MANITOWOC CO INC

Form 4

September 21, 2007

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

OMB Number:

Expires:

3235-0287 January 31,

0.5

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to

SECURITIES

2005 Estimated average

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Form 4 or Form 5 obligations may continue. See Instruction

Section 16.

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

1(b).

(Last)

(City)

S

(]

(Print or Type Responses)

1. Name and Address of Reporting Person * STIFT ROBERT C

2. Issuer Name and Ticker or Trading Symbol

MANITOWOC CO INC [MTW]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

(Check all applicable)

2400 SOUTH 44TH STREET

(First)

(Street)

(State)

3. Date of Earliest Transaction

(Month/Day/Year)

09/10/2007

X_ Director 10% Owner Other (specify Officer (give title

4. If Amendment, Date Original

Filed(Month/Day/Year)

A

6. Individual or Joint/Group Filing(Check

Applicable Line)

X 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

below)

MANITOWOC, WI 54221-0066

Title of	2. Transaction Date	2A. Deemed	3.	4. Securiti
Security	(Month/Day/Year)	Execution Date, if	Transactio	omr Dispose
Instr. 3)		any	Code	(Instr. 3, 4
		(Month/Day/Year)	(Instr. 8)	

(Zip)

ies Acquired (A) 5. Amount of ed of (D) 4 and 5)

A

Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported Transaction(s) (Instr. 4)

D

I

7. Nature of Indirect Beneficial Ownership (Instr. 4)

(A) Code V Amount

13.745

(1)

(D) Price \$

38.685

(Instr. 3 and 4) 37,228.3886

09/10/2007 Stock

4.000 (3)

(2)

In trust **FBO** Wife

Common Stock

Common

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

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SEC 1474 (9-02)

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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	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration	T:41-	or Name		
						Exercisable	Date	Title	Number		
				G 1 W	(A) (B)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
•	Director	10% Owner	Officer	Other		
STIFT ROBERT C 2400 SOUTH 44TH STREET MANITOWOC, WI 54221-0066	X					

Signatures

Maurice D. Jones, by Power of Attorney

09/20/2007

**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).
- (3) On September 10, 2007, the common stock of The Manitowoc Company, Inc. split 2-for-1. This balance reflects that split.
- Includes amount and purchase price of common stock units acquired in an exempt transaction pursuant to dividend reinvestment provisions of the Deferred Compensation Plan.
- On September 10, 2007, the common stock of The Manitowoc Company, Inc. split 2-for-1 resulting in the reporting person's ownership of an additional 18,607.3218 shares.

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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