

MODINE MANUFACTURING CO  
Form 8-K  
January 19, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act  
of 1934**

Date of Report (Date of earliest event reported): **January 18, 2006**

<b>Modine Manufacturing Company</b>
(Exact name of registrant as specified in its charter)

<b>Wisconsin</b>	<b>1-1373</b>	<b>39-0482000</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

<b>1500 DeKoven Avenue, Racine, Wisconsin</b>	<b>53403</b>
Address of principal executive offices	Zip Code

Registrant's telephone number, including area code:	<b>(262) 636-1200</b>
-----------------------------------------------------	-----------------------

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

F-  
QBMKE\5769057.2

**Item 2.02 Results of Operations and Financial Condition**

**Item 9.01 Financial Statements and Exhibits**

**Signature**

<b>Exhibit Number</b>	<b>Description</b>
99	Press Release

F-  
QBMKE\5769057.2

---

**INFORMATION TO BE INCLUDED IN THE REPORT**

**Item 2.02 Results of Operations and Financial Condition**

On January 18, 2006, Registrant issued a press release announcing its financial results for the quarter ended December 26, 2006. The text of that release and financial statements are attached hereto as Exhibit 99.

**Item 9.01 Exhibits**

Exhibit 99 Press Release dated

F-  
QBMKE\5769057.2

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

<b>Modine Manufacturing Company</b>
By: /s/ D.B. Rayburn
D.B. Rayburn President and Chief Executive Officer
By: /s/ D.R. Zakos
D.R. Zakos Vice President, General Counsel and Secretary

Date: January 18, 2006

F-  
QBMKE5769057.2

---

