

BIO-TECHNE Corp  
 Form 4  
 August 22, 2016

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Furlow Brenda S.

(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)  
 08/18/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 SVP - General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	1,946 <sup>(1)</sup>	D	

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 94.35					<u>(2)</u>	08/12/2021	Common Stock	15,000
Stock Option (Right to Buy)	\$ 108.49					<u>(3)</u>	08/07/2022	Common Stock	10,000
Stock Option (Right to Buy)	\$ 108.49					<u>(5)</u>	08/07/2022	Common Stock	7,500
Restricted Stock Units	<u>(4)</u>					<u>(5)</u>	<u>(5)</u>	Common Stock	1,200
Stock Option (Right to Buy)	\$ 106.59	08/18/2016		A	14,476	<u>(6)</u>	08/18/2023	Common Stock	14,476
Stock Option (Right to Buy)	\$ 106.59	08/18/2016		A	10,857	<u>(7)</u>	08/18/2023	Common Stock	10,857
Restricted Stock Units	<u>(4)</u>	08/18/2016		A	1,759	<u>(7)</u>	<u>(7)</u>	Common Stock	1,759

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Furlow Brenda S. 614 MCKINLEY PLACE NE MINNEAPOLIS, MN 55413			SVP - General Counsel	

## Signatures

/s/ Elizabeth M. Dunshee as Attorney-in-Fact for Brenda S. Furlow pursuant to Power of Attorney previously filed.

08/22/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Includes 834 shares of restricted stock units that vest on 7/1/17.
- (2) 3,750 shares vest on each of 8/12/15, 8/12/16, 8/12/17 and 8/12/18.
- (3) 2,500 shares vest on each of 8/7/16, 8/7/17, 8/7/18 and 8/7/19.
- (4) Each restricted stock unit represents a contingent right to receive one share of Bio-Techne common stock.
- (5) Vests in full or in part on 8/7/18 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).
- (6) Vests 3,619 shares on each of 8/18/17, 8/18/18, 8/18/19 and 8/18/20.
- (7) Vests in full or in part on 8/18/19 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.