, in no event earlier than 8/5/2021.
- 11. Options to purchase 22,200 shares vest on each of 8/5/21, 8/5/22 and 8/5/23.
- 12. Vests in full or in part on 8/6/2024 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).
- 13. Options to purchase 20,876 shares vest on each of 8/6/2022, 8/6/2023, 8/6/2024 and 8/6/2025.
- 14. 600,000 options vest in full or in part on 7/1/2023 if certain performance goals are achieved (or such later date as performance is certified by the Administrator), and 600,000 options vest in full or in part on 7/1/2024 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).

/s/ Andrew Nick, as Attorney-in-Fact pursuant to Power of Attorney 07/25/2023 previously filed.

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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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