

Eansor Norman David
 Form 4
 October 30, 2017

FORM 4

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

OMB APPROVAL

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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 *
 Eansor Norman David

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)
 8100 SOUTHPARK WAY, A-8

3. Date of Earliest Transaction (Month/Day/Year)
 10/30/2017

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

SVP - Novus Biologicals

(Street)
 LITTLETON, CO 80120

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 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) | 3,402 | 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 |
| Restricted Stock Units | <u>(1)</u> | 10/26/2017 | | A | | 2,174 | | <u>(2)</u> | <u>(2)</u> | Common Stock | 2,174 |
| Stock Options (Right to buy) | \$ 125.05 | 10/26/2017 | | A | | 11,982 | | <u>(2)</u> | 08/09/2024 | Common Stock | 11,982 |
| Stock Options (Right to buy) | \$ 125.05 | 10/26/2017 | | A | | 15,976 | | <u>(3)</u> | 08/09/2024 | Common Stock | 15,976 |
| Restricted Stock Units | <u>(1)</u> | | | | | | | <u>(4)</u> | <u>(4)</u> | Common Stock | 1,500 |
| Restricted Stock Units | <u>(1)</u> | | | | | | | <u>(5)</u> | <u>(5)</u> | Common Stock | 2,287 |
| Stock Option (Right to Buy) | \$ 108.49 | | | | | | | <u>(6)</u> | 08/07/2022 | Common Stock | 12,500 |
| Stock Option (Right to Buy) | \$ 108.49 | | | | | | | <u>(4)</u> | 08/07/2022 | Common Stock | 9,375 |
| Stock Option (Right to Buy) | \$ 94.35 | | | | | | | <u>(7)</u> | 08/12/2021 | Common Stock | 15,000 |
| Stock Options (Right to buy) | \$ 106.59 | | | | | | | <u>(8)</u> | 08/18/2023 | Common Stock | 18,819 |
| Stock Options | \$ 106.59 | | | | | | | <u>(5)</u> | 08/18/2023 | Common Stock | 14,114 |

(Right to buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Eansor Norman David 8100 SOUTHPARK WAY, A-8 LITTLETON, CO 80120 | | | SVP - Novus Biologicals | |

Signatures

/s/ Brenda S. Furlow, attorney in fact for David N. Eansor 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) Vest 3,994 shares on each 8/9/2018, 8/9/2019, 8/9/2020, 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) 3,125 shares vest on each of 8/7/16, 8/7/17, 8/7/18 and 8/7/19.
- (7) 3,750 shares vest on each of 8/12/15, 8/12/16, 8/12/17 and 8/12/18.
- (8) Vests 4,705 shares on 8/18/17, 8/18/18, and 8/18/19 and 4,704 shares on 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.