

MANITOWOC CO INC  
Form DEFA14A  
March 24, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the**

**Securities Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

**The Manitowoc Company, Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1) Title of each class of securities to which transaction applies:

Edgar Filing: MANITOWOC CO INC - Form DEFA14A

- 2) Aggregate number of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
- 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
  
  
  
  
  
  
  
  
  
- 4) Proposed maximum aggregate value of transaction:
  
  
  
  
  
  
  
  
  
  
- 5) Total fee paid:

.. Fee paid previously with preliminary materials.

.. Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- 1) Amount Previously Paid:
  
  
  
  
  
  
  
  
  
  
- 2) Form, Schedule or Registration Statement No.:
  
  
  
  
  
  
  
  
  
  
- 3) Filing Party:
  
  
  
  
  
  
  
  
  
  
- 4) Date Filed:

SEC 1913 (02-02) **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 control number.**

**THE MANITOWOC COMPANY, INC.**

**2400 South 44<sup>th</sup> Street**

**P.O. Box 66**

**Manitowoc, Wisconsin 54221-0066**

**(920) 684-4410**

**SUPPLEMENT TO PROXY STATEMENT**

The information contained herein supplements the definitive proxy statement of The Manitowoc Company, Inc. (the Company), which was filed with the Securities and Exchange Commission (the SEC) on March 20, 2015 (the Proxy Statement), relating to the Company's 2015 Annual Meeting of Shareholders, which will be held at the Holiday Inn Manitowoc, located at 4601 Calumet Avenue, Manitowoc, Wisconsin 54220, on Tuesday, May 5, 2015, at 9:00 a.m. (CDT).

Subsequent to the finalization of the Proxy Statement, Dino Bianco, a nominee for election to the Company's Board of Directors, informed the Company that he is retiring as Executive Vice President of Kraft Foods Group, Inc. and as President of its Beverages business effective April 1, 2015. Therefore, this supplement to the Proxy Statement (the Supplement) is being filed with the SEC, and posted on the Internet at [www.proxydocs.com/mtw](http://www.proxydocs.com/mtw) on or about March 23, 2015, to update the biographical information of Mr. Bianco presented under Proposals Requiring Your Vote Proposal 1 Election of Directors Nominees for a One-Year Term Expiring at the Annual Meeting in 2016 on page 5 of the Proxy Statement as follows:

**Dino Bianco**, 52, has served as Executive Vice President of Kraft Foods Group, Inc. (NASDAQ: KRFT) since 2012 and President of its Beverages business since 2013, but will be retiring effective April 1, 2015. Kraft Foods Group, Inc., headquartered in Northfield, Illinois, is one of the largest consumer packaged food and beverage companies in North America. Mr. Bianco previously served as Senior Vice President of Kraft Foods Group, Inc. and President of Kraft Canada (2005-2012) and Vice President of Marketing for Kraft's Beverages, Desserts, Grocery and Cereals businesses (2001 to 2005). Mr. Bianco joined Kraft in 1990 as Finance Manager and held several roles in finance, financial planning and analysis, sales strategy and marketing. Mr. Bianco is a Chartered Professional Accountant, and prior to joining Kraft he was employed by PricewaterhouseCoopers LLP. In addition Mr. Bianco is a past chair of Food and Consumer Products of Canada, past member of the Board of The Grocery Foundation, and past member of the Board of Trustees of the United Way of Toronto.

Mr. Bianco would bring extensive relevant experience to the Company's Board of Directors, with 25 years of financial, marketing and senior management experience with one of the largest food and beverage companies in North America. Therefore, the Board believes he is qualified to serve as a director and would be a valuable member of the Board.

This Supplement does not update any other information set forth in the Proxy Statement. As a reminder, a proxy may be revoked at any time before it is exercised by filing a written notice of revocation with the Secretary of the Company, by delivering a duly executed proxy bearing a later date, or by voting in person at the 2015 Annual Meeting.

**The date of this supplement to the proxy statement is March 23, 2015**