

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 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 * <u>Kelderman Kim</u> (Last) (First) (Middle) <u>614 MCKINLEY PLACE NE</u> (Street) <u>MINNEAPOLIS MN 55413</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>BIO-TECHNE Corp [TECH]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>11/01/2023</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Chief Operating Officer</u> 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
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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								35,421	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)	\$37.7							(1) 05/01/2025		Common Stock	27,392		27,392	D	
Stock Option (Right to Buy)	\$44.33							(1) 08/08/2025		Common Stock	84,308		84,308	D	
Stock Option (Right to Buy)	\$47.6							(1) 08/07/2026		Common Stock	109,536		109,536	D	
Stock Option (Right to Buy)	\$66.97							(1) 08/05/2027		Common Stock	69,264		69,264	D	
Stock Option (Right to Buy)	\$66.97							(2) 08/05/2027		Common Stock	47,952		47,952	D	
Restricted Stock Units	(3)							(4) (4)		Common Stock	4,980		4,980	D	
Stock Option (Right to Buy)	\$120.46							(4) 08/06/2028		Common Stock	19,456		19,456	D	
Stock Option (Right to Buy)	\$120.46							(5) 08/06/2028		Common stock	25,944		25,944	D	
Restricted Stock Units	(3)							(6) (6)		Common Stock	6,984		6,984	D	
Stock Options (Right to Buy)	\$94.52							(6) 08/15/2029		Common Stock	21,704		21,704	D	
Stock Options (Right to Buy)	\$94.52							(7) 08/15/2029		Common Stock	28,940		28,940	D	
Restricted Stock Units	(3)							(8) (8)		Common Stock	8,873		8,873	D	
Stock Options (Right to Buy)	\$84.61							(8) 08/15/2030		Common Stock	23,881		23,881	D	
Stock Options (Right to Buy)	\$84.61							(9) 08/15/2030		Common Stock	29,391		29,391	D	
Stock Options (Right to Buy)	\$52.83							(10) 11/01/2030		Common Stock	38,252		38,252	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	(3)	02/01/2024		A		9,423		(8)	(8)	Common Stock	9,423	\$0	9,423	D	
Stock Options (Right to Buy)	\$68.54	02/01/2024		A		25,945		(8)	02/01/2031	Common Stock	25,945	\$0	25,945	D	
Stock Options (Right to Buy)	\$68.54	02/01/2024		A		51,890		(11)	02/01/2031	Common Stock	51,890	\$0	51,890	D	

Explanation of Responses:

- Fully exercisable.
- Options to purchase 35,964 shares are vested. Options to purchase 11,988 shares vest on 8/5/2024.
- Each restricted stock unit represents a contingent right to receive one share of Bio-Techne common stock.
- 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).
- Options to purchase 12,972 shares are vested. Options to purchase 6,488 shares vest on 8/6/2024 and options to purchase 6,484 shares vest on 8/6/2025.
- Vests in full or in part on 8/15/2025 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).
- Options to purchase 7,236 shares are vested. Options to purchase 7,236 shares vest on each of 8/15/2024 and 8/15/2026 and options to purchase 7,232 shares vest on 8/15/2025.
- 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).
- 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.
- Options to purchase 9,563 shares vest on each of 11/1/2024, 11/1/2025, 11/1/2026 and 11/1/2027.
- 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.

[/s/ Andrew Nick, Attorney-in-Fact for Kim Kelderman pursuant to Power of Attorney previously filed.](#)
02/05/2024

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.