TRANSPRO INC
Form 4
July 26, 2005

FORM 4

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

STATEMENT OF CHANGES IN 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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
ABRAHAM WILLIAM J JR

(Last) (First) (Middle)

C/O PROLIANCE INTERNATIONAL, INC., 100 GANDO DRIVE

(Street)

NEW HAVEN, CT 06513

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
TRANSPRO INC [PLI]

3. Date of Earliest Transaction (Month/Day/Year)
07/22/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option	$ 11.75	07/22/2005		D			1,000	(1)	10/12/2005	Common Stock	1,000
Common Stock Option	$ 10.375	07/22/2005		D			1,000	(1)	10/19/2005	Common Stock	1,000
Common Stock Option	$ 11.125	07/22/2005		D			1,000	(1)	10/26/2005	Common Stock	1,000
Common Stock Option	$ 10.625	07/22/2005		D			1,000	(1)	11/02/2005	Common Stock	1,000
Common Stock Option	$ 9.625	07/22/2005		D			1,000	(1)	11/09/2005	Common Stock	1,000
Common Stock Option	$ 8.375	07/22/2005		D			1,500	(1)	04/26/2006	Common Stock	1,500
Common Stock Option	$ 7.75	07/22/2005		D			1,500	(1)	04/25/2007	Common Stock	1,500
Common Stock Option	$ 11.75	07/22/2005		A		1,000		(3)	07/22/2008	Common Stock	1,000
Common Stock Option	$ 10.375	07/22/2005		A		1,000		(3)	07/22/2008	Common Stock	1,000
Common Stock Option	$ 11.125	07/22/2005		A		1,000		(3)	07/22/2008	Common Stock	1,000
Common Stock Option	$ 10.625	07/22/2005		A		1,000		(3)	07/22/2008	Common Stock	1,000
Common Stock Option	$ 9.625	07/22/2005		A		1,000		(3)	07/22/2008	Common Stock	1,000

Common Stock Option	$ 8.375	07/22/2005		A	1,500	(3)	07/22/2008	Common Stock	1,500
Common Stock Option	$ 7.75	07/22/2005		A	1,500	(3)	07/22/2008	Common Stock	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ABRAHAM WILLIAM J JR C/O PROLIANCE INTERNATIONAL, INC. 100 GANDO DRIVE NEW HAVEN, CT 06513	X			

Signatures

William J. Abraham, Jr.	07/26/2005
**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) The cancelled option was fully vested.

(2) On July 22, 2005, the issuer cancelled, pursuant to the issuer's outside director option exchange program, options granted to the reporting person on October 12, 1995, October 19, 1995, October 26, 1995, November 2, 1995, November 9, 1995, April 26, 1996 and April 25, 1997. In exchange for such options, the director received grants of new options disclosed herein.

(3) The new option is immediately exercisable in its entirety.

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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