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TELLOCK GLEN E

Form 4 March 01, 2012 **OMB APPROVAL FORM OMB** 3235-0287 UNITED STATES SECURITIES AND EXCHANGE Number: **COMMISSION** January 31, Expires: 2005 Washington, D.C. 20549 Estimated average Check this burden hours per box if no STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP response... 0.5 longer subject **OF SECURITIES** to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or may continue. Section 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer Symbol TELLOCK GLEN E MANITOWOC CO INC [MTW] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction

Officer (give 2400 S. 44TH STREET Other (specify 02/28/2012 title below) President and CEO

(Month/Day/Year)

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

Director

10% Owner

MANITOWOC, WI 54220

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership Indirect (Instr. 3) Code Disposed of (D) Beneficially Form: Beneficial Direct (D) (Instr. 8) (Instr. 3, 4 and 5) Ownership (Month/Day/Year) Owned Following or Indirect (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price By Common 1,500 Daughter Stock (L) Common **RSVP** 17,276.3303 Stock (1) 401k Plan By Common $1,000^{(2)}$ I Daughter Stock (M)

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

> Persons who respond to SEC 1474 the collection of (9-02)information contained in

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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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | Date Exercisable |
|---------------------------------|-------------|---------------------|--------------------|------------------------|-------------------|------------------------------------|
| (Instr. 3) | Conversion | (Month/Day/Year) | Execution Date, if | Transaction Derivative | | Expiration Date |
| | or Exercise | | any | Code | Securities | (Month/Day/Year) |
| | Price of | | (Month/Day/Year) | (Instr. 8) | Acquired (A) or | |
| | Derivative | | | | Disposed of (D) | |
| | Security | | | | (Instr. 3, 4, and | |
| | | | | | 5) | |
| | | | | | | |
| | | | | | | Date Exercisable |
| | | | | Code V | (A) (D) | |
| 02.28.2012OfficerStockOption | \$ 16.28 | 02/28/2012 | | A | 205,295 | 02/28/2013(4) |
| | + | | | | (3) | · |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

TELLOCK GLEN E
2400 S. 44TH STREET

President and CEO

Signatures

MANITOWOC, WI 54220

Maurice Jones, by Power of Attorney 03/01/2012

**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).
- Net reduction of 36.182 shares occurring between 12/31/10 and 12/31/11 under the Companys 401(k) plan, due to acquisitions (1) of shares plan maintenance fees and required plan forfeitures and withdrawals under IRC safe harbor rules all of 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).
- (2) Acquisition by the reporting person's spouse as custodian for minor daughter (M) under the Wisconsin Uniform Transfer to Minors Act.
- (3) Options granted under The Manitowoc Company, Inc. 2003 Incentive Stock and Awards Plan.
- (4) Options vest in 25% increments annually beginning on date indicated.

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.