MANITOWOC CO INC

Form SC 13G/A

January

y 10, 2013 Securities and Exchange Commission, Washington, D.C. 20549
Schedule 13G
Under the Securities Exchange Act of 1934
(Amendment No. 1)*
(Name of Issuer) Manitowoc Inc
(Title of Class of Securities) COM
(CUSIP Number) 563571108
(Date of Event Which Requires Filing of this Statement) Year-end Reporting
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
[x] Rule 13d-1(b) [] Rule 13d-1(c) [] Rule 13d-1(d)
*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be ``filed'' for the purpose of Section 18 of the Securities Exchange Act of 1934 (``Act'') or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).
CUSIP No. 563571108
(1) Names of reporting personsBMO Financial Corp I.R.S. Identification Nos. of above persons (entities only) 51-0275712
(2) Check the appropriate box if a member of a group (a) (b) \mathbf{x}
(3) SEC use only
(4) Citizenship or place of organization
Number of shares beneficially owned by each reporting person with: (5) Sole voting power416,949
(6) Shared voting power6,767,574

(7) Sole dispositive power.....401,770.....

(8) Shared dispositive power....6,786,006......

(9) Aggregate amount beneficially owned by each reporting person 7,187,776 ______ * Beneficial ownership of 6,000 shares is specifically disclaimed. See item 4. (10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)..... (11) Percent of class represented by amount in Row (9)...5.436%..... ______ (12) Type of reporting person (see instructions)....HC...... ______ Page--of--Pages------Item 1(a) Name of issuer: Manitowoc Inc Item 1(b) Address of issuer's principal executive offices: 2400 South 44th Street Manitowoc, Wi 54221-0066 2(a) Name of person filing: BMO Financial Corp 2(b) Address or principal business office or, if none, residence: 111 W. Monroe Street P. O. Box 755 Chicago, IL 60690 2(c) Citizenship: A Delaware Corporation 2(d) Title of class of securities: COM 2(e) CUSIP No.: 563571108 Item 3. If this statement is filed pursuant to Secs. 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: (a) [] Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o). (b) [X] Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c). (c) [] Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c). (d) [] Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8). (e) [] An investment adviser in accordance with Sec. 240.13d-1(b)(1)(ii)(E); (f) [] An employee benefit plan or endowment fund in accordance with Sec. 240.13d-1(b)(1)(ii)(F); (g) [X] A parent holding company or control person in accordance with Sec. 240.13d-1(b)(1)(ii)(G); (h) [] A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813); (i) [] A church plan that is excluded from the definition of an

investment company under section 3(c)(14) of the Investment Company

Act of 1940 (15 U.S.C. 80a-3); (j) [] Group, in accordance with Sec. 240.13d-1(b)(1)(ii)(J). Item 4. Ownership (a) Amount beneficially owned: 7,187,776 (b) Percent of class: 5.436% (c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote 416,949

(ii) Shared power to vote or to direct the vote 6,767,574

(iii) Sole power to dispose or to direct the disposition of 401,770

(iv) Shared power to dispose or to direct the disposition of 6,786,006

Item 5. Ownership of 5 Percent or Less of a Class. If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following []. See Exhibit 2

Item 6. Ownership of More than 5 Percent on Behalf of Another Person.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

BMO FINANCIAL CORP 111 WEST MONROE STREET P O BOX 755 FLOOR 2W CHICAGO, ILL 60690

BMO HARRIS BANK NA 111 West Monroe Street Floor 6E Chicago , IL 60690

BMO ASSET MANAGEMENT CORP 190 South La Salle Street P. O. Box 755 Chicago , IL 60603

STOKER OSTLER 4900 NORTH SCOTTSDALE ROAD SUITE 2600 SCOTTSDALE, AZ 85251

BMO NESBITT BURNS INC IBG Finance Dept FCP - 7th Floor Toronto , ON M5X 1H3 CANADA

BMO HARRIS INVESTMENT MANAGEMENT INC 1 First Canadian Place P.O. Box 150 9th Floor Toronto , ON M5X 1H3 CANADA

BMO ASSET MANAGEMENT, INC Royal Trust Tower

77 King Street West Suite 4200 Toronto , ON M5K 1J5 CANADA

SULLIVAN. BRUYETTE. SPEROS. BLANEY 8444 WESTPARK DRIVE Suite 610 McLean , VA 22102

BMO HARRIS FINANCIAL ADVISORS, INC. 311 W. Monroe 14th Floor Chicago , IL 60603

BMO FINANCIAL PRODUCTS CORP 3 Times Square 28th Floor New York , NY 10036

BMO INVESTOR LINE INC
Attn: BMO INVESTOR LINE
Transit #3973
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100 KING STREET
FLOOR B1
Toronto , ON M5X 1H3 CANADA

Harris MyCFO Suite 100 Menlo Park Site Menlo Park, Ca 94025

BANK OF MONTREAL IRELAND PLC 2 Harbourmaster Place 6th Floor Dublin, IE 1 1E

BMO Delaware Trust Company 20 Montchanin Road Suite 240 Greenville, DE 19807

AMERICAN INTERNATIONAL GROUP 60 YONGE ST. BMO LIFE BUILDING TORONTO , ON M5E 1H5 CANADA

BMO CAPITAL MARKETS CORP (NY)
3 Times Square
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New York , NY 10036

LLOYD GEORGE MANAGEMENT SUITE 3808 ONE EXCHANGE SQUARE CENTRAL HONG KONG , HK CHINA

MARSHALL & ILSLEY TRUST COMPANY N A 111 E. KILBOURN AVE MILWAUKEE , WI 53202

NORTH STAR TRUST COMPANY

500 WEST MADISON STREET CHICAGO, ILL. 60661-4580

TAPLIN CANIDA & HABACHT LLC 1001 BRICKELL BAY DRIVE SUITE 2100 MIAMI, FLA 33131-4940

And filing on behalf of its parent:

Bank of Montreal 1 First Canadian Place Toronto, Ontario Canada MX5 1A1

Item 8. Identification and Classification of Members of the Group See Exhibit 2 $\,$

Item 9. Notice of Dissolution of Group.
Not Applicable

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: December 10, 2013

BMO FINANCIAL CORP.

BY: (Terry Jenkins)
Terry Jenkins
SVP & Head of Private Bank US

Schedule 13G Exhibit 1

Pursuant to Rule 13d-1(k)(1)(iii)

Bank of Montreal,
BMO Financial Corp,
BMO Harris Bank NA,
BMO Asset Management Corp.
Stoker Ostler,
BMO Nesbitt Burns Inc,
BMO Harris Investment Management Inc,
BMO Asset Management, Inc.,
Sullivan Bruyette, Speros, Blaney,
BMO Harris Financial Advisors, Inc.,
BMO Financial Products Corp,
BMO Investorline Inc,
Harris MyCFO,

Bank of Montreal Ireland PLC, BMO Delaware Trust Company, American International Group, BMO Capital Markets Corp (NY), Lloyd George Management, Marshall & Ilsley Trust Company, NA, North Star Trust Company, Taplin Canida & Habacht LLC agree to this filing of Schedule 13G by BMO Financial Corp. This exhibit is submitted as proof of their agreement and authorization for BMO Financial Corp. to file on their behalf. Dated: December 10 2013 BMO Financial Corp By: (Terry Jenkins) Terry Jenkins SVP & Head of Private Bank US BMO Harris Bank NA By: (Terry Jenkins) Terry Jenkins SVP & Head of Private Bank US BMO Asset Management Corp. By: (Barry McInerney) Barry McInerney President & CEO Stoker Ostler By: (Creg D Ostler) Creq D Ostler Managing Director BMO Nesbitt Burns Inc By: (Robert Allair) Robert Allair Vice President & Managing Director BMO Harris Investment Management Inc By: (Michael Omran) Michael Omran Manager, Compliance & Risk Mgmt BMO Asset Management, Inc. By: (Dirk McRobb) Dirk McRobb SVP, Chief Administrative Officer, Chief Compliance Officer Sullivan Bruyette, Speros, Blaney By: (Greg Sullivan)

Greg Sullivan

Managing Director

BMO Harris Financial Advisors, Inc.

By: (Michael Miroballi)
Michael Miroballi
President & COO, HIS

BMO Financial Products Corp

By: (Ivan Gerstein)
Ivan Gerstein
VP - IBG Finance

BMO Investorline Inc

By: (Dirk McRobb)
 Dirk McRobb
SVP, Chief Administrative Officer

Harris MyCFO

By: (Jo Ann Pantelis)

Jo Ann Pantelis

Manager - Compliance

Bank of Montreal Ireland PLC

By: (Jo Ann Pantelis)
Jo Ann Pantelis
Manager, Compliance

BMO Delaware Trust Company

By: (Terry jenkins)
Terry Jenkins
SVP & Head of Private Bank US

American International Group

By: (Dirk McRobb)
Dirk McRobb
SVP, Chief Administrative Officer

BMO Capital Markets Corp (NY)

Lloyd George Management

Marshall & Ilsley Trust Company, NA

By: (M Gayle Robinson)
M Gayle Robinson
SVP

North Star Trust Company

By: (M Gayle Robinson) M Gayle Robinson

SVP

Taplin Canida & Habacht LLC

By: (Tere Alvarez Canida)
Tere Alvarez Canida
President

Schedule 13G Exhibit 2

This Schedule is being filed by BMO Financial Corporation, its parent company, Bank of Montreal.