MANITOWOC CO INC

Form 4

December 12, 2013

FORM 4

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

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January 31, 2005

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OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

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

SECURITIES

1(b).

Common

Stock

12/10/2013

(Print or Type Responses)

	Address of Reporting R KENNETH W	_	Issue ymbol	r Name an	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
					CO INC [MTW]	(Check all applicable)				
(Last)	(First)	(Middle) 3.	. Date o	f Earliest T	ransaction					
		(1	Month/I	Day/Year)		Director		Owner		
2400 S. 44TH STREET			2/10/2	.013		Officer (give title Other (specify below)				
	(Street)	4.	. If Ame	endment, D	ate Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
		F	iled(Mo	nth/Day/Yea	r)					
MANITOV	WOC, WI 54220					Form filed by M Person	Iore than One Re	porting		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acqu	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction Date	e 2A. Deemed		3.	4. Securities Acquired (A)	5. Amount of	6.	7. Nature o		
Security	(Month/Day/Year)	Execution Da	ecution Date, if		omr Disposed of (D)	Securities	Ownership	Indirect		
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Beneficial		
		(Month/Day/	/Year)	(Instr. 8)		Owned	Direct (D)	Ownership		
						Following	or Indirect	(Instr. 4)		
						Reported	(I)			

(A)

(D)

Price

21.53

Amount

76.6502

(1)

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

Code V

A

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Transaction(s)

(Instr. 3 and 4)

69,794.2996

(Instr. 4)

D

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	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5.	6. Date Exerc Expiration Da		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(i.i.dia. Dayi Teal)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/) e		Underlying Securities (Instr. 3 and 4	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amoun or Numbe of Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KRUEGER KENNETH W 2400 S. 44TH STREET MANITOWOC, WI 54220

Signatures

Maurice Jones, by Power of Attorney

12/11/2013

**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.

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