

Agen Brian Jon  
 Form 3  
 January 26, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Agen Brian Jon		(Month/Day/Year)	MODINE MANUFACTURING CO [MOD]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		01/18/2018		
1500 DEKOVEN AVE.			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
RACINE, WI 53403			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	(specify below)	
			VP, Human Resources	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common stock	30,468 <sup>(1)</sup>	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Employee stock option (right to buy)	06/11/2010	06/11/2020	Common stock	1,300	\$ 9.26	D	Â
Employee stock option (right to buy)	07/21/2011	07/21/2021	Common stock	2,000	\$ 14.93	D	Â
Employee stock option (right to buy)	06/05/2012	06/05/2022	Common stock	1,801	\$ 5.75	D	Â
Employee stock option (right to buy)	06/03/2013	06/03/2023	Common stock	3,248	\$ 10.4	D	Â
Employee stock option (right to buy)	Â <u>(2)</u>	06/02/2024	Common stock	3,192	\$ 14.94	D	Â
Employee stock option (right to buy)	Â <u>(3)</u>	06/02/2025	Common stock	4,842	\$ 11.39	D	Â
Employee stock option (right to buy)	Â <u>(4)</u>	05/31/2026	Common stock	8,765	\$ 10	D	Â
Employee stock option (right to buy)	Â <u>(5)</u>	06/01/2027	Common stock	6,847	\$ 15.9	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Agen Brian Jon 1500 DEKOVEN AVE. RACINE, WI 53403	Â	Â	Â VP, Human Resources	Â

## Signatures

Sylvia A. Stein, Attorney  
in Fact 01/26/2018

         \*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) This total includes 1474 units of Modine common stock held in the Reporting Person's Modine 401(k) Retirement Plan account.
- (2) This option vests in four equal annual increments commencing on 6/2/2015.
- (3) This option vests in four equal annual increments commencing on 6/2/2016.
- (4) This option will vest in four equal annual increments commencing on 5/31/2017.
- (5) This option will vest in four equal annual increments commencing on 6/1/2018.

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.