#### Edgar Filing: MODINE MANUFACTURING CO - Form 4

#### MODINE MANUFACTURING CO

Form 4

December 08, 2005

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

Number: 3235-0287

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BULLMORE ROBERT S			2. Issuer Name <b>and</b> Ticker or Trading Symbol MODINE MANUFACTURING CO [MOD]					<u>-</u>	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (	(Middle)	<ul> <li>3. Date of Earliest Transaction (Month/Day/Year) 12/08/2005</li> <li>4. If Amendment, Date Original Filed(Month/Day/Year)</li> </ul>				i	Director 10% Owner Script Officer (give title Other (specify below) Corporate Controller				
	(Street)							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								y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired (A Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price				(D) 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 Indirect Beneficial Ownership (Instr. 4)	
Modine common stock	12/08/2005			M		3,073	A	\$ 22.21	0	D		
Modine common stock	12/08/2005			S		3,073	D	\$ 33.3186	23,800.1355 (1)	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)

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# 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. Transactic Code (Instr. 8)	5. Number tion 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
Employee stock option	\$ 22.21	12/08/2005		M		3,073	01/17/1996	01/17/2006	Modine common stock	3,073

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

**BULLMORE ROBERT S** 

Corporate Controller

# **Signatures**

/s/D.R. Zakos, Attorney-in-Fact for R. S. Bullmore

12/08/2005

\*\*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).
- This total includes 649.4023 units of Modine common stock indirectly held in the Registrant's Modine 401(k) Retirement Plan account, 407.0153 units of Modine common stock indirectly held in the Registrant's Modine Deferred Compensation Plan account and 11,218.5563 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.

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