

MODINE MANUFACTURING CO
Form 8-K
January 16, 2003

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 16, 2003

MODINE MANUFACTURING COMPANY

(Exact name of registrant as specified in its charter)

| | | |
|--|-----------------------------|---|
| <u>Wisconsin</u> | <u>1-1373</u> | <u>39-0482000</u> |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

| | |
|---|--------------|
| <u>1500 DeKoven Avenue, Racine, Wisconsin</u> | <u>53403</u> |
| (Address of principal executive offices) | (Zip Code) |

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

NOT APPLICABLE

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

An Exhibit Index appears on Page 2 herein.

Item 5. Other Information.

On January 15, 2003, Modine reported net earnings of \$9.6 million or \$0.29 per fully diluted share, for its third fiscal quarter, which ended on December 26, 2002, and forecast that on a pro forma basis, fiscal 2003 earnings would be modestly down from its fiscal 2002 results.

A copy of the relevant news release is attached hereto as Exhibit 20. This report contains forward-looking statements, which involve risks and uncertainties. Actual results could differ materially from those projected in the forward-looking statements. A copy of the Important Factors and Assumptions Regarding Forward-Looking Statements is attached hereto as Exhibit 99.

Item 7. Financial Statements and Exhibits.

(c) Exhibits.

| Reference Number per Item 601 of <u>Regulation S-K</u> | | <u>Page</u> |
|--|---|-------------|
| 1 | Not applicable. | |
| 2 | Not applicable. | |
| 16 | Not applicable. | |
| 17 | Not applicable. | |
| *20 | News Release of Modine Manufacturing Company dated January 15, 2003 | 4 |
| 23 | Not applicable. | |
| 24 | Not applicable. | |
| 27 | Not applicable. | |
| *99 | Important Factors and Assumptions Regarding Forward-Looking Statements | 9 |

*Filed herewith.

SIGNATURES

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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.

Date: January 16, 2003

MODINE MANUFACTURING COMPANY

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