

MANITOWOC CO INC  
Form 11-K  
June 27, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 11-K**

- Annual Report Pursuant to Section 15(d) of the Securities Exchange Act of 1934**  
For the plan year ended December 31, 2007
- Transition Report Pursuant to Section 15(d) of the Securities Exchange Act of 1934**  
For the transition period from            to

Commission file number 0-6645

A. Full title of the Plan and the address of the Plan, if different from that of the issuer named below:

**THE MANITOWOC COMPANY, INC. RETIREMENT SAVINGS  
PLAN**

B. Name of the issuer of securities held pursuant to the plan and the address of its principal executive office:

**THE MANITOWOC COMPANY, INC.**

**2400 South 44th Street  
Manitowoc, WI 54220**

**REQUIRED INFORMATION**

The following financial statements and schedule of The Manitowoc Company, Inc. Retirement Savings Plan, prepared in accordance with the financial reporting requirements of the Employee Retirement Income Securities Act of 1974, as amended, are filed herewith.

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The Manitowoc Company, Inc.

401(k) Retirement Plan

Manitowoc, Wisconsin

Financial Statements and Supplemental Schedule

Years Ended December 31, 2007 and 2006

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The Manitowoc Company, Inc.  
Retirement Savings Plan

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Financial Statements and Supplemental Schedule

Years Ended December 31, 2007 and 2006

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Report of Independent Registered Public Accounting Firm

Plan Administrator

The Manitowoc Company, Inc.

Retirement Savings Plan

Manitowoc, Wisconsin

We have audited the accompanying statements of net assets available for benefits of The Manitowoc Company, Inc. Retirement Savings Plan as of December 31, 2007 and 2006, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Plan is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of The Manitowoc Company, Inc. Retirement Savings Plan as of December 31, 2007 and 2006, and the changes in its net assets available for benefits for the years then ended in conformity with accounting principles generally accepted in the United States.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets (held at end of year) as of December 31, 2007, is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.



Wipfli LLP

June 10, 2008

Green Bay, Wisconsin

The Manitowoc Company, Inc.  
Retirement Savings Plan

Statements of Net Assets Available for Benefits

December 31, 2007 and 2006

	2007	2006
<b>Assets</b>		
Investments:		
Interest in The Manitowoc Company, Inc. Employees Profit Sharing Trust, at fair value	\$ 27,509,540	\$ 21,101,647
Participant loans	85,009	83,133
Total investments	27,594,549	21,184,780
Receivables:		
Participant contributions	0	41,441
Employer contributions	0	1,178
Total receivables	0	42,619
Total assets	27,594,549	21,227,399
<b>Liabilities</b>		
Benefit claims payable	1,264	978
Net assets available for benefits, at fair value	27,593,285	21,226,421
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	34,159	52,862
Net assets available for benefits	\$ 27,627,444	\$ 21,279,283

See accompanying notes to financial statements.

The Manitowoc Company, Inc.  
Retirement Savings Plan

Statements of Changes in Net Assets Available for Benefits

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Years Ended December 31, 2007 and 2006

	2007	2006
<b>Additions to net assets attributed to:</b>		
Investment income:		
Interest in net appreciation in fair value of The Manitowoc Company, Inc. Employees Profit Sharing Trust	\$ 4,442,048	\$ 3,970,688
Interest on participant loans	6,933	4,859
<b>Total investment income</b>	<b>4,448,981</b>	<b>3,975,547</b>
Contributions:		
Participant	2,811,327	2,287,567
Employer	263,179	56,481
Rollover	354,729	74,230
<b>Total contributions</b>	<b>3,429,235</b>	<b>2,418,278</b>
<b>Total additions</b>	<b>7,878,216</b>	<b>6,393,825</b>
<b>Deductions from net assets attributed to:</b>		
Benefits paid to participants	1,310,645	1,068,092
Plan administrative expenses	35,782	28,749
Transfers to other plans	183,628	161,048
<b>Total deductions</b>	<b>1,530,055</b>	<b>1,257,889</b>
<b>Net additions</b>	<b>6,348,161</b>	<b>5,135,936</b>
<b>Net assets available for benefits at beginning</b>	<b>21,279,283</b>	<b>16,143,347</b>
<b>Net assets available for benefits at end</b>	<b>\$ 27,627,444</b>	<b>\$ 21,279,283</b>

See accompanying notes to financial statements.



The Manitowoc Company, Inc.  
Retirement Savings Plan









**Note 1**      **Plan Description**

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The following description of The Manitowoc Company, Inc. Retirement Savings Plan (the Plan ) provides only general information. Participants should refer to the Plan Agreement for a more complete description of the Plan s provisions.

### General

The Plan is a retirement savings plan under Section 401(k) of the Internal Revenue Code. The Plan is available to all eligible employees of participating companies of The Manitowoc Company, Inc. (the Company ) who have completed either a probationary period with a participating company or six months, whichever is shorter. An eligible employee is an hourly employee of a participating company who is covered by a collective bargaining agreement between the participating company and the union representing employees of the participating company. Participating companies in the Plan are Manitowoc Cranes, Inc.; Manitowoc Ice, Inc.; Manitowoc Marine Group, LLC; KMT Refrigeration, Inc.; and Marinette Marine Co., Inc., which are all wholly owned subsidiaries or divisions of the Company. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

### Contributions

Participants may elect to contribute from 1% to 75% of eligible compensation up to a maximum contribution allowable under the Internal Revenue Code. The Plan also allows direct rollovers from other qualified plans. Participants that are employed by Manitowoc Cranes, Inc. who are members of the Boilermakers Union shall receive matching contributions at the rate of 25% of the first 4% of eligible compensation. Effective November 5, 2006, the office and professional employees international union local No. 9 AFL/CIO at Manitowoc Cranes, Inc. also received matching contributions at the rate of 25% of the first 4% of eligible compensation. Effective January 1, 2007, those participants that are employed by the Bay Shipbuilding Co. shall receive matching contributions at a rate of 25% of the first 4% of eligible compensation. Effective June 10, 2007, those participants that are employed by Manitowoc Cranes, Inc. who are members of the Local Lodge of 516 of the International Association of Machinist and Aerospace Workers Union AFL-CIO shall receive matching contributions at a rate of 50% of the first 4% of eligible compensation. Total annual contributions to a participant s account are limited to the lesser of 100% of the participant s compensation for the year or the maximum contribution allowable under the Internal Revenue Code.

The Manitowoc Company, Inc.  
Retirement Savings Plan







**Note 1**      **Plan Description** (Continued)



### **Participants Accounts**

All investments in participants' accounts are participant-directed. The Plan allows participants to select from a variety of investment options including a money market fund, equity funds, and fixed income funds. The Plan also allows participants to purchase The Manitowoc Company, Inc. common stock.

Each participant's account is credited with the participant's contributions, Company matching contributions, and an allocation of plan earnings and is reduced for withdrawals. Plan earnings are determined and credited to each participant's account on a daily basis in accordance with the proportion of the participant's account to all accounts. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

### **Plan Benefits**

Plan benefits are available at normal retirement (age 65), disability retirement, death, and termination of employment with vested interests. Benefits are payable in one lump sum, equal installments over a period of years, or an insurance company single premium nontransferable annuity contract.

### **Vesting**