

MANITOWOC CO INC  
Form 4  
March 22, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
Weyers Lawrence Joseph

(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 [MTWX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/18/2016

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)  
Executive Vice President

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<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | Code | V | (A) | (D) | Date        | Expiration | Tit |
|---|------------------------------------|------------------|------------|---|------|---|-----|-----|-------------|------------|-----|
|   |                                    |                  |            |   |      |   |     |     | Exercisable | Date       |     |
| 022707EmpStockOption                    | \$ 7.1516                          |                  |            |   |      |   |     |     | 02/27/2009  | 02/27/2017 | Co  |
| 021508EmpStockOption <sup>(2)</sup>     | \$ 9.4814                          |                  |            |   |      |   |     |     | 02/15/2010  | 02/15/2018 | Co  |
| 02.24.2009EmpStockOption                | \$ 1.0686                          |                  |            |   |      |   |     |     | 02/24/2011  | 02/24/2019 | Co  |
| 02.14.2011EmpStockOption <sup>(3)</sup> | \$ 4.7928                          |                  |            |   |      |   |     |     | 02/14/2012  | 02/14/2021 | Co  |
| 02.28.2012EmpStockOption                | \$ 3.9447                          |                  |            |   |      |   |     |     | 02/28/2013  | 02/28/2022 | Co  |
| 02.26.2013EmpStockOption <sup>(3)</sup> | \$ 4.3954                          |                  |            |   |      |   |     |     | 02/26/2014  | 02/26/2023 | Co  |
| 02.14.2014EmpStockOption <sup>(3)</sup> | \$ 7.0438                          |                  |            |   |      |   |     |     | 02/14/2015  | 02/14/2024 | Co  |
| 02.11.2010EmpStockOption <sup>(2)</sup> | \$ 2.7502                          |                  |            |   |      |   |     |     | 02/11/2012  | 02/11/2020 | Co  |
| 02.17.2015OfficerStockOption            | \$ 5.2822                          |                  |            |   |      |   |     |     | 02/17/2016  | 02/17/2025 | Co  |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| Weyers Lawrence Joseph<br>2400 S. 44TH STREET<br>MANITOWOC, WI 54220 |               |           | Executive Vice President |       |

## Signatures

Louis F. Raymond, Power of Attorney  
03/22/2016

\*\*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).
- (1) These stock options were issued in connection with the spin-off of Manitowoc Foodservice, Inc. on March 4, 2016. The options were deemed to be acquired by the Reporting Person upon the date the exercise price became fixed, March 18, 2016.
- (2) Options vest in 25% increments after 2 years from the date acquired.
- (3) Options vest in 25% increments annually beginning on date indicated in the "Date Exercisable" column.

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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