Ruck Peter A Form 4/A February 28, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

Indirect (I)

(Instr. 4)

Ownership

(Instr. 4)

January 31, 2005

0.5

Estimated average burden hours per

response...

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

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Ruck Peter A			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)		(Middle)	MANITOWOC CO INC [MTW] 3. Date of Earliest Transaction				(Check all applicable)			
ONE PARK PARK PLAC		(Month/D 04/10/20	•		Office below)	Director 10% Owner Officer (give title Other (specify below) SVP Business Development				
MILWAUKI		4. If Amendment, Date Original Filed(Month/Day/Year) 04/11/2018			Applicable L _X_ Form file	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Table	e I - Non-D	Perivative Securities A	cquired, Dispo	sed of, or Beneficia	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year		emed on Date, if	3. Transacti Code	4. Securities onAcquired (A) or Disposed of (D)	5. Amount of Securities Beneficially	f 6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial		

(A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 26,710 D

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

(Instr. 8)

(Month/Day/Year)

Stock (1)

(Instr. 3, 4 and 5)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Owned Following

Reported

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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3. Transaction Date 3A. Deemed

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)	orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)	Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
04.10.2018 Officer NQ Stock Options	\$ 28.24 (2)	04/10/2018		A	10,929	04/10/2019(3)	04/10/2028	Common Stock	10,9

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Ruck Peter A ONE PARK PLAZA 11270 WEST PARK PLACE, SUITE 1000 MILWAUKEE, WI 53224

SVP Business Development

5. Number of 6. Date Exercisable and

7. Title and Amou

Signatures

1. Title of

2.

Thomas L. Doerr, Jr., by power of attorney

02/28/2019 Date

**Signature of Reporting Person

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) Common stock includes restricted shares.
- (2) The Form 4 filed on April 11, 2018, as amended by the Form 4/A filed on June 29, 2018 reported an incorrect exercise price. The correct exercise price for this stock option is \$28.24.
- (3) Options vest in 33.3% increments annually beginning on the 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. 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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