

MANITOWOC CO INC  
Form 4  
May 15, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**TELLOCK GLEN E**

(Last) (First) (Middle)  
2400 S. 44TH STREET  
(Street)

MANITOWOC, WI 54220

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**MANITOWOC CO INC [MTW]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/13/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_\_ Other (specify below)  
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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   |   |  |   |
| Common Stock                    |                                      |  |                                |   | 600   | I  | By daughter   |
| Common Stock                    |                                      |  |                                |   | 17,139.8706<br><u>(1)</u>   | I  | RSVP 401k Plan  |
| Common Stock                    | 05/13/2008 <sup>(2)</sup>            |  | M                              | 20,000<br><u>(3)</u> A \$ 6.3075                                  | 103,409.3192  | D  |   |
| Common Stock                    | 05/13/2008 <sup>(6)</sup>            |  | S                              | 20,000<br><u>(7)</u> D \$ 42.6084                                 | 83,409.3192   | D  |   |

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



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- On April 10, 2006 and again on September 10, 2007, the common stock of The Manitowoc Company, Inc. split 2-for-1. These options
- (5) were previously reported as covering 100,000 shares at an exercise price of \$25.23 per share, but were adjusted to reflect the stock splits on April 10, 2006 and September 10, 2007.
  - (6) Transaction made pursuant to Rule 10b5-1 plan.
  - (7) Average price of shares sold, with the sale ranging from \$42.50 to \$42.84.

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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