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



FORM 8-K

Current Report

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **November 14, 2005**

The Manitowoc Company, Inc.

(Exact name of registrant as specified in its charter)

Wisconsin
(State or other jurisdiction
of incorporation)

1-11978
(Commission File
Number)

39-0448110
(I.R.S. Employer
Identification Number)

2400 S. 44th Street, Manitowoc, Wisconsin 54221-0066
(Address of principal executive offices including zip code)

(920) 684-4410
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 9 Regulation FD Disclosure

On November 10, 2005 The Manitowoc Company, Inc. (the “Company”) entered into a definitive purchase agreement to sell the assets of its Diversified Refrigeration, Inc. (“DRI”) subsidiary to Monogram Refrigeration, LLC, a wholly-owned subsidiary of the General Electric Company. The transaction, which is expected to close by year end, is subject to closing conditions and post-closing covenants customary in transactions of this nature.

The Company’s press release announcing the transaction is attached as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

99.1 Press release dated November 14, 2005

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

THE MANITOWOC COMPANY, INC.
(Registrant)

DATE: November 14, 2005

/s/ Carl J. Laurino
Carl J. Laurino
Senior Vice President & Chief Financial Officer

THE MANITOWOC COMPANY, INC.

EXHIBIT INDEX

TO

FORM 8-K CURRENT REPORT

Dated as of November 14, 2005

Exhibit No.	Description	Furnished Herewith
99.1	Press release dated November 14, 2005	X

***FAX NEWS RELEASE***

For further information:

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News for Immediate Release

**MANITOWOC SIGNS DEFINITIVE PURCHASE AGREEMENT
 FOR PENDING SALE OF DIVERSIFIED REFRIGERATION
 TO GENERAL ELECTRIC**

MANITOWOC, Wis . – November 14, 2005 – The Manitowoc Company, Inc. (NYSE: MTW) announced today that it has signed a definitive purchase agreement to sell the assets of its Diversified Refrigeration, Inc. (DRI) subsidiary to Monogram Refrigeration, LLC, a wholly owned subsidiary of the General Electric Company (NYSE: GE). The transaction is expected to close prior to year end. Although details of the transaction were not disclosed, it is expected that Manitowoc would realize a gain on the sale of the DRI assets in the fourth quarter.

DRI manufactures the Monogram® brand of residential refrigerators and freezers on a private-label basis for GE. Based in Selmer, Tennessee, DRI employs a work force of approximately 420 people, including temporary workers. DRI became part of The Manitowoc Company in 1995, following Manitowoc’s acquisition of The Shannon Group.

In announcing the pending sale, Terry D. Growcock, Manitowoc’s chairman and chief executive officer, said: “This transaction would accomplish several objectives for both The Manitowoc Company and DRI. It allows Manitowoc to invest in high-growth opportunities and focus its resources on operations that build brand equity in the commercial foodservice industry. Equally important, DRI would be better positioned for growth by being more closely aligned with its sole customer.”

Forward-looking Statements

Any statements contained herein that are not historical facts are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, and involve risks and uncertainties. Potential factors could cause actual results to differ materially from those expressed or implied by such statements. These statements and potential factors include, but are not limited to:

- *anticipated gains or changes in revenue, margins, earnings, and costs,*
 - *successful and timely completion of the sale of DRI*
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Information on the potential factors that could affect the company's actual results of operations is included in its filings with the Securities and Exchange Commission, including but not limited to its Annual Report on Form 10-K for the fiscal year ended December 31, 2004.

About The Manitowoc Company

The Manitowoc Company, Inc. is one of the world's largest providers of lifting equipment for the global construction industry, including lattice-boom cranes, tower cranes, mobile telescopic cranes, and boom trucks. As a leading manufacturer of ice-cube machines, ice/beverage dispensers, and commercial refrigeration equipment, the company offers the broadest line of cold-focused equipment in the foodservice industry. In addition, the company is a leading provider of shipbuilding, ship repair, and conversion services for government, military, and commercial customers throughout the U.S. maritime industry.

Company contact:

Carl J. Laurino
Senior Vice President
& Chief Financial Officer
920-652-1720
