KRAUS TIMOTHY J Form 4

May 05, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

0.5

Expires: January 31, 2005

OMB APPROVAL

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 * KRAUS TIMOTHY J			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) (I	Middle) 3	3. Date of Earliest Transaction						(Check an applicable)			
		((Month/Day/Year)					Director	10%	Owner		
2400 SOUTH 44TH STREET			05/03/2006						_X_ Officer (give title Other (specify below) President Foodservice Group			
	(Street)	4	4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check			
	I	Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person				
MANITOV	VOC, WI 54221-0	066							Form filed by N Person	More than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-l	Derivat	tive	Secur	ities Ac	quired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	e 2A. Deeme	ed	3.	4. Se	curi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	Security (Month/Day/Year) Executi		on Date, if Transaction(A)			(A) or Disposed of			Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code	(D)				Beneficially	(D) or	Beneficial	
		(Month/Da	y/Year)	(Instr. 8)	(Inst	r. 3,	4 and	5)	Owned	Indirect (I)	Ownership	
				Code V	7 Amo	nint	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)	
Common	05/03/2006			A	3,50		A	\$ 52.2	48,632.1342	D		

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

Persons who 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.

SEC 1474

(9-02)

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

Edgar Filing: KRAUS TIMOTHY J - Form 4

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Emp StockOption (right to buy)	\$ 52.2	05/03/2006		A(2)	25,300 (3)	05/03/2008	05/03/2016	Common Stock	25,3

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KRAUS TIMOTHY J 2400 SOUTH 44TH STREET MANITOWOC, WI 54221-0066

President Foodservice Group

Signatures

Maurice D. Jones, by Power of Attorney

05/05/2006

**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).
- (1) On April 10, 2006, the common stock of The Manitowoc Company, Inc. split 2-for-1. This balance reflects that split.
- (3) Options vest in 25% increments annually beginning on date indicated.
- (2) Options granted under The Manitowoc Company, Inc. 2003 Incentive Stock and Awards 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.

Reporting Owners 2