



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

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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## Reporting Owners

Reporting Owner Name / Address	Relationships				Amount or Number of Shares
	Director	10% Owner	Officer	Other	
DEVUONO ANTHONY C			VP & Chief Technology Officer		

## Signatures

/s/D. R. Zakos, Attorney-in-Fact for A. C. DeVuono 10/21/2004

\*\*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) This total includes 2,265.3528 units of Modine common stock indirectly held in the Registrant's Modine 401(k) Retirement Plan account, 1,663.7785 units of Modine common stock indirectly held in the Registrant's Modine Deferred Compensation PPlan account and 2,305.8015 units of Modine common stock indirectly held in the Registrant's Modine Stock Fund account. The Registrant's Deferred Compensatino PPlan account was decreased by 0.9884 units due to the trustee's monthly account maintenance fee.

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.