## Edgar Filing: MANITOWOC CO INC - Form 4

MANITOV	VOC CO INC										
Form 4											
September	11, 2008										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL			
<b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549								OMB Number:	3235-0287		
Check this box if no longer								Expires:	January 31, 2005		
subject		MENT OF CH		NGES IN BENEFICIAL OWNE				OF Estimated average			
Section	16.		SECU	U <b>RITIES</b>				s per			
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obligati	Filed pu	rsuant to Section				•					
may co	ntinue. Section 17	(a) of the Publi $30(h)$ of th	•	ent Compar	· ·	•	935 or Section				
<i>See</i> Inst 1(b).	truction	30(II) 01 III	e mvestne	in Compan	ly AC	1 01 1940					
1(0).											
(Print or Type	e Responses)										
DI CILIDO INICO I				т				5. Relationship of Reporting Person(s) to			
PACKARI	D JAMES L	Sym	ol NITOWOC CO INC [MTW]				suci				
MA			NITOWOG	CO INC		w]	(Check all applicable)				
			e of Earliest Transaction			D:					
		th/Day/Year)			Director Officer (give ti		Owner · (specify				
2400 S. 441H SIKEE1 09/1			/11/2008				below) below)				
			d(Month/Day/Year) Ap				6. Individual or Joint/Group Filing(Check				
							Applicable Line)				
						_2	K_ Form filed by Or Form filed by Mo				
MANITO	WOC, WI 54220					Pe	erson	1	C		
(City)	(State)	(Zip)	Fable I - Nor	n-Derivative	Secur	ities Acquir	ed, Disposed of,	or Beneficially	y Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		Code	TransactiorDisposed of (D) Code (Instr. 3, 4 and 5)			Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
					(A)		Reported Transaction(s)	(I) (Instr. 4)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(			
Common				21.9715	. /	\$					
Stock	09/11/2008		А	<u>(1)</u>	А	¢ 20.6391	46,352.6985	D			

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	of Deriv Secu Acqu (A) c Disp of (D (Instr	onNumber Expiration Date		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	ŕ	,	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0.0	Director	10% Owner	Officer	Other				
PACKARD JAMES L 2400 S. 44TH STREET MANITOWOC, WI 54220								
Signatures								
Maurice Jones, by Power of Attorney		09/11/2008	8					

<u>\*\*</u>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) Includes amount and purchase price of common stock units acquired in an exempt transaction pursuant to dividend reinvestment provisions of the Deferred Compensation Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.