Edgar Filing: MODINE MANUFACTURING CO - Form 4

MODINE M Form 4 March 24, 2	1ANUFACTURI	NG CO									
	ЛЛ								OMB AP	PROVAL	
FORM 4 UNITED STATES				RITIES A			ANGE C	COMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Section 16.				HANGES IN BENEFICIAL OWNERSHIP SECURITIES					Expires: January 3 20 Estimated average burden hours per		
Form 4 Form 5 obligatio may cor <i>See</i> Inst 1(b).	Filed put ons Section 170	(a) of the l	Public U		ding Co	mpar	ny Act of	e Act of 1934, E 1935 or Section 60	response	0.5	
(Print or Type	Responses)										
I			2. Issuer Name and Ticker or Trading Symbol MODINE MANUFACTURING CO [MOD]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (First) (Middle) 3. E (Mo 03/			ransaction			Director 10% Owner XOfficer (give title Other (specify below) below) below) VP & Chief Technology Officer			
	(Street)		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)	Tab	le I - Non-J	Derivative	e Secu	rities Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	(Instr. 3,	spose	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Modine common stock	03/22/2006			A	3.072	(D)	\$ 30.553	27,411.0494 (1)	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day,	/Year)	Underly	ying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	· ·		Securiti	, U	(Instr. 5)	Bene
	Derivative		((Securities				3 and 4)	(Owne
	Security				Acquired			(11311.2	, and 1)		Follo
	Security				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
											(insu
					(Instr. 3, 4)						
					4, and 5)						
								A	Amount		
								-	or		
						Date	Expiration		Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		
				Coue v	(\mathbf{A}) (\mathbf{D})			L.	mares		
Dono	rting O	wporo									

Edgar Filing: MODINE MANUFACTURING CO - Form 4

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
DEVUONO ANTHONY C							
			VP & Chief Technology Officer				

Signatures

/s/D.R. Zakos, Attorney-in-Fact for A.C. De Vuono

**Signature of Reporting Person

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).

This total includes 2,880.8388 units of Modine common stock indirectly held in the Registrant's Modine 401(k) Retirement Plan account, (1) 1,569.8989 units of Modine common stock indirectly held in the Registrant's Modine Deferred Compensation PLan account and

03/24/2006

Date

2,473.0205 units of Modine common stock indirectly held in the Registrant's Modine Stock Fund account.

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.