

Kummeth Charles R.
Form 4
August 09, 2018

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 *
Kummeth Charles R.

(Last) (First) (Middle)
425 MARTINGALE ROAD, SUITE 2050
(Street)

SCHAUMBURG, IL 60173-2213

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 08/07/2018 | | M | | 13,816 A \$ 0 | D | |
| Common Stock | 08/07/2018 | | F | | 6,301 D \$ 180.14 | D | |
| Common Stock | 08/07/2018 | | F | | 1,752 D \$ 180.14 | D | |
| Common Stock | 08/08/2018 | | A | | 11,279 (1) A \$ 0 | D | 93,514 (2) |

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

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(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 (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 Security (Instr. 3 and 4) | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|--------|-----|----------------------------------------------------------|-----------------|-------------------------------------------------------------|--------|
| | | | | | V | (A) | (D) | Date Exercisable | Expiration Date | | |
| Restricted Stock Units | (3) | 08/07/2018 | | M | | 13,816 | | (4) | (4) | Common Stock | 13,816 |
| Restricted Stock Units | (3) | 08/07/2018 | | D | | 3,467 | | (4) | (4) | Common Stock | 3,467 |
| Stock Options (Right to buy) | \$ 108.49 | 08/07/2018 | | D | | 23,929 | | (5) | 08/07/2022 | Common Stock | 23,929 |
| Restricted Stock Units | (3) | 08/08/2018 | | A | 16,918 | | | (6) | (6) | Common Stock | 16,918 |
| Stock Options (Right to buy) | \$ 177.32 | 08/08/2018 | | A | 60,222 | | | (7) | 08/08/2025 | Common Stock | 60,222 |
| Stock Options (Right to buy) | \$ 177.32 | 08/08/2018 | | A | 90,334 | | | (6) | 08/08/2025 | Common Stock | 90,334 |
| Restricted Stock Units | (3) | | | | | | | (8) | (8) | Common Stock | 24,000 |
| Restricted Stock Units | (3) | | | | | | | (9) | (9) | Common Stock | 21,000 |
| Stock Option (Right to buy) | \$ 108.49 | | | | | | | (10) | 08/07/2022 | Common Stock | 79,000 |

Buy)

| | | | | | |
|------------------------------|-----------|------|------------|--------------|-----|
| Stock Option (Right to Buy) | \$ 106.59 | (11) | 08/18/2023 | Common Stock | 102 |
| Stock Option (Right to Buy) | \$ 106.59 | (8) | 08/18/2023 | Common Stock | 154 |
| Stock Option (Right to Buy) | \$ 86.25 | (12) | 04/01/2021 | Common Stock | 46, |
| Stock Option (Right to Buy) | \$ 67.46 | (12) | 04/01/2020 | Common Stock | 65, |
| Stock Option (Right to Buy) | \$ 67.46 | (12) | 04/01/2020 | Common Stock | 50, |
| Stock Options (Right to buy) | \$ 125.05 | (9) | 08/09/2024 | Common Stock | 117 |
| Stock Options (Right to buy) | \$ 125.05 | (13) | 08/09/2024 | Common Stock | 78, |
| Stock Options (Right to buy) | \$ 94.35 | (12) | 08/12/2021 | Common Stock | 66, |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Kummeth Charles R. 425 MARTINGALE ROAD SUITE 2050 SCHAUMBURG, IL 60173-2213 | | | Chief Executive Officer | |

Signatures

/s/ Brenda S. Furlow, attorney in fact for Charles R. Kummeth pursuant to Power of Attorney
previously filed

08/09/2018

__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) Restrictions lapse as to 3,760 shares on 8/8/19 and 8/8/20 and as to 3,759 shares on 8/8/21
Includes (i) 11,102 shares of restricted stock for which the risks of forfeiture will lapse with respect to 5,551 shares on each of August 18, 2018 and August 18, 2019; (ii) 14,194 shares of restricted stock for which the risks of forfeiture will lapse with respect to 4,731 shares on each of August 9, 2018 and August 9, 2019 and as to 4,732 shares on August 9, 2020; and (iii) 11,279 shares of restricted stock for which the risk of forfeiture will lapse as to 3,760 shares on August 8, 2019 and August 8, 2010 and as to 3,759 shares on August 8, 2021.
- (3) Each restricted stock unit represents a contingent right to receive one share of Bio-Techne common stock.
- (4) On 8/7/2018, the Board of Directors authorized discretionary vesting for 13,816 performance RSUs. The remainder of the performance RSUs were forfeited.
- (5) On 8/7/2018, the Board of Directors authorized discretionary vesting for 95,346 performance options. The remainder of the performance options were forfeited.
- (6) Vests in full or in part on 8/8/2021 if certain performance goals are achieved (or such later date as performance is certified by the Administrator).
- (7) Vests 15,056 shares each on 8/8/2019, 8/8/2020, and 15,055 shares each on 8/8/2021, 8/8/2022.
- (8) 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).
- (9) 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).
- (10) 19,879 shares vest on each of August 7, 2016, August 7, 2017 and August 7, 2018 and 19,880 shares vest on August 7, 2019.
- (11) Vests 25,695 shares on each of 8/18/17, 8/18/18, and 8/18/19 and 25,694 shares on 8/18/20.
- (12) Fully exercisable
- (13) Vests 19,557 each on 8/9/2018, 8/9/2019, 8/9/2020, 8/9/2021

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