LAURINO CARL J

Form 4

August 10, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue.

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

Stock

(Print or Type Responses)

See Instruction

1. Name and Addr LAURINO CA	*	ng Person *	2. Issuer Name and Ticker or Trading Symbol MANITOWOC CO INC [MTW]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)			
2400 S. 44TH STREET			(Month/Day/Year) 08/09/2012	Director 10% Owner Officer (give title below)			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
MANITOWOC, WI 54220			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

		FCISOII							
(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							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. Securiti	ed of (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 Indirect Beneficial Ownership (Instr. 4)
Common Stock							1,200	I	Held by Spouse in IRA
Common Stock							29,354.9286 (1)	I	RSVP 401k Plan
Common Stock	08/09/2012		M	22,733	A	\$ 6.3075	67,398.7254	D	
Common	08/09/2012		S	22,733	D	\$ 13.0623	44,665.7254	D	

(2)

13.0623

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 Derivativ (Instr. 3)	e Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	iorDerivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Tit Unde (Instr
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
101502EmpStoo (rtb)	ckOption	\$ 6.3075	08/09/2012		M		22,733	10/15/2004	10/15/2012	Cor St

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

LAURINO CARL J 2400 S. 44TH STREET MANITOWOC, WI 54220

SVP and CFO

Signatures

Maurice Jones, by Power of Attorney

08/10/2012

**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 increase of 188.4622 shares occurring between 12/31/10 and 12/31/11 under the Companys 401(k) plan, due to acquisitions 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) Weighted average price of shares sold with sales ranging from a low of \$13.00 to a high of \$13.20.

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.

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