

BIO-TECHNE Corp
Form 4
August 11, 2015

FORM 4

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

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

OMB APPROVAL

OMB
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(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)
08/07/2015

4. If Amendment, Date 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)

SVP - General Counsel

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 Ownership (Instr. 4)
Common Stock	08/07/2015		F	277 ⁽¹⁾ D	\$ 97.54	2,223 ⁽²⁾ D	

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

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information contained in this form are not
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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)	Amount or Number of Shares
				Code	V	(A)	(D)	
Stock Option (Right to Buy)	\$ 94.35					(3)	08/12/2021	Common Stock 15,000
Stock Option (Right to Buy)	\$ 108.49	08/07/2015		A		10,000	(4)	08/07/2022 Common Stock 10,000
Stock Option (Right to Buy)	\$ 108.49	08/07/2015		A		5,000	(6)	08/07/2022 Common Stock 5,000
Restricted Stock Units	(5)	08/07/2015		A		800	(6)	(6) Common Stock 800

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. 08/11/2015

__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) The reporting person has elected to satisfy her tax withholding obligation in connection with the vesting of a prior restricted stock unit grant by directing the Company to withhold shares otherwise issuable pursuant to the previously reported grant.

(2) Includes 1,667 shares of restricted stock units that vest 833 shares on 7/1/16 and 834 shares that vest on 7/1/17.

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- (3) 3,750 shares vest on each of 8/12/15, 8/12/16, 8/12/17 and 8/12/18.
- (4) 2,500 shares vest on each of 8/7/16, 8/7/17, 8/7/18 and 8/7/19.
- (5) Each restricted stock unit represents a contingent right to receive one share of Bio-Techne common stock.
- (6) Vests in full or in part if certain performance goals are achieved during each of the 2016, 2017 and 2018 fiscal years.

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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