

MANITOWOC CO INC  
Form 4/A  
March 30, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
Raymond Louis F.

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

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
03/28/2016

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_\_ Other (specify below)  
SV, General Counsel & Secretar

MANITOWOC, WI 54220  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)  
03/22/2016

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**

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 Ownership (Instr. 4)
			(A) or (D)	Code V Amount (D) Price			

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

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SEC 1474  
(9-02)

**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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Un
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	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	Date		Tit
							Exercisable	Expiration Date	
02.26.2013EmpStockOption	\$ 3.7024						02/26/2014	02/26/2023	Co
022707EmpStockOption	\$ 6.024						02/27/2008	02/27/2017	Co
02.11.2010EmpStockOption	\$ 2.3165						02/22/2011	02/11/2020	Co
02.28.2012EmpStockOption	\$ 3.3227						02/28/2012	02/28/2022	Co
02.14.2014EmpStockOption	\$ 5.9332						02/14/2014	02/14/2024	Co
02.14.2011EmpStockOption	\$ 4.0371						02/14/2012	02/14/2021	Co
02.24.2009EmpStockOption	\$ 0.9001						02/24/2010	02/24/2019	Co
021508EmpStockOption	\$ 7.9864						02/15/2009	02/15/2018	Co
02.17.2015OfficerStockOption	\$ 4.4494						02/17/2016	02/17/2025	Co

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Raymond Louis F. 2400 S. 44TH STREET MANITOWOC, WI 54220			SV, General Counsel & Secretar	

## Signatures

Louis F. Raymond                      03/30/2016

\*\*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).

This amendment is being filed to reflect updated stock option exercise prices resulting from a change in the method of adjusting the exercise prices in connection with the spin-off of Manitowoc Foodservice, Inc. from The Manitowoc Company, Inc. The change was (1) made, and the resulting exercise prices first became known, on March 28, 2016, the date on which Manitowoc Foodservice, Inc. and The Manitowoc Company, Inc. amended the Employee Matters Agreement, dated as of March 4, 2016, to establish the modified method of adjusting the exercise prices.

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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