

MODINE MANUFACTURING CO
Form 4
August 09, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
FELDMANN KLAUS A

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) (Middle)

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/04/2005

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Group Vice President

(City) (State) (Zip)

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

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		
Modine common stock	08/04/2005		M		2,040 A \$ 24.6497	0	D
Modine common stock	08/04/2005		M		1,967 A \$ 24.6497	0	D
Modine common stock	08/04/2005		M		1,993 A \$ 24.6497	0	D
Modine common	08/04/2005		S		2,040 D \$ 37	0	D

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stock

Modine

common 08/04/2005 S 1,967 D \$ 37 32,463 D
stock

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.

SEC 1474
(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 Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee stock option	\$ 24.6497	08/04/2005		M	6,000	01/15/1997 01/15/2007	Modine common stock	6,000
Employee stock option	\$ 33.1306					01/21/1998 01/21/2008	Modine common stock	6,146
Employee stock option	\$ 32.4594					01/20/1999 01/20/2009	Modine common stock	6,146
Employee stock option	\$ 24.4056					01/19/2000 01/19/2010	Modine common stock	12,292
Employee stock option	\$ 22.6972					01/17/2001 01/17/2011	Modine common stock	15,366
Employee stock option	\$ 22.2384					01/16/2002 01/16/2012	Modine common stock	20,487
Employee stock option	\$ 18.0894					01/06/2003 01/06/2013	Modine common stock	11,472

