

Information to be Included in the Report

Item 2.02 Results of Operations and Financial Condition

On January 31, 2014, Modine Manufacturing Company (the “Company”) issued a press release announcing the results of operations and financial condition for the third quarter ended December 31, 2013.

During a conference call scheduled to be held at 9:00 a.m. EDT on January 31, 2014, the Company’s President and Chief Executive Officer, Thomas A. Burke, and Vice President, Finance and Chief Financial Officer, Michael B. Lucareli, will discuss the Company’s results for the third quarter ended December 31, 2013.

Attached to this Current Report on Form 8-K as Exhibit 99.1 is a copy of the Company’s press release in connection with the announcement. The information in this Item 2.02, including Exhibit 99.1, is furnished pursuant to Item 2.02 and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liabilities of that section, and shall not be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

The following exhibit is being furnished herewith:

99.1 Press Release dated January 31, 2014 announcing the results of operations and financial condition for the third quarter ended December 31, 2013.

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.

Modine Manufacturing Company

By: /s/ Thomas A. Burke

Thomas A. Burke

President and Chief Executive Officer

Date: January 31, 2014

Exhibit Index

| <u>Exhibit No.</u> | <u>Exhibit Description</u> |
|--------------------|--|
| <u>99.1</u> | Press Release dated January 31, 2014 announcing the results of operations and financial condition for the third quarter ended December 31, 2013. |