Edgar Filing: MUSIAL THOMAS G - Form 4

Form 4	HOMAS G										
January 03, 2									OMB AF	PROVAL	
	UNITED		RITIES A shington,		OMMISSION	OMB Number:	3235-0287				
Check th if no long subject to Section 1 Form 4 c	ser STATE 6.	s box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires: Estimated a burden hour response	•	
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchang Section 17(a) of the Public Utility Holding Company Act of 30(h) of the Investment Company Act of 194								1935 or Section	I		
(Print or Type]	Responses)										
1. Name and Address of Reporting Person <u>*</u> MUSIAL THOMAS G			2. Issuer Name and Ticker or Trading Symbol MANITOWOC CO INC [MTW]					5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 2400 SOUTH 44TH STREET			3. Date of Earliest Transaction (Month/Day/Year) 12/30/2004					(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below) <u>below</u>) Sr. VP Human Resources			
			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
MANITOW	/OC, WI 54221-	0066						Form filed by M Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)		n Date, if	Code (Instr. 8)	4. Securiti or(A) or Dis (Instr. 3, 4	posed and 5 (A) or	of (D)	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	12/30/2004			Code V A	Amount 0.0112	(D) A	Price \$ 38.14	18,672.1282 (<u>1)</u>	D		
Common Stock								5,121.73 <u>(2)</u>	I	RSVP 401k Plan	

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

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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 (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Number Expiration Date (Month/Day/Year) Derivative Securities Acquired A) or Disposed of (D) Instr. 3,		Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MUSIAL THOMAS G 2400 SOUTH 44TH STREET MANITOWOC, WI 54221-0066			Sr. VP Human Resources				
Signatures							
Maurice D. Jones, by Power of Attorney		01/03/20	05				
**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).

Consists of shares held under the Company's 401(k) plan, The Manitowoc Company, Inc. RSVP Profit Sharing Plan, including 43.244 shares acquired in transactions occurring between 12/31/02 and 12/31/03, which are exempt from Section 16(b) pursuant to Rule 16b-3

- (2) and exempt from reporting pursuant to Rule 16a-3(f)(1)(i)(B). The information in this report is based on a plan statement dated as of 12/31/03. From time to time the plan administrator collects maintenance fees related to the RSVP Plan, which may result in the number of shares held by a participant in the RSVP Plan declining by a marginal amount.
- (1) Includes amount and price of shares acquired in exempt transactions pursuant to a Shareholder Dividend Reinvestment Plan.

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.