Edgar Filing: MANITOWOC CO INC - Form 4

MANITOV	VOC CO INC						
Form 4							
February 2	0, 2007						
FOR					OMB AP	PROVAL	
	UNITED		JRITIES AND EXCHANGE (ashington, D.C. 20549	COMMISSION	OMB Number:	3235-0287	
	this box				Expires:	January 31, 2005	
if no longer subject to STATEMENT O			NGES IN BENEFICIAL OW	NERSHIP OF	Estimated average		
	Section 16. SECURITIES Form 4 or				burden hours response	•	
Form 5	r ncu bu	rsuant to Section	16(a) of the Securities Exchange	e Act of 1934,	•		
obligati may co		(a) of the Public	Utility Holding Company Act o	f 1935 or Section			
-	truction	30(h) of the	Investment Company Act of 194	40			
(Print or Type	e Responses)						
1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of I					Reporting Perso	on(s) to	
JONES M	AURICE D	Symbo	1	Issuer			
			ITOWOC CO INC [MTW]	(Check all applicable)			
(Last)	(First)	(Middle) 3. Date	of Earliest Transaction	(0	(an approved)		
			/Day/Year)	Director 10% Owner 0ther (specify below) below)			
2400 SOU	TH 44TH STREE	ET 02/16	/2007				
				Sr.V.P., Ge	n Counsel and	Sect.	
	(Street)	4. If Aı	nendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Ionth/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
	WOC WI 54221	0066		_X_ Form filed by Of Form filed by Mo			
MANITO	WOC, WI 54221-	0000		Person	ŕ	-	
(City)	(State)	(Zip) Ta	ble I - Non-Derivative Securities Acc	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of	2. Transaction Date		3. 4. Securities Acquired (A		6.	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any	TransactionDisposed of (D) Code (Instr. 3, 4 and 5)	Securities Beneficially	Ownership Form:	Indirect Beneficial	
(Instit 5)		(Month/Day/Year)	(Instr. 8)	Owned	Direct (D)	Ownership	
				Following	or Indirect	(Instr. 4)	
			(A)	Reported Transaction(s)	(I) (Instr. 4)		
			or Code V Amount (D) Pric	(Instr 3 and 4)			
Common Stock	02/16/2007		A 18.0153 A \$ 61.59	15 863 5767	D		
						RSVP	
Common				1,822.4833	Ι	401k	
Stock				<u>(1)</u>		Plan	

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

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	Date	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
JONES MAURICE D		Sr.V.P., Gen				
2400 SOUTH 44TH STREET		Counsel and				
MANITOWOC, WI 54221-0066		Sect.				
Signaturaa						

Signatures

MAURICE D JONES 02/19/2007

<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).

Consists of shares held under the Company's 401(k) plan, The Manitowoc Company, Inc. RSVP Profit Sharing Plan, including 117.3753 shares acquired in transactions occurring between 12/31/05 and 12/31/06, which are exempt from Section 16(b) pursuant to Rule 16b-3

and exempt from reporting pursuant to Rule 16a-3(f)(1)(i)(B). The information in this report is based on a plan statement dated as of 12/31/06. From time to time the plan administrator collects maintenance fees related to the RSVP Plan, which may result in the number of shares held by a participant in the RSVP Plan declining by a marginal amount.

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.