

Bazan J. Fernando
 Form 4
 October 30, 2017

FORM 4

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

OMB APPROVAL

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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 *
 Bazan J. Fernando

2. Issuer Name and Ticker or Trading Symbol
 BIO-TECHNE Corp [TECH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 614 MCKINLEY PLACE N.E.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 10/26/2017

____ Director _____ 10% Owner
 ____ Officer (give title below) ____ Other (specify below)
 Chief Technical Officer

MINNEAPOLIS, MN 55413

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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)

| 1. Title of Derivative Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------------------------------|------------------------------|------------------|------------|---|------|---|-----|------------|------------------|-----------------|--------------|----------------------------|
| Restricted Stock Units | <u>(1)</u> | 10/26/2017 | A | 1,649 | | | | | <u>(2)</u> | <u>(2)</u> | Common Stock | 1,649 |
| Stock Options (Right to buy) | \$ 125.05 | 10/26/2017 | A | 9,089 | | | | | <u>(2)</u> | 08/09/2024 | Common Stock | 9,089 |
| Stock Options (Right to buy) | \$ 125.05 | 10/26/2017 | A | 12,119 | | | | | <u>(3)</u> | 08/09/2024 | Common Stock | 12,119 |
| Restricted Stock Units | <u>(1)</u> | | | | | | | | <u>(4)</u> | <u>(4)</u> | Common Stock | 1,200 |
| Restricted Stock Units | <u>(1)</u> | | | | | | | | <u>(5)</u> | <u>(5)</u> | Common Stock | 1,759 |
| Stock Option (Right to Buy) | \$ 108.49 | | | | | | | | <u>(6)</u> | 08/07/2022 | Common Stock | 10,000 |
| Stock Option (Right to Buy) | \$ 94.35 | | | | | | | | <u>(7)</u> | 08/12/2021 | Common Stock | 15,000 |
| Stock Option (Right to Buy) | \$ 76.02 | | | | | | | 08/01/2016 | 07/31/2020 | | Common Stock | 10,000 |
| Stock Option (Right to Buy) | \$ 76.02 | | | | | | | 08/01/2017 | 07/31/2020 | | Common Stock | 15,000 |
| Stock Options (Right to Buy) | \$ 108.49 | | | | | | | | <u>(4)</u> | 08/07/2022 | Common Stock | 7,500 |

| | | | | | |
|------------------------------|-----------|-----|------------|--------------|--------|
| Stock Options (Right to buy) | \$ 106.59 | (8) | 08/18/2023 | Common Stock | 14,476 |
| Stock Options (Right to buy) | \$ 106.59 | (5) | 08/18/2023 | Common Stock | 10,857 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bazan J. Fernando 614 MCKINLEY PLACE N.E. MINNEAPOLIS, MN 55413 | | | Chief Technical Officer | |

Signatures

/s/ Brenda S. Furlow, attorney in fact for J. Fernando Bazan pursuant to Power of Attorney filed here with 10/30/2017

__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) Each restricted stock unit represents a contingent right to receive one share of Bio-Techne common stock.
- (2) Vests in full or in part on 8/9/2020 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).
- (3) Vests 3,029 shares on 8/9/2018 and 3,030 shares each on 8/9/2019, 8/9/2020 and 8/9/2021
- (4) 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).
- (5) 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).
- (6) Vests 2,500 shares on each of 8/7/16, 8/7/17, 8/7/18 and 8/7/19.
- (7) Vests 3,750 shares on each of 8/12/15, 8/12/16, 8/12/17 and 8/12/18.
- (8) Vests 3,619 shares on each 8/18/17, 8/18/18, 8/18/19 and 8/18/20.

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.