

Agen Brian Jon
Form 3
January 26, 2018

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

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 ⁽¹⁾	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	Derivative Security	Security: Direct (D) or Indirect	

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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.

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