KYSOR INDUSTRIAL CORP /MI/
Form 424B5
October 14, 2010

Filed Pursuant to Rule 424(b)(5)
Registration No. 333-147371

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to Be Registered	Maximum Aggregate Offering Price	Amount of Registration Fee(1)
Debt Securities	$600,000,000	$42,780

(1) Calculated in accordance with Rule 457(r) under the Securities Act of 1933, as amended.

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PROSPECTUS SUPPLEMENT
(To prospectus dated January 27, 2010)

$600,000,000

The Manitowoc Company, Inc.

8.50% Senior Notes due 2020
Issue Price 99.165%

Interest payable May 1 and November 1.

The notes will mature on November 1, 2020. Interest will accrue from October 18, 2010, and the first interest payment date will be May 1, 2011.

We may redeem some or all of the notes at any time on or after November 1, 2015 at the redemption prices set forth under "Description of notes Redemption Optional redemption." Prior to November 1, 2015, we may redeem the notes at a "make-whole" premium. In addition, at any time prior to November 1, 2013, we may redeem up to 35% of the notes with proceeds we receive from certain equity offerings at the prices set forth under "Description of notes Redemption Optional redemption." If we sell certain assets and do not reinvest the proceeds or repay indebtedness or if we experience specific kinds of changes in control, we must offer to repurchase the notes.

The notes will be our senior unsecured obligations and will rank equally in right of payment with all of our existing and future senior indebtedness, including our senior secured credit facilities, our $150.0 million 71/8% senior notes due 2013 and our $400.0 million 91/2% senior notes due 2018. The notes will be senior to all of our existing and future subordinated indebtedness. The notes will be effectively subordinated to all existing and future senior secured indebtedness, including our senior secured credit facilities, to the extent of the value of the collateral securing such indebtedness.

The obligations under the notes will be fully and unconditionally guaranteed by all of our existing and future subsidiaries that guarantee our senior secured credit facilities. The guarantees will rank equally in right of payment with the existing and future senior indebtedness of the guarantors, including guarantees of our senior secured credit facilities, and will rank senior to the existing and future subordinated indebtedness of the guarantors. The guarantees will be effectively subordinated to all existing and future secured indebtedness of the guarantors, including the guarantees of our senior secured credit facilities, to the extent of the value of the collateral securing such indebtedness. Not all of our subsidiaries will guarantee the notes. The notes and the guarantees will be structurally subordinated to all liabilities of our non-guarantor subsidiaries.

Investing in the notes involves risks. See "Risk factors" beginning on page S-17.

	Public offering price (1)	Underwriting discounts	Proceeds, before expenses, to

		and commissions	The Manitowoc Company, Inc. (1)
Per note	99.165%	1.750%	97.415%
Total	$594,990,000	$10,500,000	$584,490,000

(1) Plus accrued interest, if any, from October 18, 2010.

The notes will not be listed on any securities exchange. Currently, there is no public market for the notes.

We expect that delivery of the notes to purchasers will be made on or about October 18, 2010 in book-entry form through The Depository Trust Company for the account of its participants, including Clearstream Banking *société anonyme* and Euroclear Bank, S.A./N.V.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these notes or determined if this prospectus supplement or the accompanying prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

Joint Book-Running Managers

Deutsche Bank Securities **J.P. Morgan** **BofA Merrill Lynch**

Co-Lead Managers

Wells Fargo Securities
Morgan Stanley
Natixis Bleichroeder LLC
SunTrust Robinson Humphrey

Co-Managers

BNP PARIBAS
Rabo Securities USA, Inc.
Scotia Capital
Credit Suisse
Mizuho Securities USA Inc.
Credit Agricole CIB
SOCIETE GENERALE

The date of this prospectus supplement is October 13, 2010

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About this prospectus supplement

This document is in two parts. The first part is this prospectus supplement, which describes the specific terms of this offering. The second part, the accompanying prospectus, gives more general information, some of which may not apply to this offering. Generally, when we refer only to the "prospectus," we are referring to both parts combined.

If information in this prospectus supplement is inconsistent with the accompanying prospectus, you should rely on this prospectus supplement. This prospectus supplement, the accompanying prospectus and the documents incorporated into each by reference include important information about us, the notes being offered and other information you should know before investing. You should read this prospectus supplement and the accompanying prospectus as well as additional information described under "Where you can find more information" in the accompanying prospectus before investing in the notes.

You should rely only on the information contained in or incorporated by reference in this prospectus supplement and the accompanying prospectus. We have not, and the underwriters have not, authorized any other person to provide you with different information. If anyone provides you with different or inconsistent information, you should not rely on it. We are not, and the underwriters are not, making an offer to sell these securities in any jurisdiction where the offer or sale is not permitted. You should assume that the information appearing in this prospectus supplement, the accompanying prospectus and the documents incorporated in each by reference is accurate only as of their respective dates. Our business, financial condition, results of operations and prospects may have changed since those dates.

All references to "Manitowoc," "our company," "we," "us" and "our" in this prospectus supplement and the accompanying prospectus mean, unless we otherwise indicate or the context indicates otherwise, The Manitowoc Company, Inc. together with its consolidated subsidiaries. All references in this prospectus supplement to our consolidated financial statements include, unless the context indicates otherwise, the related notes. The market data included or incorporated by reference in this prospectus supplement and the accompanying prospectus, including growth rates and information relating to our relative position in the industries we serve, are based on internal surveys, market research, publicly available information and industry publications. Although we believe that such independent sources are reliable, we have not independently verified the information contained in them.

Our data for market position comes from various sources including internal estimates and third-party sources. Some of the third-party sources for Crane segment market shares include Intercontinental Crane Exchange (ICE), Power Crane & Shovel Association (PCSA), and Verband Deutscher Maschinen und Anlagenbau (VDMA). Third-party sources for Foodservice segment market shares include North American Food Equipment Manufacturers (NAFEM), Air Conditioning, Heating and Refrigeration Institute, World Market for Foodservice Equipment (a report published by SBI) and Top U.S. Equipment & Supplies Manufacturers (a report published by Clarity Marketing).

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Cautionary statement about forward-looking information

Statements included or incorporated by reference into this document that are not historical facts are forward-looking statements, which are based upon our current expectations. These statements involve risks and uncertainties that could cause actual results to differ materially from what appears within this document. Forward-looking statements include descriptions of plans and objectives for future operations, and the assumptions behind those plans. The words "anticipates," "believes," "intends," "estimates," "targets," and "expects," or similar expressions, usually identify forward-looking statements. Any and all projections of future performance are forward-looking statements. In addition to the assumptions, uncertainties and other information referred to specifically in the forward-looking statements, a number of factors relating to each business segment could cause actual results to be significantly different from what is presented in this document or in the documents incorporated by reference into this document. Those factors include, without limitation, the factors described under "Risk factors" and the following (organized by our two segments: Crane and Foodservice, as described in "Summary Our company," and our corporation as a whole for factors that overlap the two segments):

Crane cyclicality of the construction industry; the effects of government spending on construction-related projects throughout the world; unanticipated changes in global demand for high-capacity lifting equipment; changes in demand for lifting equipment in emerging economies; the replacement cycle of technologically obsolete cranes; and demand for used equipment.

Foodservice weather; consolidation within the restaurant and foodservice equipment industries; global expansion of customers; commercial ice-cube machine and other foodservice equipment replacement cycles in the United States and other mature markets; unanticipated issues associated with refresh/renovation plans by national restaurant accounts and global chains; specialty foodservice market growth; growth in demand for foodservice equipment by customers in emerging markets; demand for QSR chains and kiosks; future strength of the beverage industry; the ability to appropriately and timely integrate the acquisition of Enodis plc; realization of anticipated earnings enhancements, cost savings, strategic options and other synergies and the anticipated timing to realize those savings, synergies and options.

Corporate (including factors that may affect both of our segments) finalization of the price and terms of completed and future divestitures and unanticipated issues associated with transitional services provided by the company in connection with these divestitures; changes in laws and regulations throughout the world; the ability to finance, complete and/or successfully integrate, restructure and consolidate acquisitions, divestitures, strategic alliances and joint ventures; the successful development of innovative products and market acceptance of new and innovative products; issues related to plant closings and/or consolidation of existing facilities; efficiencies and capacity utilization of facilities; competitive pricing; availability of certain raw materials; changes in raw materials and commodity prices; issues associated with new product introductions; matters impacting the successful and timely implementation of ERP systems; changes in domestic and international economic and industry conditions, including steel industry conditions; changes in the markets we serve; unexpected issues associated with the availability of local suppliers and skilled labor; changes in the interest rate environment; risks associated with growth; foreign currency fluctuations and their impact on reported results

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and hedges in place; world-wide political risk; geographic factors and economic risks; health epidemics; pressure of additional financing leverage resulting from acquisitions; success in increasing manufacturing efficiencies and capacities; our ability to further penetrate emerging markets and international markets; unanticipated changes in revenue, margins, costs and capital expenditures; work stoppages, labor negotiations and rates; issues associated with workforce reductions; actions of competitors; unanticipated changes in consumer spending; the ability of our customers to obtain financing; the state of financial and credit markets; the ability to generate cash consistent with our stated goals; non-compliance with debt covenants; changes in tax laws; and unanticipated changes in customer demand.

We urge you to consider these factors before investing in the notes. The forward-looking statements included in this document or in any document incorporated by reference into this document are made only as of the date of this document or the date of the incorporated document, and we undertake no obligation to publicly update these statements to reflect subsequent events or circumstances.

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Summary

The information below is only a summary of more detailed information included elsewhere, or incorporated by reference, in this prospectus supplement and the accompanying prospectus. This summary may not contain all the information that is important to you or that you should consider before making a decision to invest in the notes. Please read this entire prospectus supplement and the accompanying prospectus, including the risk factors, as well as the information incorporated by reference carefully.

Our company

We are a multi-industry capital goods manufacturer operating in two segments: Cranes and Related Products (the "Crane" segment) and Foodservice Equipment (the "Foodservice" segment). We have over a 100-year tradition of providing high-quality products and support services to our markets. For the six-month period ended June 30, 2010, we generated net sales of $1.6 billion, Adjusted EBITDA of $167.3 million and a loss from continuing operations of $9.7 million. Adjusted EBITDA is a non-GAAP financial measure. See " Summary historical consolidated financial data" for further information about this measure, including a reconciliation to earnings (loss) from continuing operations.

Crane segment

Our Crane business is recognized as one of the world's leading providers of engineered lifting solutions, and offers one of the broadest product lines in the industry, including lattice-boom cranes, tower cranes, mobile telescopic cranes and boom trucks. Our largest crane model provides lifting capacity of up to 2,500 U.S. tons. For the six-month period ended June 30, 2010, our Crane segment generated net sales of $818.5 million and operating earnings of $39.8 million.

We design, manufacture and distribute a diversified line of lifting solutions, including:

- Crawler-mounted lattice-boom cranes, which we sell under our Manitowoc brand;
- Top-slewing and self-erecting tower cranes, which we sell under our Potain brand;
- Mobile telescopic cranes, which we sell under our Grove, Shuttlelift and Dongyue brands;
- Hydraulic telescopic boom trucks, which we sell under our National Crane brand; and
- Crane parts and repairing, rebuilding and remanufacturing, and training services, which we deliver under our Crane Care brand.

We also facilitate third-party financing for certain customers of our Crane products under the Manitowoc Finance brand.

Our cranes are used in a wide variety of applications throughout the world, including energy and utilities, petro-chemical and industrial projects, infrastructure development such as road, bridge and airport construction, and commercial and high-rise residential construction.

Our Crane business is geographically diversified, with 38% of our sales for the six-month period ended June 30, 2010 coming from the Americas, 46% from the Europe-Middle East-Africa region and 16% from the Asia-Pacific region.

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We believe we are a worldwide market leader in the lifting industry and continue to set high standards for quality and performance of cranes. We estimate that we are #1 in the market for boom trucks and truck cranes in the Americas as well as the market for tower cranes in Europe. Global crane demand is currently depressed due to a cyclical downturn resulting from the global macro-economic downturn. We believe the following market indicators are key drivers for global demand for our equipment:

- Tower crane demand is driven by residential and commercial construction spend rates in Europe and oil prices in the Middle East.
- All-terrain crane demand is driven by building and infrastructure construction spend rates in Europe, transportation development (road, rail, airports, etc.) in the Americas, and energy construction (including plants and transmission lines) in Asia.
- Rough terrain demand is driven by European and American GDP growth, infrastructure spending and refinery construction.
- Crawler crane demand is driven by construction of chemical plants, refineries and power plants.

As these end-markets improve, and as used equipment markets begin to soften, we believe our industry will begin to see an acceleration of demand for new cranes. As of June 30, 2010, our total Crane segment backlog was $530.8 million.

Our primary competitors in the Crane segment include Liebherr, Terex, Kobelco, SHI (Link Belt), Fushun, Sany, HSI, Tadano, XCMG, Yongmao and Zoomlion.

Foodservice segment

Our Foodservice segment is one of the world's leading designers and manufacturers of commercial foodservice equipment serving the ice, beverage, refrigeration, food preparation and cooking needs of restaurants, convenience stores, hotels and other institutional kitchens.

We design, manufacture and distribute a broad line of commercial foodservice equipment, including:

- Traditional cooking products, including ranges, grills and ovens, sold under the Garland and US Range brands;
- Accelerated cooking products, sold under the Convotherm, Cleveland, Garland, Lincoln and Merrychef brands;
- Frying products, sold under the Frymaster and Dean brands;
- Hot holding and merchandising equipment, sold under the Frymaster brand;
- Refrigeration and cold holding products, sold under the Delfield, Kolpak, Kysor Panel and Kysor Warren brands;
- Beverage dispensing products, sold under the Servend, Multiplex and Manitowoc Beverage Systems brands;
- Ice-making equipment and bins, sold under the Manitowoc brand; and

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Warewashing equipment, sold under the Jackson brand.

We also facilitate third-party financing for certain customers of our foodservice equipment, under the Manitowoc Finance brand.

On October 27, 2008, we completed our acquisition of Enodis plc ("Enodis"), a global leader in the design and manufacture of commercial foodservice equipment. The $2.7 billion acquisition has positioned us among the world's leading commercial foodservice equipment manufacturers, with expanded capabilities comprehensively covering the core needs of our customer base, including refrigeration, ice-making, cooking, food preparation and beverage-dispensing technologies.

Since our acquisition of Enodis, our Foodservice business is more diversified on a product, customer and geographic basis. In the six-month period ended June 30, 2010, 76% of our Foodservice segment's sales came from North America, 14% from Europe and 10% from the rest of the world.

In the six-month period ended June 30, 2010, our Foodservice segment generated net sales of approximately $780.0 million and operating earnings of $87.9 million.

We estimate the global market for foodservice and food retailing equipment to be $25 billion annually. Long-term growth is underpinned by a secular trend towards food prepared outside the home, international expansion by large restaurant chains, energy- and resource-saving requirements in foodservice operations of all types, and an increasing focus on food safety. Convenient access to restaurant-quality food by consumers in mature and emerging markets is driving growth in traditional foodservice locations, and is driving demand for smaller, limited-menu locations in nontraditional locations such as food courts, convenience stores and airports. In addition, global and national quick-service and casual-dining chains continue to invest in developing new menu items to create same-store sales opportunities, often creating equipment roll-out opportunities to support these new food items.

A large installed base of foodservice equipment in North America and Europe also provides replacement equipment opportunities, including new technology-based equipment that saves labor and other resources for foodservice operators.

Our primary competitors in the Foodservice segment include Ali Group, ITW, Ingersoll-Rand, Middleby, Scotsman, Hoshizaki, Electrolux, Cornelius, True and Henny Penny.

Competitive strengths

We believe that the following strengths will continue to underpin our competitive positions in the markets we serve:

Operational excellence

We believe we are a highly efficient manufacturer and service provider in both of our business segments. We are focused on continuously improving our manufacturing efficiencies through use of lean manufacturing and Six-Sigma principles. We use these principles to implement processes within our factories to decrease cycle times, reduce working capital and warranty costs, improve on-time delivery and safety, and increase flexibility and overall customer satisfaction. We are capitalizing on our acquisition of Enodis in October 2008 and the recent

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economic downturn to accelerate the streamlining of our global platform via facilities consolidation and component standardization to position our businesses for profitable growth as demand conditions recover. We are conducting lean assessments at many facilities in both Crane and Foodservice on a regular and rotational basis. For example, we are undertaking improvement processes in Cranes to in-source certain production processes, reduce cycle-times and increase productivity through shorter machine set-up times. In Foodservice, we are using lean principles to consolidate facilities and set up new manufacturing processes, as well as using value-stream mapping to eliminate waste and standardize our production metrics.

Portfolio of leading brands underpinning strong positions in core markets

We believe that many of our key brands, including Manitowoc, Grove, National and Potain in our Crane segment, and Manitowoc, Frymaster, Cleveland, Delfield, Garland, Lincoln, Convotherm and Jackson in our Foodservice segment, hold leading positions in their principal markets. We believe our brands are recognized for their innovative technology, customer-focused design, reliability and product support, which supports our selling efforts, enhances customer loyalty and supports strong resale values for our products.

Innovative product offerings with global reach

We offer our customers a complete range of crane and foodservice equipment solutions, which creates revenue synergies by causing our customers and distribution partners within each of our segments to view us as a one-stop provider. For example, in our Foodservice segment we have the scale and breadth to partner with global restaurant chains across their development cycle. Our technology center in Tampa, Florida facilitates partnering with our customers to design and deliver innovative kitchen equipment and workflow plans oriented around specific menus and restaurant layouts. Our extensive engineering and research and development activities have been key drivers of our market success. Manitowoc Foodservice brands have won 18 National Restaurant Association ("NRA") Kitchen Innovation Awards in the United States over the past five years. In the Crane segment we also have a number of new product introduction projects that are in various stages of completion in all product categories and across product lines. For example, one of our latest tower crane innovations is the launch of our Potain MDT 368 tower crane that is designed to accelerate erecting and dismantling times with an innovative hinge that enables the crane's counterjib to fold for transport. In the crawler crane product category we introduced our new model 31000 crane earlier in 2010 that features a patented counterweight system that minimizes its tailswing and reduces ground bearing pressure, while providing up to 2,500 tons of lifting capacity. Across product lines, our Crane segment is also working on initiatives such as common control systems and a remote diagnostic and information system called Crane STAR.

We sell our Crane and Foodservice products and provide our services worldwide, with 43 manufacturing facilities and 52 distribution facilities, service branches and offices located in 26 countries. Our manufacturing presence on four continents and our distribution presence on five continents give us proximity to our customers and enable us to offer timely delivery and product support, which differentiates us from many of our competitors. Our global presence also provides us with world-class scale in sourcing and manufacturing.

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Geographic and customer diversification

We operate in two discrete businesses, each featuring a broad product offering and selling to a diverse customer base across global geographies. While both our Crane and Foodservice businesses are influenced by general economic conditions, they serve different global markets that do not move in lock-step with each other. Demand in our Foodservice business is generally more stable and predictable than that in our Crane business, and our 2008 acquisition of Enodis has significantly increased the stabilizing impact of our Foodservice segment on our consolidated sales and earnings. Our customer base is also diverse, with no single customer representing more than 5% of our consolidated net sales for the six-month period ended June 30, 2010. In the foodservice market, many of the world's largest restaurant chains rely on our products. Several chains are experiencing their fastest growth in emerging markets such as China, India and the Middle East. We believe these emerging markets provide significant opportunity for our Foodservice segment due to our increased global presence and relationships with the chain accounts that will be expanding into these areas. The Federation of Contract Catering Organizations estimates that the percentages of food sales outside the home in the regions of Latin and South America, the Middle East and Africa, and Asia Pacific were 11%, 9% and 23%, respectively, in 2009. In supporting global chains in these emerging markets, we are also localizing our Foodservice manufacturing, sales and support activities to give us broader access to general market opportunities in these regions.

Reputation for industry-leading customer service

We support our products through an extensive aftermarket customer service network. Our Crane Care service network provides total lifecycle support to our Crane customers 24 hours a day, 365 days a year, on three continents. As many of our products serve in customer-critical applications, downtime can be extremely costly for our customers. We believe our responsiveness and the quality of our field service differentiate us from our competitors and serve as purchase decision drivers for our Crane and Foodservice equipment customers as well as supporting strong resale values for our products. Our Crane dealers and direct sales efforts are supported around the clock by a team of over 600 factory-trained field technicians, engineers and a staff of product support account representatives and locally-based country organizations in most of our major markets. We also provide our customers and dealers with advanced service, sales and operator training via six well-equipped training centers in the United States, China, Germany and France. We also have available several portable training units as well as training courses over the web. We believe the extent of our training is unparalleled within the lifting industry.

In Foodservice, the Manitowoc STAR service network of authorized service agents helps U.S. customers optimize their equipment productivity through contracted fast-service response times, a network of factory trained technicians, and guaranteed service reliability. Outside the United States, we maintain authorized foodservice factory service agents in more than 100 countries around the globe supporting our primary brands. We supplement this agent network in select European markets and Canada with company-owned distribution. In the United States and other markets, we have established relationships with leading buying groups to expand product availability across major market and geographic segments. Our global network of nearly 50 trained chefs host customers and channel partners in our company-operated demonstration kitchens in Canada, China, France, Germany, the United Kingdom, the United States and elsewhere, accelerating adoption of our innovative kitchen technologies into

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operator kitchens. The Foodservice segment has over 10,000 factory-trained field service technicians around the world.

Stability from replacement business and our large installed base

In both our operating segments we believe replacement business provides us with demand visibility and organic growth, as many of our product categories represent significant capital outlays for our customers, who have significant discretion to maintain products for a longer service life. We estimate that the installed base of our Potain-branded tower cranes is approximately 66,000 units and that the installed base of our Manitowoc-branded crawler and Grove-branded mobile cranes is approximately 51,000 units. We engage these customers not only for repair parts, services and training, but we also offer remanufacturing options and trade-in opportunities when they choose to purchase a new crane. Although we are in constant pursuit of new customers, much of our sales are to existing customers, who benefit from owning a fleet of units from the same original equipment manufacturer. Based on industry data, we estimate approximately 50-60% of global Foodservice segment equipment 2009 sales were replacements of existing equipment. There is a large installed base of Manitowoc Foodservice equipment which becomes obsolete over time by new technology and changes in consumer demand.

Committed, experienced management team

Our senior management team has an average of 17 years of industry experience and exceptional product- and market-specific knowledge and expertise. We believe that their strong track record of managing both segments of our business through economic cycles and the integration of several acquisitions, such as the Potain cranes subsidiary of Groupe Legris Industries, SA ("Potain"), Grove Worldwide ("Grove") and Enodis, positions us for success.

Aggressive pursuit of cost reduction initiatives

Our management has undertaken various initiatives to create a culture of cost efficiency and continuous improvement. Our recent cost-reduction initiatives, undertaken in response to the severe global economic crisis that led to revenue reductions across our company beginning in the fourth quarter of 2008, resulted in annual run-rate savings of $365 million with $240 million of those savings realized in 2009. Approximately $100 million of these cost reductions were realized by us during the first half of 2009 with the remaining $140 million realized in the second half of the year. These cost reduction initiatives included significant global workforce reductions in both segments, a wage and salary freeze for substantially all employees, in-sourcing of work, employee benefits deferrals, and discretionary spending reductions. They also have contributed to the synergies realized during the year in the Foodservice segment. In addition to our focus on cost reduction initiatives, we have an intensified focus on cash generation from working capital management and capital expenditure discipline.

The combination of the cost reductions with our focus on cash generation was an important part of our ability to exceed our goal of $450 million of debt reduction in 2009 by approximately $24 million. Since the acquisition of Enodis in October 2008 through December 2009, we reduced our total debt by approximately $758 million with both cash from operations as well as proceeds from the divestitures of our Marine segment and Enodis' ice machine operations.

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Successful acquisition track record

Since 1995, we have used both organic growth and strategic acquisitions to build two strong, global businesses. During this timeframe we have completed over 23 acquisitions including our largest acquisitions of Potain and Grove in 2001 and 2002 in the Crane segment and the Enodis acquisition in 2008 in the Foodservice segment. We have a well-defined acquisition identification, evaluation and integration process that is used on all of our acquisition transactions. Through this process we are able to develop detailed plans for integration and synergy generation to evaluate the benefits of a potential acquisition and turn those plans into actions when an acquisition transaction is completed. After the Potain and Grove acquisitions, we disclosed that we planned to achieve over $30 million in synergies from the combination of our three crane organizations. Ultimately we were able significantly exceed our synergy targets from this combination. In connection with the Enodis acquisition, we previously disclosed that we expect to achieve over $80 million in annual synergies from the combination of Enodis with our legacy foodservice organization. In 2009, we realized $35 million in synergies from this combination, and we expect to realize over $70 million of synergies during 2010. In the six months ended June 30, 2010, we realized $39.3 million in synergies. We are well on our way toward exceeding our 2010 expectations and our $80 million annual target for synergies from the Enodis acquisition. These synergies include both expense and revenue synergies.

Our business strategy

We are committed to our tradition of providing high-quality, customer-focused products and services and building our market-leadership positions in our two core businesses. Major elements of our business strategy are as follows:

Emphasize new product development and innovation

We intend to continue to invest capital to develop new products and enhance our existing products with improved cost-effective functionality in response to changing customer requirements. In our Crane segment we have implemented a rigorous Integrated Product Development ("IPD") process that we expect will generate 21 new or updated products in the next two years. We believe these projects will keep us at the forefront of technology and innovation in each of our product lines, similar to the success of our new 2,500 ton capacity crawler crane, our innovative winch technology on our tower cranes, and our mega-track suspension systems on our all-terrain cranes. In 2009 we dedicated a team of engineers to the development of step-change innovations beyond our existing product development programs.

In our Foodservice segment, customer-specific models of the Frymaster Protector Fryer are facilitating use of healthier, zero-trans-fat oil by reducing the amount of oil required to produce consumer-favorite items. We have introduced our first model in a new category of blended ice machines which produce portion-controlled coffee, fruit, yogurt and other flavored "smoothie" drinks in demand by consumers who crave fresh, healthy meal alternatives. We continue to develop resource-saving and reduced environmental footprint products such as our re-engineered Manitowoc S-Series ice machines with reduced energy and water consumption, built from materials that are more easily recycled, and shipped in packaging with more recycled content.

In 2010, the U.S. Environmental Protection Agency ("EPA") and Energy Star recognized our Foodservice segment as an Energy Star Partner of the Year for its contribution to reducing

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greenhouse gas emissions by manufacturing energy-efficient products and helping to educate consumers about those products. In 2010, the EPA named our Kysor Warren brand a GreenChill Distinguished Partner.

Focus on capital and operating efficiency

We manage our business using various qualitative and quantitative measures of success, including an overarching commitment to the framework of economic value-added (EVA®), which drives us to deploy capital in areas with the greatest expected after-tax returns in excess of the cost of capital employed. We will continue to manage our business with rigorous financial and operating discipline aimed at continuously improving value for our shareholders, customers, employees and communities. Operational excellence is one of our seven strategic imperatives and is very important to maintaining and growing our market positions in both segments. The principles of lean manufacturing and Six-Sigma are ingrained in a continuous improvement culture in both the Crane and Foodservice segments.

Optimize global footprint

Over the long-term, we plan to continue to optimize our manufacturing, distribution and service networks in existing and select geographic markets. Where appropriate, we will continue to pursue joint ventures and licensing agreements to leverage the operating experience, technical expertise and local market knowledge of our strategic partners.

Recent development senior secured credit agreement amendment

In October 2010, we entered into an amendment to our senior secured credit agreement to eliminate our total leverage covenant and to provide incremental flexibility under the consolidated interest coverage covenant. We also amended the senior secured leverage covenant to tighten this ratio commensurate with the use of proceeds from the notes. In addition, we adjusted the limitations on capital expenditures and acquisitions to provide more flexibility in the future as our senior secured leverage ratio improves. The operational effectiveness of this amendment is conditioned upon the closing of the offering of the notes.

Financial update

The following information represents our preliminary results as of and for the three months ended September 30, 2010:

- Net sales of approximately $880 million; 50 percent Cranes and 50 percent Foodservice;
- Crane segment operating earnings of approximately $16 million;
- Foodservice segment operating earnings of approximately $64 million;
- Crane segment backlog at September 30, 2010 of approximately $450 million;
- Cash interest expense of approximately $46 million;
- Capital expenditures in the quarter of approximately $8 million;
- Total debt reduction during the quarter of approximately $40 million to $2.168 billion; and

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Total liquidity of approximately $480 million, consisting of cash availability and borrowing capacity under our $400 million revolving credit facility.

The preliminary financial results presented above are subject to the completion of our financial closing procedures. Those procedures have not been completed. Accordingly, these results may change and those changes may be material.

The preliminary financial data included in this prospectus supplement has been prepared by and is the responsibility of our company's management. PricewaterhouseCoopers LLP has not audited, reviewed, compiled or performed any procedures with respect to the accompanying preliminary financial data. Accordingly, PricewaterhouseCoopers LLP does not express an opinion or any other form of assurance with respect thereto.

Corporate information

The Manitowoc Company, Inc. was founded in 1902. Our principal executive offices are located at 2400 South 44th Street, Manitowoc, Wisconsin 54220, telephone (920) 684-4410.

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Summary historical consolidated financial data

The following summary historical financial data have been derived from our consolidated financial statements. This data should be read in conjunction with our financial statements and "Management's Discussion and Analysis of Financial Condition and Results of Operations" included in our Annual Report on Form 10-K for the year ended December 31, 2009 and "Management's Discussion and Analysis of Financial Condition and Results of Operations" included in our Quarterly Report on Form 10-Q for the quarter ended June 30, 2010 incorporated by reference into this prospectus supplement. Results of the Marine segment in each of the periods ending on or prior to December 31, 2008 and the results of substantially all Enodis ice businesses and certain Enodis non-ice businesses in the years ended December 31, 2009 and 2008 and the six months ended June 30, 2009, have been classified as discontinued operations in the Consolidated Financial Statements to exclude the results from our results from continuing operations. In addition, the earnings (loss) from discontinued operations include the impact of changes in estimates to certain retained liabilities for operations sold or closed in periods prior to those presented. For businesses acquired during the time periods presented, results are included in the table from their acquisition date.

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(In millions)	Year ended December 31 2009	2008*	2007	Six months ended June 30 2010	2009*
Net Sales					
Cranes and Related Products	$2,285.0	$3,882.9	$3,245.7	$ 818.5	$1,325.2
Foodservice Equipment	1,497.6	620.1	438.3	780.0	737.1
Total	3,782.6	4,503.0	3,684.0	1,598.5	2,062.3
Gross Profit	824.6	1,015.8	861.5	385.1	441.8
Earnings (Loss) from Operations					
Cranes and Related Products	145.0	555.6	470.5	43.1	106.0
Foodservice Equipment	174.3	56.8	61.3	104.4	73.9
Corporate, gain (loss) on sale of parts line and pension settlements	(47.8)	(51.7)	(50.2)	(21.2)	(25.4)
Amortization expense	(39.5)	(11.6)	(5.8)	(19.8)	(16.7)
Goodwill impairment	(548.8)				(548.8)
Intangible asset impairment	(151.2)				(151.2)
Restructuring and integration expense	(43.2)	(29.3)		(1.7)	(29.4)
Total	(511.2)	519.8	475.8	104.8	(591.6)
Interest expense and amortization of deferred financing fees	(202.8)	(54.1)	(36.2)	(95.9)	(96.1)
Loss on debt extinguishment and purchase price hedges	(9.2)	(383.5)	(12.5)	(15.7)	(1.1)
Other income (expense) net	17.8	(3.0)	9.8	(11.8)	6.3
Earnings (loss) from continuing operations before taxes on income	(705.4)	79.2	436.9	(18.6)	(682.5)
Provision (benefit) for taxes on income	(58.8)	(19.2)	122.1	(8.9)	(67.2)
Earnings (loss) from continuing operations	(646.6)	98.4	314.8	(9.7)	(615.3)
Discontinued operations:(1)					
Earnings (loss) from discontinued operations and Gain (loss) on sale or closure of discontinued operations, net of income taxes	(60.1)	(90.3)	21.9	(0.6)	(54.5)
Net earnings (loss)	$ (706.7)	$ 8.1	$ 336.7	$ (10.3)	$ (669.8)
Less: Net earnings (loss) attributable to noncontrolling interest, net of tax	(2.5)	(1.9)		(1.2)	(1.7)
Net earnings (loss) attributable to Manitowoc	(704.2)	10.0	336.7	(9.1)	(668.1)
Amounts attributable to the Manitowoc common shareholders:					
Earnings (loss) from continuing operations	(644.1)	100.3	314.8	(8.5)	(613.6)
	(35.9)	(143.4)	21.9	(0.6)	(31.4)

Earnings (loss) from discontinued operations, net of income taxes					
Gain (loss) on sale of discontinued operations, net of income taxes	(24.2)	53.1			(23.1)
Net earnings (loss) attributable to Manitowoc	$ (704.2)	$ 10.0	$ 336.7	$ (9.1)	$ (668.1)
Adjusted EBITDA(2)	$ 383.2	$ 840.9	$ 571.6	$ 167.3	$ 208.9
Crane Backlog	$ 572.7	$1,948.0	$2,877.2	$ 530.8	$ 900.5
Cash Flow provided by (used for) Operations	$ 338.6	$ 309.0	$ 244.0	$ 12.9	$ (17.9)
Cash and Cash Equivalents	$ 105.8	$ 173.0	$ 366.9	$ 115.0	$ 120.0
Total Assets	$4,278.7	$6,086.1	$2,871.4	$4,240.8	$4,860.5
Net Working Capital(3)	$ 580.0	$ 896.9	$ 484.1	$ 600.5	$ 904.1
Total Debt	$2,172.4	$2,655.3	$ 230.6	$2,207.0	$2,172.4
Depreciation and Amortization	$ 131.1	$ 91.8	$ 86.0	$ 69.8	$ 65.8
Capital Expenditures	$ 72.5	$ 150.3	$ 112.8	$ 16.3	$ 44.3

* During the quarter ended September 30, 2009, we identified an adjustment to the income tax provision that should have been included in our previously filed financial statements included in our Annual Report on Form 10-K for the year ended December 31, 2008. The issue was discovered during the process of reconciling the income tax provision in the financial statements to the 2008 income tax return and the required adjustment resulted in a decrease in income tax expense, an increase in refundable income taxes and an increase in retained earnings of $20.7 million, which has been reflected in the financial data above, for the year ended December 31, 2008. The adjustment also resulted in an increase to our previously reported 2008 earnings per diluted share by $0.16. There was no impact to the 2008 cash flows from operating activities as the increase in net earnings was offset by the increase in refundable income taxes.

We do not believe that the adjustments to the provision for income taxes, refundable income taxes, and retained earnings described above are material to our results of operations, financial position or cash flows for any of our previously filed annual or quarterly financial statements. Accordingly, the 2008 financial data above, as well as the financial statements in our Annual

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Report on Form 10-K for the year ended December 31, 2009, were revised to reflect the adjustment to income tax expense, refundable income taxes and retained earnings discussed above.

During the fourth quarter of 2009, we identified adjustments to correct an error to the amortization of deferred financing fees that reduce the expenses recognized in our Quarterly Reports on Form 10-Q for each of the first three quarters of 2009 by $0.4 million, $5.8 million, and $5.0 million, respectively. The net-of-tax effect of these adjustments increased our previously reported 2009 earnings per share by $0.00, $0.03, and $0.02 for the quarters ended March 31, June 30 and September 30, 2009, respectively. These adjustments also increased the unamortized portion of deferred financing fees included in long term assets by $11.2 million, increased income taxes payable and deferred tax liabilities by $4.3 million, and increased retained earnings by $6.9 million as of September 30, 2009.

There was no impact to quarterly cash flows in 2009 as the increase in net earnings was offset by the decrease in the non-cash reconciling items for deferred financing fee amortization and deferred taxes. We do not believe that these adjustments are material to our results of operations, financial position or cash flows for any of our previously filed quarterly financial statements. Accordingly, we have revised our 2009 quarterly financial statements within our Quarterly Reports on Form 10-Q for the first two quarters of 2010, and will do so in our Quarterly Report on Form 10-Q for the third quarter of 2010.

(1) Discontinued operations represent the results of operations and gain or loss on sale or closure of the Marine segment, substantially all Enodis ice businesses and certain Enodis non-ice businesses, Delta Manlift SAS, DRI and Toledo Ship Repair, which either qualified for discontinued operations treatment, or were sold or closed during 2009 or 2008.

(2) Adjusted EBITDA, as defined under our senior secured credit agreement and used in this prospectus supplement consists of our earnings (loss) from continuing operations before interest, income taxes, depreciation, and amortization, without giving effect to (a) any extraordinary gains, extraordinary losses or other extraordinary non-cash charges or benefits, (b) any gains or losses from sales of assets other than from sales of inventory in the ordinary course of business, (c) fees, expenses and charges incurred or recorded (i) prior to December 31, 2008 in connection with the Enodis acquisition, the execution, delivery and performance of the senior secured credit agreement or divestiture transactions required by government authorities in connection with the Enodis acquisition (Divestiture Transactions) up to an aggregate amount of $25,000,000 or (d) fees, expenses and charges incurred or recorded after December 31, 2008 and prior to December 31, 2009 in connection with Divestiture Transactions.

We believe Adjusted EBITDA is a useful financial performance measure for our debt holders and us and is a complement to net income determined in accordance with U.S. GAAP. Because it excludes interest and income taxes, Adjusted EBITDA provides insight with respect to our ongoing operating results irrespective of our capital structure, and because it excludes depreciation and amortization, Adjusted EBITDA provides a basis for measuring our financial performance unrelated to historical cost or carrying value of long-lived assets. We believe that the disclosure of the calculation of Adjusted EBITDA provides information that is useful to an investor's understanding of our liquidity and financial flexibility. Adjusted EBITDA is also an important metric because it relates directly to our ability to comply with our financial covenants in our senior secured credit facilities and as such, we believe Adjusted EBITDA is material to an understanding of our financial condition.

Adjusted EBITDA is not a measurement of financial performance or liquidity under GAAP. Adjusted EBITDA should not be construed as an alternative to earnings from operations as determined in accordance with generally accepted accounting principles as an indicator of our operating performance, or as an alternative to cash flows from operating activities as determined in accordance with generally accepted accounting principles as a measure of liquidity. We have significant uses of cash flows, including capital expenditures and debt principal repayments that are not reflected in Adjusted EBITDA. It should also be noted that not all companies that report Adjusted EBITDA information calculate Adjusted EBITDA in the same manner as we do.

The following is a reconciliation of earnings (loss) from continuing operations to Adjusted EBITDA for the periods above:

	Year ended December 31			Six months ended June 30	
(In millions)	**2009**	**2008**	**2007**	**2010**	**2009**
Earnings (loss) from continuing operations	$ (646.6)	$ 98.4	$ 314.8	$ (9.7)	$ (615.3)
Interest expense	202.8	54.1	36.2	95.9	96.1
Income taxes	(58.8)	(19.2)	122.1	(8.9)	(67.2)
Depreciation & amortization	131.1	91.8	86.0	69.8	65.8
Restructuring charges(a)	39.6	21.7		1.7	25.9
Early extinguishment of debt(b)	9.2	4.1	12.5	15.7	1.1
Expenses incurred associated with the Enodis acquisition(c)		19.2			
Pre acquisition Enodis EBITDA add back(d)		176.5			
Purchase accounting adjustments(e)		14.6			
Losses on sale of fixed assets(f)	3.4	0.3		0.3	
Purchase price hedge loss(g)		379.4			
Change in accounting(h)	2.5				2.5
Asset impairment(i)	700.0				700.0
Other				2.5	
Adjusted EBITDA	**$ 383.2**	**$ 840.9**	**$ 571.6**	**$ 167.3**	**$ 208.9**

(a) Relates to severance and other employee reduction costs incurred in the period in both segments and all regions, and the closure of certain Foodservice facilities that became redundant as a result of the Enodis acquisition.

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(b)
Represents the accelerated amortization of deferred financing fees as a result of principal payments of debt prior to the required payment schedule.

(c)
Represents non-recurring fees, cash charges and other cash expenses incurred in connection with our acquisition of Enodis in the fourth quarter of 2008.

d)
Reflects the allowed addition of proforma EBITDA of the acquired company for preacquisition periods, which includes, for the year ended December 31, 2008, $45.8 million related to Enodis Ice businesses that were disposed of in 2009.

(e)
Represents amortization of the write-up of inventory included in cost of sales resulting from purchase accounting adjustments made following the acquisition of Enodis.

(f)
Represents losses on the sale of certain assets which were deemed to be redundant due to changes in manufacturing processes or obsolescence.

(g)
In conjunction with the acquisition of Enodis, we were required by the lenders' commitment to hedge the Great British Pound purchase price. The settlement of this hedge resulted in an expense equal to the amount above the then foreign currency market rate which was added back to earnings from continuing operations.

(h)
Reflects the write-off of acquisition fees on January 1, 2009 concurrent with the adoption of FASB Accounting Standards Codification Topic 805.

(i)
Represents the non-cash goodwill and other intangible asset impairment charges taken in the first quarter of 2009.

(3)
Working capital is defined as net inventory plus net accounts receivable less trade accounts payable.

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The offering

The following summary contains basic information about the notes and is not intended to be complete. For a more complete understanding of the notes, please refer to "Description of notes."

Issuer	The Manitowoc Company, Inc.
Securities	$600,000,000 aggregate principal amount of 8.50% Senior Notes due 2020.
Maturity	The notes will mature on November 1, 2020.
Interest Payment Dates	May 1 and November 1 of each year, beginning May 1, 2011.
Optional Redemption	At any time on or after November 1, 2015, we may redeem the notes, in whole or in part, at the redemption prices set forth under "Description of notes Redemption Optional redemption." In addition, prior to November 1, 2015, we may redeem the notes at a "make-whole" premium. At any time prior to November 1, 2013, we may redeem up to 35% of the notes with the net cash proceeds of certain equity offerings at the redemption prices set forth under "Description of notes Redemption Optional redemption upon public equity offerings."
Ranking	The notes will be our senior unsecured obligations. Accordingly, they will rank: equally in right of payment with all of our existing and future senior indebtedness, including our senior secured credit facilities and existing senior notes; senior to all existing and future subordinated indebtedness; effectively subordinated to all existing and future senior secured indebtedness, including our senior secured credit facilities, to the extent of the value of the collateral securing such indebtedness; and structurally subordinated to all existing and future indebtedness and other liabilities of our non-guarantor subsidiaries (other than indebtedness and liabilities owed to us).

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At June 30, 2010, on an as adjusted basis giving effect to the paydown of $25.0 million of our Term Loan B during the quarter ended September 30, 2010 with cash from operations, the sale of the notes in this offering and the application of the estimated gross proceeds of this offering as described under "Use of proceeds," we had $980.6 million of secured indebtedness outstanding on a consolidated basis.

Guarantees

The notes will be jointly and severally, fully and unconditionally guaranteed on a senior unsecured basis by all of our existing and future subsidiaries that guarantee our senior secured credit facilities. Each subsidiary guarantee will rank:

- equally in right of payment with the existing and future senior indebtedness of the guarantors, including guarantees of our senior secured credit facilities and existing senior notes;
- senior to the existing and future subordinated indebtedness of the guarantors;
- effectively subordinated to all existing and future secured indebtedness of the guarantors, including guarantees of our senior secured credit facilities, to the extent of the value of the collateral securing such indebtedness; and
- structurally subordinated to all existing and future indebtedness and other liabilities of our non-guarantor subsidiaries (other than indebtedness and liabilities owed to us).

Not all of our subsidiaries will guarantee the notes. As of June 30, 2010, our non-guarantor subsidiaries had $2.0 billion of liabilities (to which the notes would have been structurally subordinated) and $4.7 billion of assets. For the six months ended June 30, 2010, our non-guarantor subsidiaries generated $942.9 million of sales and $22.4 million of earnings from continuing operations.

Covenants

The indenture governing the notes will contain covenants that, among other things, limit our ability and/or our subsidiaries' ability to:

- pay dividends or make other restricted payments;
- incur additional debt or issue preferred stock;
- create or permit to exist certain liens;

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	incur restrictions on the ability of certain of our subsidiaries to pay dividends or other payments; consolidate, merge or transfer all or substantially all of our assets; enter into transactions with affiliates; and sell or dispose of our assets. However, each of these covenants is subject to a number of significant exceptions. You should read "Description of notes Certain covenants" for a description of these covenants.
Change of Control	Upon the occurrence of a "change of control" as defined under "Description of notes Change of control," we will be required to make an offer to purchase the notes at a price equal to 101% of their principal amount, plus any accrued and unpaid interest to, but not including, the date of repurchase.
Absence of Public Market for the Notes	There is currently no established public trading market for the notes. We do not intend to apply for a listing of the notes on any securities exchange or an automated dealer quotation system. Accordingly, there can be no assurance as to the development or liquidity of any market for the notes. The underwriters have advised us that they currently intend to make a market in the notes. However, they are not obligated to do so, and may discontinue any market-making activities at any time without notice.
Use of Proceeds	We intend to use the net proceeds from this offering to repay a portion of the outstanding borrowings under our senior secured credit facilities. See "Use of proceeds."
Form	The notes will be represented by registered global securities registered in the name of Cede & Co., the nominee of the depositary, The Depository Trust Company, or DTC. Beneficial interests in the notes will be shown on, and transfers will be effected through, records maintained by DTC and its participants.
Risk Factors	See "Risk factors" beginning on page S-17 of this prospectus supplement for important information regarding us and an investment in the notes.

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Risk factors

You should carefully consider each of the risks set forth below. If any of the events contemplated by the risks set forth below actually occur, then our business, financial condition or results of operations could be materially adversely affected. As a result of these and other factors, the value of the notes could decline, and you may lose all or part of your investment.

Risks related to the notes

We have a substantial amount of indebtedness which could adversely affect our financial position and prevent us from fulfilling our obligations under the notes.

We currently have, and following this offering will continue to have, a substantial amount of indebtedness. As of June 30, 2010, after giving effect to the paydown of $25.0 million of our Term B Loan during the quarter ended September 30, 2010 with cash from operations, the issuance of the notes offered hereby and the application of the net proceeds from the offering, we would have had total debt of approximately $2,198.1 million, including $600.0 million of notes offered hereby, $400.0 million of our 9$^{1}/_{2}$% senior notes due 2018 ("2018 Notes"), $150 million of our 7$^{1}/_{8}$% senior notes due 2013 ("2013 Notes" and, together with the 2018 Notes, the "Existing Senior Notes") and $962.7 million of borrowings under our senior secured credit facilities. In addition, we would have had approximately $360.0 million of available borrowing capacity under the $400.0 million revolving facility portion of our senior secured credit facilities at June 30, 2010. We borrow under our revolving credit facility from time to time on an intraquarter basis to fund our ordinary course working capital needs and as a result our senior secured debt levels may be higher (and borrowing capacity lower) during the middle of any fiscal quarter than at quarter end. We may also incur significant additional indebtedness in the future. Our substantial indebtedness may:

- make it difficult for us to satisfy our financial obligations, including making scheduled principal and interest payments on the notes and our other indebtedness;
- limit our ability to borrow additional funds for working capital, capital expenditures, acquisitions or other general business purposes;
- require us to use a substantial portion of our cash flow from operations to make debt service payments, thereby limiting our ability to use such cash flow for future working capital, capital expenditures, acquisitions or other general business purposes;
- limit our flexibility to plan for, or react to, changes in our business and industry;
- place us at a competitive disadvantage compared to our less leveraged competitors; and
- increase our vulnerability to the impact of adverse economic and industry conditions.

Our credit facilities and other debt instruments have restrictive covenants that could limit our financial flexibility.

Our senior secured credit facilities and the indentures related to our Existing Senior Notes contain, and the indenture that will govern the notes offered hereby will contain, financial and other restrictive covenants that limit our ability to engage in activities that may be in our long-term best interests. Our ability to borrow under our senior secured credit facilities is

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subject to compliance with certain financial covenants, including an interest coverage ratio. Our senior secured credit facilities include other restrictions that, among other things, limit our ability to incur indebtedness; grant liens; engage in mergers, consolidations and liquidations; make asset dispositions, restricted payments and investments; enter into transactions with affiliates; and amend, modify or prepay certain indebtedness. The indentures related to our Existing Senior Notes contain, and the indenture that will govern the notes offered hereby will contain, limitations on our ability to effect mergers and change of control events, as well as other limitations, including limitations on:

- the declaration and payment of dividends or other restricted payments;
- incurring additional indebtedness or issuing preferred stock;
- the creation or existence of certain liens;
- incurring restrictions on the ability of certain of our subsidiaries to pay dividends or other payments;
- transactions with affiliates; and
- sales of assets.

See "Description of notes Certain covenants" and "Description of other indebtedness." We report the status of our compliance with these covenants quarterly. Our failure to comply with these covenants could result in an event of default that, if not cured or waived, could result in the acceleration of substantially all of our funded debt. We do not have sufficient working capital to satisfy our debt obligations in the event of an acceleration of all or a significant portion of our outstanding indebtedness.

Despite our current level of indebtedness, we may still be able to incur substantially more indebtedness. This could exacerbate the risks associated with our substantial indebtedness.

We and our subsidiaries may be able to incur substantial additional indebtedness in the future. The terms of our senior secured credit facilities and the indentures governing our Existing Senior Notes limit, and the indenture governing the notes offered hereby will limit, but do not prohibit, us or our subsidiaries from incurring additional indebtedness. If we incur any additional indebtedness that ranks equally with the notes and the guarantees, the holders of that indebtedness will be entitled to share ratably with the holders of notes and the guarantees in any proceeds distributed in connection with any insolvency, liquidation, reorganization, dissolution or other winding-up of us. Subject to restrictions in our senior secured credit facilities and the indentures, we also have the ability to incur additional secured indebtedness that would be effectively senior to the notes offered hereby. We borrow under our revolving credit facility from time to time on an intraquarter basis to fund our ordinary course working capital needs and as a result our secured indebtedness levels may be higher during the middle of any fiscal quarter than at quarter end. This may have the effect of reducing the amount of proceeds paid to you. If new indebtedness is added to our current debt levels, the related risks that we and our subsidiaries now face could intensify.

Servicing our indebtedness will require a significant amount of cash. Our ability to generate cash depends on many factors beyond our control.

Our ability to make payments on and to refinance our indebtedness and to fund planned capital expenditures will depend on our ability to generate cash in the future. This, to some extent, is subject to general economic, financial, competitive, legislative, regulatory, and other factors that are beyond our control.

The risk exists that our business will be unable to generate sufficient cash flow from operations or that future borrowings will not be available to us under our senior secured credit facilities in an amount sufficient to enable us to pay our indebtedness, including our senior secured credit facilities, a portion of which matures in 2013, with the remainder maturing in 2014, our Existing Senior Notes and the notes offered hereby, or new debt securities, or to fund our other liquidity needs. As a result, we may need to refinance all or a portion of such indebtedness. We may not, however, be able to refinance any of such indebtedness on commercially reasonable terms or at all.

We are required to repurchase all or a portion of our senior notes, including the notes offered hereby, upon a change of control.

Upon certain change of control events, as that term is defined in the indentures for our Existing Senior Notes and the notes to be offered hereby, including a change of control caused by an unsolicited third party, we are required to make an offer in cash to repurchase all or any part of each holder's notes at a repurchase price equal to 101% of the principal thereof, plus accrued interest. The source of funds for any such repurchase would be our available cash or cash generated from operations or other sources, including borrowings, sales of equity or funds provided by a new controlling person or entity. Sufficient funds may not be available to us, however, at the time of any change of control event to repurchase all or a portion of the tendered notes pursuant to this requirement. Our failure to offer to repurchase notes, or to repurchase notes tendered, following a change of control will result in a default under the indentures, which could lead to a cross-default under our senior secured credit facilities and under the terms of our other indebtedness. In addition, our senior secured credit facilities restrict our ability to make any such required repurchases. Prior to repurchasing the notes upon a change of control event, we must either repay outstanding indebtedness under our senior secured credit facilities or obtain the consent of the lenders under our credit facilities. If we do not obtain the required consents or repay our outstanding indebtedness under our senior secured credit facilities, we would remain effectively prohibited from offering to purchase the notes. See "Description of notes Change of control."

The notes offered hereby and the related guarantees will be unsecured and effectively subordinated to our and the guarantors' existing and future secured indebtedness.

The notes offered hereby and the related guarantees will be general unsecured obligations ranking effectively junior in right of payment to all of our existing and future secured indebtedness and that of each guarantor, including indebtedness under our senior secured credit facilities. Additionally, the indenture governing the notes offered hereby will permit us to incur additional secured indebtedness in the future. In the event that we or a guarantor is declared bankrupt, becomes insolvent or is liquidated or reorganized, any indebtedness that is effectively senior to the notes and the guarantees will be entitled to be paid in full from our assets or the assets of the guarantor, as applicable, securing such indebtedness before any payment may be made with respect to the notes or the affected guarantees. Holders of notes will participate ratably with all holders of our unsecured indebtedness that is deemed to be of the same class as the notes, and potentially with all of our other general creditors, based upon the respective amounts owed to each holder or creditor, in our remaining assets. As of June 30, 2010, after giving effect to the paydown of $25.0 million of our Term B Loan during the quarter ended September 30, 2010 with cash from operations, the issuance of the notes offered hereby and the contemplated use of proceeds, the notes and the guarantees would have been effectively subordinated to $980.6 million of senior secured indebtedness and we would have been able to incur an additional $400.0 million of indebtedness under our senior secured credit facilities on such date, subject to compliance with financial covenants in our senior secured credit facilities, all of which would have also been effectively senior to the notes and the guarantees.

If our subsidiaries do not make sufficient distributions to us, we will not be able to make payments on our debt, including the notes.

We are a holding company with no material operations and only limited assets. Because our operations are conducted primarily by our subsidiaries, our cash flows and our ability to service indebtedness, including our ability to pay the interest on and principal of the notes, depend to a large extent upon cash dividends and distributions or other transfers from our subsidiaries. In addition, any payment of dividends, distributions, loans or advances by our subsidiaries to us could be subject to restrictions on dividends or repatriation of earnings under applicable local law, monetary transfer restrictions and foreign currency exchange regulations in the jurisdictions in which our subsidiaries operate, and any restrictions imposed by the current and future debt instruments of our subsidiaries. Such payments to us by our subsidiaries are contingent upon our subsidiaries' earnings.

Our subsidiaries are separate and distinct legal entities and, except for those subsidiaries that will act as guarantors of the notes, have no obligation, contingent or otherwise, to pay any amounts due pursuant to the notes or to make any funds available, whether by dividends, loans, distributions or other payments, and will not guarantee the payment of interest on, or principal of, the notes. Any right that we have to receive any assets of any of our subsidiaries that are not guarantors upon the liquidation or reorganization of any such subsidiary, and the consequent right of holders of notes to realize proceeds from the sale of their assets, will be structurally subordinated to the claims of that subsidiary's creditors, including trade creditors and holders of debt issued by the subsidiary. Unrestricted subsidiaries under the indenture will also not be subject to the covenants in the indenture.

The assets of our subsidiaries that are not guarantors will be subject to prior claims by creditors of those subsidiaries.

You will not have a claim as a creditor against our subsidiaries that are not guarantors of the notes. Our existing and future foreign subsidiaries will not guarantee the notes. Therefore, the assets of our non-guarantor subsidiaries will be subject to prior claims by creditors of those subsidiaries, whether secured or unsecured.

As of June 30, 2010, our non-guarantor subsidiaries had $2.0 billion of liabilities (to which the notes would have been structurally subordinated) and $4.7 billion of assets. For the six months ended June 30, 2010, our non-guarantor subsidiaries generated $942.9 million of sales and $22.4 million of earnings from continuing operations.

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A subsidiary guarantee could be voided if it constitutes a fraudulent transfer under U.S. bankruptcy or similar state law, which would prevent the holders of notes from relying on that subsidiary to satisfy claims.

Under the U.S. Bankruptcy Code and comparable provisions of state fraudulent transfer laws, a guarantee can be voided, or claims under the guarantee may be subordinated to all other debts of that guarantors if, among other things, the guarantor, at the time it incurred the indebtedness evidenced by its guarantee or, in some states, when payments become due under the guarantee, received less than reasonably equivalent value or fair consideration for the incurrence of the guarantee and:

- was insolvent or rendered insolvent by reason of such incurrence;
- was engaged, or about to engage, in a business or transaction for which the guarantor's remaining assets constituted unreasonably small capital; or
- intended to incur, or believed that it would incur, debts beyond its ability to pay those debts as they mature.

A guarantee may also be voided, without regard to these factors, if a court finds that the guarantor entered into the guarantee with the actual intent to hinder, delay or defraud its creditors. A court would likely find that a guarantor did not receive reasonably equivalent value or fair consideration for its guarantee if the guarantor did not substantially benefit directly or indirectly from the issuance of the guarantees. If a court were to void a guarantee, you would no longer have a claim against the guarantor. Sufficient funds to repay the notes may not be available from other sources, including the remaining guarantors, if any. In addition, the court might direct you to repay any amounts that you already received from the subsidiary guarantor. The measures of insolvency for purposes of fraudulent transfer laws vary depending upon the governing law. Generally, a guarantor would be considered insolvent if, at the time it issued the guarantee:

- the sum of its debts, including contingent liabilities, were greater than the fair saleable value of all its assets;
- the present fair saleable value of its assets is less than the amount that would be required to pay its probable liability on its existing debts, including contingent liabilities, as they become absolute and mature; or
- it could not pay its debts as they become due.

Each subsidiary guarantee will contain a provision intended to limit the guarantor's liability to the maximum amount that it could incur without causing the incurrence of obligations under its subsidiary guarantee to be a fraudulent transfer. This provision may not be effective to protect the subsidiary guarantees from being voided under fraudulent transfer law. In a recent Florida bankruptcy case, this kind of provision was found to be ineffective to protect the guarantees.

There is no established public trading market for the notes.

The notes will constitute a new issue of securities with no established trading market. Accordingly, there can be no assurance as to the development or liquidity of any market for the notes. The underwriters have advised us that they currently intend to make a market in the notes, but they are not obligated to do so and any market making with respect to the notes may be discontinued at any time without notice. Accordingly, there can be no assurance regarding any future development of a trading market for the notes or the ability of holders of notes to sell their notes at all or the price at which such holders may be able to sell their notes. If a trading market were to develop, the notes may trade at prices that are higher or lower than their initial offering price, depending on many factors, including prevailing interest rates, our operating results and financial condition and the market for similar securities.

The notes may be issued with original issue discount for U.S. federal income tax purposes.

The notes may be issued with original issue discount ("OID") for U.S. federal income tax purposes to the extent that the issue price of the notes is less than their stated principal amount by more than a de minimis amount. U.S. Holders, whether on the cash or accrual method of tax accounting, will be required to include any amounts representing OID in gross income (as ordinary income) on a constant yield to maturity basis for U.S. federal income tax purposes in advance of the receipt of cash payments to which such income is attributable. For further discussion, see "Certain U.S. federal income tax consequences."

If the notes are issued with OID and a bankruptcy petition were filed by or against us, holders of notes may receive a lesser amount for their claim than they would have been entitled to receive under the indenture governing the notes.

If the notes are issued with OID and a bankruptcy petition were filed by or against us under the U.S. Bankruptcy Code after the issuance of the notes, the claim by any holder of the notes for the principal amount of the notes may be limited to an amount equal to the sum of:

- the original issue price for the notes; and
- that portion of the original issue discount that does not constitute "unmatured interest" for purposes of the U.S. Bankruptcy Code.

Any original issue discount that was not amortized as of the date of the bankruptcy filing would constitute unmatured interest. Accordingly, holders of notes under these circumstances may receive a lesser amount than they would be entitled to under the terms of the indenture governing the notes, even if sufficient funds are available.

Risks related to our business

Some of our business segments are cyclical or are otherwise sensitive to volatile or variable factors. A downturn or weakness in overall economic activity or fluctuations in those other factors can have a material adverse effect on us.

Historically, sales of products that we manufacture and sell have been subject to cyclical variations caused by changes in general economic conditions and other factors. In particular, the demand for our crane products is cyclical and is impacted by the strength of the economy generally, the availability of financing and other factors that may have an effect on the level of construction activity on an international, national or regional basis. During periods of expansion in construction activity, we generally have benefited from increased demand for our products. Conversely, during recessionary periods, we have been adversely affected by reduced demand for our products. In addition, the strength of the economy generally may affect the rates of expansion, consolidation, renovation and equipment replacement within the restaurant, lodging, convenience store and healthcare industries, which may affect the performance of our Foodservice segment. Furthermore, an economic recession may impact leveraged companies, such as Manitowoc, more than competing companies with less leverage and may have a material adverse effect on our financial condition, results of operations and cash flows. See "Risks related to the notes We have a substantial amount of indebtedness which could adversely affect our financial position and prevent us from fulfilling our obligations under the notes."

Products in our Crane segment depend in part on federal, state, local and foreign governmental spending and appropriations, including infrastructure, security and defense outlays. Reductions in governmental spending can reduce demand for our products, which in turn can affect our performance. Weather conditions can substantially affect our Foodservice segment, as relatively cool summer weather and cooler-than-normal weather in hot climates tend to decrease sales of ice and beverage dispensers. Our sales depend in part upon our customers' replacement or repair cycles. Adverse economic conditions, such as those experienced in fiscal 2009 and the first half of 2010, may cause customers to forego or postpone new purchases in favor of repairing existing machinery.

A substantial portion of our growth has come through acquisitions. We may not be able to identify or complete future acquisitions, which could adversely affect our future growth.

Our growth strategy historically has been based in part upon acquisitions. Our successful growth through acquisitions depends upon our ability to identify and successfully negotiate suitable acquisitions, obtain financing for future acquisitions on satisfactory terms or otherwise complete acquisitions in the future. In addition, our level of indebtedness may increase in the future if we finance other acquisitions with debt. This would cause us to incur additional interest expense and could increase our vulnerability to general adverse economic and industry conditions and limit our ability to service our debt or obtain additional financing. See "Risks related to the notes We have a substantial amount of indebtedness which could adversely affect our financial position and prevent us from fulfilling our obligations under the notes." Furthermore, our current leverage position may prevent us from pursuing potential acquisition candidates until we are able to reduce our debt and leverage to a point where additional debt could be incurred to support the financing of such an acquisition. We cannot assure that future acquisitions will not have a material adverse effect on our financial condition, results of operations and cash flows.

Our future success depends on our ability to effectively integrate acquired companies and manage growth.

Our growth has placed, and will continue to place, significant demands on our management and operational and financial resources. We have made significant acquisitions since 1995. Future acquisitions will require integration of the acquired companies' sales and marketing, distribution, manufacturing, engineering, purchasing, finance and administrative organizations. Our history has demonstrated that the successful integration of acquired businesses requires substantial attention from our senior management and the management of the acquired companies, which tends to reduce the time that they have to manage the ongoing business. We are currently in the process of integrating the Enodis acquisition. While we believe we have successfully integrated our acquisitions prior to Enodis and we believe we are on track to complete a successful integration of the Enodis acquisition, we cannot assure you that we will

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be able to integrate Enodis or any future acquisitions successfully, that the acquired companies will operate profitably or that the intended beneficial effect from these acquisitions will be realized. Our financial condition, results of operations and cash flows could be materially and adversely affected if we do not successfully integrate Enodis or any other future companies that we may acquire or if we do not manage our growth effectively.

Because we participate in industries that are intensely competitive, our net sales and profits could decline as we respond to competition.

We sell most of our products in highly competitive industries. We compete in each of those industries based on product design, quality of products, quality and responsiveness of product support services, product performance, maintenance costs and price. Some of our competitors may have greater financial, marketing, manufacturing and distribution resources than we do. We cannot be certain that our products and services will continue to compete successfully with those of our competitors or that we will be able to retain our customer base or improve or maintain our profit margins on sales to our customers, any of which could materially and adversely affect our financial condition, results of operations and cash flows.

If we fail to develop new and innovative products or if customers in our markets do not accept them, our results would be negatively affected.

Our products must be kept current to meet our customers' needs. To remain competitive, we therefore must develop new and innovative products on an on-going basis. If we fail to make innovations, or the market does not accept our new products, our sales and results would suffer.

We invest significantly in the research and development of new products. These expenditures do not always result in products that will be accepted by the market. To the extent they do not, whether as a function of the product or the business cycle, we will have increased expenses without significant sales to benefit us. Failure to develop successful new products may also cause potential customers to choose to purchase used equipment or competitors' products, rather than invest in new products manufactured by us.

Price increases in some materials and sources of supply could affect our profitability.

We use large amounts of steel, stainless steel, aluminum, copper and electronic controls among other items in the manufacture of our products. Occasionally, market prices of some of our key raw materials increase significantly. In particular, we have experienced significant increases in steel, aluminum, foam, and copper prices at times in recent periods, which have increased our expenses. If in the future we are not able to reduce product cost in other areas or pass raw material price increases on to our customers, our margins could be adversely affected. In addition, because we maintain limited raw material and component inventories, even brief unanticipated delays in delivery by suppliers including those due to capacity constraints, labor disputes, impaired financial condition of suppliers, weather emergencies or other natural disasters may impair our ability to satisfy our customers and could adversely affect our financial performance.

To better manage our exposures to certain commodity price fluctuations, we regularly hedge our commodity exposures through financial markets. Through this hedging we fix the future price for a portion of these commodities utilized in the production of our products. To the extent that our hedging is not successful in fixing commodity prices that are favorable in comparison to market prices at the time of purchase, we would experience a negative impact on our profit margins compared to the margins we would have realized if these price commitments were not in place, which may adversely affect our results of operations, financial condition and cash flows in future periods.

We manufacture and sell a significant portion of our products outside of the United States, which may present additional risks to our business.

For the six months ended June 30, 2010 and the years ended December 31, 2009, 2008 and 2007, approximately 54%, 51%, 58% and 56%, respectively, of our net sales were attributable to products sold outside of the United States. Expanding international sales is part of our growth strategy. We acquired 22 major manufacturing facilities with the Enodis acquisition, one of which has been closed. Of the remainder, 15 are located in North America, 4 in Europe, and 2 in Asia. International operations generally are subject to various risks, including political, military, religious and economic instability, local labor market conditions, the imposition of foreign tariffs, the impact of foreign government regulations, the impact of compliance with domestic government regulations for businesses engaged in overseas trade, the effects of income and withholding tax, governmental expropriation, and differences in business practices. We may incur increased costs and experience delays or disruptions in product deliveries and payments in connection with our international manufacturing, the integration of our new facilities and sales that could cause loss of revenue. Unfavorable changes in the political, regulatory and business climate and currency devaluations of various foreign jurisdictions could have a material adverse effect on our financial condition, results of operations and cash flows.

We depend on our key personnel and the loss of these personnel could have an adverse affect on our business.

Our success depends to a large extent upon the continued services of our key executives, managers and skilled personnel. Generally, these employees are not bound by employment or non-competition agreements, and we cannot be sure that we will be able to retain our key officers and employees. We could be seriously harmed by the loss of key personnel if it were to occur in the future.

Our operations and profitability could suffer if we experience problems with labor relations.

As of September 30, 2010, we employed approximately 13,123 people and had labor agreements with 14 union locals in North America. In addition, a large majority of our European employees belong to European trade unions, and we have three trade unions in China and one trade union in India. These collective bargaining or similar agreements expire at various times in each of the next several years. We believe that we have satisfactory relations with our unions and, therefore, anticipate reaching new agreements on satisfactory terms as the existing agreements expire. However, we may not be able to reach new agreements without a work stoppage or strike, and any new agreements that are reached may not be reached on terms satisfactory to us. These risks are heightened by the current economic environment and the headcount reductions we have undertaken over the last 12 months. A prolonged work stoppage or strike at any one of our manufacturing facilities could have a material adverse effect on our financial condition, results of operations and cash flows.

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If we fail to protect our intellectual property rights or maintain our rights to use licensed intellectual property, our business could be adversely affected.

Our patents, trademarks and licenses are important in the operation of our businesses. Although we intend to protect our intellectual property rights vigorously, we cannot be certain that we will be successful in doing so. Third parties may assert or prosecute infringement claims against us in connection with the services and products that we offer, and we may or may not be able to successfully defend these claims. Litigation, either to enforce our intellectual property rights or to defend against claimed infringement of the rights of others, could result in substantial costs and in a diversion of our resources. In addition, if a third party would prevail in an infringement claim against us, then we would likely need to obtain a license from the third party on commercial terms, which would likely increase our costs. Our failure to maintain or obtain necessary licenses or an adverse outcome in any litigation relating to patent infringement or other intellectual property matters could have a material adverse effect on our financial condition, results of operations and cash flows.

Our results of operations may be negatively impacted by product liability lawsuits.

Our business exposes us to potential product liability risks that are inherent in the design, manufacture, sale and use of our products, especially our crane products. Certain of our businesses also have experienced claims relating to past asbestos exposure. Neither we nor our affiliates have to date incurred material costs related to these asbestos claims. We vigorously defend ourselves against current claims and intend to do so against future claims. However, a substantial increase in the number of claims that are made against us or the amounts of any judgments or settlements could materially and adversely affect our reputation and our financial condition, results of operations and cash flows.

Some of our products are built under fixed-price agreements; cost overruns therefore can hurt our results.

Some of our work is done under agreements on a fixed-price basis. If we do not accurately estimate our costs, we may incur a loss under these contracts. Even if the agreements have provisions that allow reimbursement for cost overruns, we may not be able to recoup excess expenses.

Strategic or required divestitures could negatively affect our results.

We regularly review our business units and evaluate them against our core business strategies. In addition, at times we are forced by regulatory authorities to make business divestitures as a result of acquisition transactions. As a result, we regularly consider the divestiture of non-core and non-strategic, or acquisition-related operations or facilities. Depending upon the circumstances and terms, the divestiture of an operation or facility could negatively affect our earnings from continuing operations.

Environmental liabilities that may arise in the future could be material to us.

Our operations, facilities and properties are subject to extensive and evolving laws and regulations pertaining to air emissions, wastewater discharges, the handling and disposal of solid and hazardous materials and wastes, the remediation of contamination, and otherwise relating to health, safety and the protection of the environment. As a result, we are involved from time to time in administrative or legal proceedings relating to environmental and health

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and safety matters, and have in the past and will continue to incur capital costs and other expenditures relating to such matters.

Based on current information, we believe that any costs we may incur relating to environmental matters will not be material, although we can give no assurances. We also cannot be certain that identification of presently unidentified environmental conditions, more vigorous enforcement by regulatory authorities, or other unanticipated events will not arise in the future and give rise to additional environmental liabilities, compliance costs and/or penalties that could be material. Further, environmental laws and regulations are constantly evolving and it is impossible to predict accurately the effect they may have upon our financial condition, results of operations or cash flows.

We are exposed to the risk of foreign currency fluctuations.

Some of our operations are or will be conducted by subsidiaries in foreign countries. The results of the operations and the financial position of these subsidiaries will be reported in the relevant foreign currencies and then translated into U.S. dollars at the applicable exchange rates for inclusion in our consolidated financial statements, which are stated in U.S. dollars. The exchange rates between many of these non-U.S. currencies and the U.S. dollar have fluctuated significantly in recent years and may fluctuate significantly in the future. Such fluctuations may have a material effect on our results of operations and financial position and may significantly affect the comparability of our results between financial periods.

In addition, we incur currency transaction risk whenever one of our operating subsidiaries enters into a transaction using a different currency than its functional currency. We attempt to reduce currency transaction risk whenever one of our operating subsidiaries enters into a transaction using a different currency than its functional currency by:

- matching cash flows and payments in the same currency;
- direct foreign currency borrowing; and
- entering into foreign exchange contracts for hedging purposes.

However, we may not be able to hedge this risk completely or at an acceptable cost, which may adversely affect our results of operations, financial condition and cash flows in future periods.

Increased or unexpected product warranty claims could adversely affect us.

We provide our customers a warranty covering workmanship, and in some cases materials, on products we manufacture. Our warranty generally provides that products will be free from defects for periods ranging from 12 months to 60 months with certain equipment having longer term warranties. If a product fails to comply with the warranty, we may be obligated, at our expense, to correct any defect by repairing or replacing the defective product. Although we maintain warranty reserves in an amount based primarily on the number of units shipped and on historical and anticipated warranty claims, there can be no assurance that future warranty claims will follow historical patterns or that we can accurately anticipate the level of future warranty claims. An increase in the rate of warranty claims or the occurrence of unexpected warranty claims could materially and adversely affect our financial condition, results of operations and cash flows.

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Some of our customers rely on financing with third parties to purchase our products, and we may incur expenses associated with our assistance to customers in securing third-party financing.

We rely principally on sales of our products to generate cash from operations. A portion of our sales is financed by third-party finance companies on behalf of our customers. The availability of financing by third parties is affected by general economic conditions, the credit worthiness of our customers and the estimated residual value of our equipment. In certain transactions we provide residual value guarantees and buyback commitments to our customers or the third-party financial institutions. Deterioration in the credit quality of our customers or the overall health of the banking industry could negatively impact our customers' ability to obtain the resources needed to make purchases of our equipment or their ability to obtain third-party financing. In addition, if the actual value of the equipment for which we have provided a residual value guaranty declines below the amount of our guaranty, we may incur additional costs, which may negatively impact our financial condition, results of operations and cash flows.

We are in the process of implementing a global ERP system in our Crane segment.

We are in the process of implementing a new global ERP system in the Crane segment. This system will replace many of our existing operating and financial systems. Such an implementation is a major undertaking, both financially and from a management and personnel perspective. Due to current economic conditions we have delayed the previously scheduled implementation timeline for the Crane segment ERP system. One business location implemented this system in 2009, but the next business unit is not scheduled to implement this new ERP system until 2012. Should the system not be implemented successfully and within budget, or if the system does not perform in a satisfactory manner, it could be disruptive and adversely affect our operations and results of operations, including our ability to report accurate and timely financial results.

Our inability to recover from a natural or man-made disaster or similar events could adversely affect our business.

Our business and financial results may be affected by certain events that we cannot anticipate or that are beyond our control, such as natural or man-made disasters, national emergencies, significant labor strikes, work stoppages, political unrest, war or terrorist activities that could curtail production at our facilities and cause delayed deliveries and canceled orders. In addition, we purchase components, raw materials, information technology and other services from numerous suppliers, and, even if our facilities were not directly affected by such events, we could be affected by interruptions at such suppliers. Such suppliers may be less likely than our own facilities to be able to quickly recover from such events and may be subject to additional risks such as financial problems that limit their ability to conduct their operations. We cannot assure you that we will have insurance to adequately compensate us for any of these events.

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Ratio of earnings to fixed charges

The following table shows our ratio of earnings to fixed charges for the periods presented:

	Six months ended June 30,	Year ended December 31,				
	2010	2009	2008	2007	2006	2005
Ratio of earnings to fixed charges	(a)	(b)	2.2x	10.6x	5.3x	2.4x

(a) Due to our loss for the six months ended June 30, 2010, we did not have earnings adequate to cover fixed charges, and the ratio of earnings to fixed charges therefore has not been presented for that period. The coverage deficiency necessary for the ratio of earnings to fixed charges to equal 1.00x (one-to-one coverage) was $18.6 million for the six months ended June 30, 2010.

(b) Due to our loss for the year ended December 31, 2009, we did not have earnings adequate to cover fixed charges, and the ratio of earnings to fixed charges therefore has not been presented for that period. The coverage deficiency necessary for the ratio of earnings to fixed charges to equal 1.00x (one-to-one coverage) was $705.4 million for the year ended December 31, 2009.

For the purposes of computing this ratio, "earnings" consist of income from continuing operations before income taxes and income from equity affiliates plus (a) amortization of previously capitalized interest, (b) distributed income from equity affiliates and (c) fixed charges, minus (a) interest capitalized during the period and (b) the noncontrolling interest in pre-tax income of subsidiaries that have not incurred fixed charges. "Fixed charges" consist of (i) interest incurred (both expensed and capitalized) and amortization of debt expense plus (ii) the portion of rent expense representative of a reasonable approximation of the interest factor.

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Use of proceeds

We estimate that we will receive net proceeds from this offering of approximately $583.7 million, after deducting underwriting discount and other offering expenses. We intend to use the net proceeds from this offering to repay amounts outstanding under our term loan A and term loan B facilities on a pro rata basis based on their respective amounts outstanding. As of June 30, 2010, the aggregate principal amount outstanding under our term loan A and term loan B facilities was $738.3 million and $833.2 million, respectively, and borrowings outstanding under such facilities accrued interest at approximately 5.31% and 8.00% respectively, excluding the impact of interest rate hedges in place. The facilities are scheduled to mature in November 2013 and November 2014, respectively.

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Capitalization

The following table sets forth our capitalization as of June 30, 2010 on an actual basis and as adjusted giving effect to the paydown of $25.0 million of our Term Loan B during the quarter ended September 30, 2010 with cash from operations, the sale of $600.0 million of notes in this offering and the application of the estimated gross proceeds of this offering as described under "Use of proceeds."

You should read this table in conjunction with our historical financial statements and related notes incorporated by reference in this prospectus supplement and the accompanying prospectus.

	June 30, 2010	
(In millions)	**Actual**	**As adjusted**
Cash and cash equivalents	$ 117.6	$ 117.6
Debt:		
$400 million revolving credit facility[1]	$	$
Term Loan A	738.3	459.6
Term Loan B[2]	833.2	503.1
Capitalized leases	17.9	17.9
Total senior secured debt	1,589.4	980.6
$7^1/_8$% senior notes due 2013	150.0	150.0
$9^1/_2$% senior notes due 2018	400.0	400.0
Notes offered hereby[3]		600.0
Other[4]	67.5	67.5
Total debt[5]	2,206.9	2,198.1
Stockholders' equity:		
Common stock, $0.01 par value per share	1.4	1.4
Additional paid-in capital	449.1	449.1
Accumulated other comprehensive loss	(29.3)	(29.3)
Retained earnings[6]	179.6	160.7
Treasury stock, at cost	(88.2)	(88.2)
Total stockholders' equity	512.6	493.7
Noncontrolling interest	(1.9)	(1.9)
Total equity	510.7	491.8
Total capitalization	$ 2,717.6	$ 2,689.9

(1) We had letters of credit under the revolving credit facility in the amount of $35.8 million as of June 30, 2010. As of June 30 and September 30, 2010, we had no amounts outstanding under our revolving credit facility.

(2) The "As adjusted" column reflects that, during the third quarter of 2010, we paid down $25.0 million of our Term Loan B through cash from operations.

(3) Does not give effect to any original issue discount.

(4) These amounts are subject to changes in exchange rates primarily attributable to the Euro, Yuan, British Pound, and Australian Dollar.

(5) As of June 30, 2010, we had outstanding $101.0 million in trade accounts receivable sold to the Purchaser under our domestic securitization program.

(6) As adjusted amount includes impact of accelerated amortization of deferred financing fees as a result of principal payments of term loans A and B with the proceeds of this offering prior to their required payment schedules.

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Selected financial data

The following selected historical financial data have been derived from our consolidated financial statements. This data should be read in conjunction with our financial statements and "Management's Discussion and Analysis of Financial Condition and Results of Operations" included in our Annual Report on Form 10-K for the year ended December 31, 2009 and "Management's Discussion and Analysis of Financial Condition and Results of Operations" included in our Quarterly Report on Form 10-Q for the quarter ended June 30, 2010 incorporated by reference into this prospectus supplement. Results of the Marine segment in each of the periods ending on or prior to December 31, 2008 and the results of substantially all Enodis ice businesses and certain Enodis non-ice businesses in the years ended December 31, 2009 and 2008 and the six months ended June 30, 2009, have been classified as discontinued operations in the Consolidated Financial Statements to exclude the results from our results from continuing operations. In addition, the earnings (loss) from discontinued operations include the impact of changes in estimates to certain retained liabilities for operations sold or closed in periods prior to those presented. For businesses acquired during the time periods presented, results are included in the table from their acquisition date.

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	Year ended December 31					Six months ended June 30	
(In millions)	**2009**	**2008***	**2007**	**2006**	**2005**	**2010**	**2009***
Net Sales							
Cranes and Related Products	$2,285.0	$3,882.9	$3,245.7	$2,235.4	$1,628.7	$ 818.5	$1,325.2
Foodservice Equipment	1,497.6	620.1	438.3	415.4	399.6	780.0	737.1
Total	3,782.6	4,503.0	3,684.0	2,650.8	2,028.3	1,598.5	2,062.3
Gross Profit	824.6	1,015.8	861.5	611.3	413.2	385.1	441.8
Earnings (Loss) from Operations							
Cranes and Related Products	145.0	555.6	470.5	280.6	115.5	43.1	106.0
Foodservice Equipment	174.3	56.8	61.3	56.2	54.9	104.4	73.9
Corporate	(44.4)	(51.7)	(48.2)	(42.4)	(24.8)	(21.2)	(25.4)
Amortization expense	(39.5)	(11.6)	(5.8)	(3.3)	(3.1)	(19.8)	(16.7)
Gain (loss) on sales of parts line	(3.4)		3.3				
Goodwill Impairment	(548.8)						(548.8)
Intangible asset impairment	(151.2)						(151.2)
Restructuring expense	(39.6)	(21.7)				(1.7)	(25.9)
Integration expense	(3.6)	(7.6)					(3.5)
Pension settlements			(5.3)				
Total	(511.2)	519.8	475.8	291.1	142.5	104.8	(591.6)
Interest expense and amortization of deferred financing fees	(202.8)	(54.1)	(36.2)	(46.3)	(53.8)	(95.9)	(96.1)
Loss on debt extinguishment	(9.2)	(4.1)	(12.5)	(14.4)	(9.1)	(15.7)	(1.1)
Loss on purchase price hedges		(379.4)					
Other income (expense) net	17.8	(3.0)	9.8	3.4	3.4	(11.8)	6.3
Earnings (loss) from continuing operations before taxes on income	(705.4)	79.2	436.9	233.8	83.0	(18.6)	(682.5)
Provision (benefit) for taxes on income	(58.8)	(19.2)	122.1	74.8	16.6	(8.9)	(67.2)
Earnings (loss) from continuing operations	(646.6)	98.4	314.8	159.0	66.4	(9.7)	(615.3)
Discontinued operations:(1)							
Earnings (loss) from discontinued operations, net of income taxes	(35.9)	(143.4)	21.9	7.2	(6.4)	(0.6)	(31.4)
Gain (loss) on sale or closure of discontinued operations, net of income taxes	(24.2)	53.1			5.8		(23.1)
Net earnings (loss)	$ (706.7)	$ 8.1	$ 336.7	$ 166.2	$ 65.8	$ (10.3)	$ (669.8)
Less: Net earnings (loss) attributable to noncontrolling interest, net of tax	(2.5)	(1.9)				(1.2)	(1.7)

Net earnings (loss) attributable to Manitowoc	(704.2)	10.0	336.7	166.2	65.8	(9.1)	(668.1)
Amounts attributable to the Manitowoc common shareholders:							
Earnings (loss) from continuing operations	(644.1)	100.3	314.8	159.0	66.4	(8.5)	(613.6)
Earnings (loss) from discontinued operations, net of income taxes	(35.9)	(143.4)	21.9	7.2	(6.4)	(0.6)	(31.4)
Gain (loss) on sale of discontinued operations, net of income taxes	(24.2)	53.1			5.8		(23.1)
Net earnings (loss) attributable to Manitowoc	$ (704.2)	$ 10.0	$ 336.7	$ 166.2	$ 65.8	$ (9.1)	$ (668.1)
Cash Flows							
Cash flow from operations	$ 338.6	$ 309.0	$ 244.0	$ 293.0	$ 106.7	$ 12.9	$ (17.9)
Total Assets							
Cranes and Related Products	$1,738.4	$2,223.7	$1,958.0	$1,572.4	$1,224.7	$1,648.1	$1,960.5
Foodservice Equipment	2,279.5	3,389.4	341.5	340.1	313.2	2,439.4	2,389.1
Corporate	260.8	473.0	571.9	307.0	423.9	153.3	510.9
Total	$4,278.7	$6,086.1	$2,871.4	$2,219.5	$1,961.8	$4,240.8	$4,860.5
Depreciation							
Cranes and Related Products	$ 55.3	$ 66.3	$ 70.4	$ 58.4	$ 51.8	$ 32.6	$ 32.3
Foodservice Equipment	33.5	12.4	8.0	7.2	6.1	15.9	15.5
Corporate	2.8	1.5	1.8	1.8	1.5	1.5	1.3
Total	$ 91.6	$ 80.2	$ 80.2	$ 67.4	$ 59.4	$ 50.0	$ 49.1
Capital Expenditures							
Cranes and Related Products	$ 51.5	$ 129.4	$ 103.7	$ 51.3	$ 32.9	$ 7.8	$ 22.6
Foodservice Equipment	18.4	10.9	3.7	10.9	16.9	7.5	20.4
Corporate	2.6	10.0	5.4	2.2	1.0	1.0	1.3
Total	$ 72.5	$ 150.3	$ 112.8	$ 64.4	$ 50.8	$ 16.3	$ 44.3

* During the quarter ended September 30, 2009, we identified an adjustment to the income tax provision that should have been included in our previously filed financial statements included in our Annual Report on Form 10-K for the year ended

December 31, 2008. The issue was discovered during the process of reconciling the income tax provision in the financial statements to the 2008 income tax return and the required adjustment resulted in a decrease in income tax expense, an increase in refundable income taxes and an increase in retained earnings of $20.7 million, which has been reflected in the financial data above, for the year ended December 31, 2008. The adjustment also resulted in an increase to our previously reported 2008 earnings per diluted share by $0.16. There was no impact to the 2008 cash flows from operating activities as the increase in net earnings was offset by the increase in refundable income taxes.

We do not believe that the adjustments to the provision for income taxes, refundable income taxes, and retained earnings described above are material to our results of operations, financial position or cash flows for any of our previously filed annual or quarterly financial statements. Accordingly, the 2008 financial data above, as well as the financial statements in our Annual Report on Form 10-K for the year ended December 31, 2009, were revised to reflect the adjustment to income tax expense, refundable income taxes and retained earnings discussed above.

During the fourth quarter of 2009, we identified adjustments to correct an error to the amortization of deferred financing fees that reduce the expenses recognized in our Quarterly Reports on Form 10-Q for each of the first three quarters of 2009 by $0.4 million, $5.8 million, and $5.0 million, respectively. The net-of-tax effect of these adjustments increased our previously reported 2009 earnings per share by $0.00, $0.03, and $0.02 for the quarters ended March 31, June 30 and September 30, 2009, respectively. These adjustments also increase the unamortized portion of deferred financing fees included in long term assets by $11.2 million, increase income taxes payable and deferred tax liabilities by $4.3 million, and increase retained earnings by $6.9 million as of September 30, 2009.

There was no impact to quarterly cash flows in 2009 as the increase in net earnings was offset by the decrease in the non-cash reconciling items for deferred financing fee amortization and deferred taxes. We do not believe that these adjustments are material to our results of operations, financial position or cash flows for any of our previously filed quarterly financial statements. Accordingly, we have revised our 2009 quarterly financial statements within our Quarterly Reports on Form 10-Q for the first two quarters of 2010, and will do so in our Quarterly Report on Form 10-Q for the third quarter of 2010.

(1) Discontinued operations represent the results of operations and gain or loss on sale or closure of the Marine segment, substantially all Enodis ice businesses and certain Enodis non-ice businesses, Delta Manlift SAS, DRI and Toledo Ship Repair, which either qualified for discontinued operations treatment, or were sold or closed during 2009, 2008 or 2005.

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Business

General

Founded in 1902, we are a multi-industry capital goods manufacturer in two principal markets: Cranes and Related Products (our "Crane" segment) and Foodservice Equipment (our "Foodservice" segment). Crane is recognized as 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.

Foodservice is one of the world's leading designers and manufacturers of commercial foodservice equipment serving the ice, beverage, refrigeration, food preparation and cooking needs of restaurants, convenience stores, hotels, and other institutional kitchens. We have over a 100-year tradition of providing high-quality products and support services to our markets worldwide. For the year ended December 31, 2009 we had net sales of approximately $3.8 billion, and for the six months ended June 30, 2010 we had net sales of approximately $1.6 billion.

Our Crane business is a global provider of engineered lift solutions, offering one of the broadest lines of lifting equipment in the industry. We design, manufacture, market and support a comprehensive line of crawler cranes, mobile telescopic cranes, tower cranes and boom trucks. Our Crane products are marketed under the Manitowoc, Grove, Potain, National and Crane Care brand names and are used in a wide variety of applications, including energy, petro-chemical and industrial projects, infrastructure development such as road, bridge and airport construction, and commercial and high-rise residential construction.

On October 27, 2008 we completed our acquisition of Enodis, a global leader in the design and manufacture of innovative equipment for the commercial foodservice industry. The $2.7 billion acquisition, the largest and most recent acquisition for the company, has established us among the world's top manufacturers of commercial foodservice equipment. With this acquisition, our Foodservice capabilities now span refrigeration, ice-making, cooking, food-preparation, and beverage-dispensing technologies. We are now able to equip entire commercial kitchens and serve the world's growing demand for food prepared away from home.

In order to secure clearance for the acquisition of Enodis from various regulatory authorities, including the European Commission and the United States Department of Justice, we agreed to sell substantially all of Enodis' global ice machine operations following completion of the transaction. On May 15, 2009, we completed the sale of the Enodis global ice machine operations to Braveheart Acquisition, Inc., an affiliate of Warburg Pincus Private Equity X, L.P., for approximately $160 million. The businesses sold were operated under the Scotsman, Ice-O-Matic, Simag, Barline, Icematic and Oref brand names. We also agreed to sell certain non-ice businesses of Enodis located in Italy that are operated under the Tecnomac and Icematic brand names. Prior to disposal, the antitrust clearances required that the ice businesses were treated as standalone operations, in competition with us. The results of these operations have been classified as discontinued operations.

On December 31, 2008, we completed the sale of our Marine segment to Fincantieri Marine Group Holdings Inc., a subsidiary of Fincantieri Cantieri Navali Italiani SpA. The sale price in the all-cash deal was approximately $120 million. We have reported the Marine segment as a discontinued operation for financial reporting purposes as of December 31, 2008, and for all prior periods presented in accordance with Accounting Standards Codification 360-10.

Our principal executive offices are located at 2400 South 44th Street, Manitowoc, Wisconsin 54220.

Financial information about business segments

The following is financial information about the Crane and Foodservice segments for the years ended December 31, 2009, 2008 and 2007 and the six months ended June 30, 2010 and 2009. The Consolidated Financial Statements include the operating results of Enodis from the date of acquisition. The accounting policies of the segments are the same as those described in the summary of significant accounting policies of the Notes to the Consolidated Financial Statements included in our Annual Report on Form 10-K for the year ended December 31, 2009, except that certain expenses are not allocated to the segments. These unallocated expenses are corporate overhead, amortization expense of intangible assets with definite lives, interest expense, and income tax expense. We evaluate segment performance based upon

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profit and loss before the aforementioned expenses. Restructuring costs are included as reductions to the respective segment's operating earnings for each year below.

(In millions)	Year ended December 31 2009	2008	2007	Six months ended June 30 2010	2009
				(Unaudited)	
Net sales from continuing operations:					
Crane	$ 2,285.0	$ 3,882.9	$ 3,245.7	$ 818.5	$ 1,325.2
Foodservice	1,497.6	620.1	438.3	780.0	737.1
Total	$ 3,782.6	$ 4,503.0	$ 3,684.0	$ 1,598.5	$ 2,062.3
Operating earnings (loss) from continuing operations:					
Crane	$ 145.0	$ 555.6	$ 470.5	$ 43.1	$ 106.0
Foodservice	174.3	56.8	61.3	104.4	73.9
Corporate	(44.4)	(51.7)	(48.2)	(21.2)	(25.4)
Amortization expense	(39.5)	(11.6)	(5.8)	(19.8)	(16.7)
Gain (loss) on sale of parts line	(3.4)		3.3		
Asset impairments	(700.0)				(700.0)
Restructuring expense	(39.6)	(21.7)		(1.7)	(25.9)
Integration expense	(3.6)	(7.6)			(3.5)
Pension settlements			(5.3)		
Operating earnings from continuing operations:	$ (511.2)	$ 519.8	$ 475.8	$ 104.8	$ (591.6)
Capital expenditures:					
Crane	$ 51.5	$ 129.4	$ 103.7	$ 7.8	$ 22.6
Foodservice	18.4	10.9	3.7	7.5	20.4
Corporate	2.6	10.0	5.4	1.0	1.3
Total	$ 72.5	$ 150.3	$ 112.8	$ 16.3	$ 44.3
Total depreciation:					
Crane	$ 55.3	$ 66.3	$ 70.4	$ 32.6	$ 32.3
Foodservice	33.5	12.4	8.0	15.9	15.5

Corporate		2.8		1.5		1.8		1.5		1.3
Total	$	91.6	$	80.2	$	80.2	$	50.0	$	49.1
Total assets:										
Crane	$	1,738.4	$	2,223.7	$	1,958.0	$	1,648.1	$	1,960.5
Foodservice		2,279.5		3,389.4		341.5		2,439.4		2,389.0
Corporate		260.8		473.0		571.9		153.3		484.1
Total	$	4,278.7	$	6,086.1	$	2,871.4	$	4,240.8	$	4,833.6

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Products and services

We sell our products through the following business segments:

Business segment	Percentage of net sales for the six months ended June 30, 2010	Key products	Key brands
Cranes and Related Products	51.2%	Lattice-boom cranes, including crawler and truck mounted lattice-boom cranes, and crawler crane attachments; tower cranes, including top slewing luffing jib, topless, and self-erecting tower cranes; mobile telescopic cranes, including rough terrain, all-terrain, truck mounted and industrial cranes; boom trucks, including telescopic and articulated boom trucks; parts and service, including replacement parts, product services and crane rebuilding and remanufacturing services.	Manitowoc Potain Grove National Shuttlelift Dongyue Crane Care
Foodservice Equipment	48.8%	Primary cooking and warming equipment; ice-cube machines, ice flaker machines and storage bins; refrigerator and freezer equipment; warewashing equipment; beverage dispensers and related products; serving and storage equipment; and food preparation equipment.	Cleveland Convotherm Delfield Frymaster Garland Jackson Kolpak Kysor Panel Systems Kysor Warren Lincoln Manitowoc Merrychef Multiplex SerVend

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Cranes and related products

Our Crane segment designs, manufactures and distributes a diversified line of crawler mounted lattice-boom cranes, which we sell under the Manitowoc brand name. Our Crane segment also designs and manufactures a diversified line of top slewing and self erecting tower cranes, which we sell under the Potain brand name. We design and manufacture mobile telescopic cranes, which we sell under the Grove, Shuttlelift, and Dongyue brand names, and a comprehensive line of hydraulically powered telescopic boom trucks, which we sell under the National Crane brand name. We also provide crane product parts and services, and crane rebuilding, remanufacturing, and training services which are delivered under the Manitowoc Crane Care brand name. In some cases our products are manufactured for us or distributed for us under strategic alliances. Our crane products are used in a wide variety of applications throughout the world, including energy and utilities, petrochemical and industrial projects, infrastructure development such as road, bridge and airport construction, and commercial and high-rise residential construction. Many of our customers purchase one or more cranes together with several attachments to permit use of the crane in a broader range of lifting applications and other operations. Our largest crane model combined with available options has a lifting capacity up to 2,500 U.S. tons. Our primary growth drivers are our strength in energy, infrastructure, construction and petro-chemical related end markets.

Lattice-boom cranes. Under the Manitowoc brand name we design, manufacture and distribute lattice-boom crawler cranes. Lattice-boom cranes consist of a lattice-boom, which is a fabricated, high-strength steel structure that has four chords and tubular lacings, mounted on a base which is either crawler or truck mounted. Lattice-boom cranes weigh less and provide higher lifting capacities than a telescopic boom of similar length. The lattice-boom cranes are the only category of crane that can pick and move simultaneously with a full rated load. The lattice-boom sections, together with the crane base, are transported to and erected at a project site.

We currently offer models of lattice-boom cranes with lifting capacities up to 2,500 U.S. tons, which are used to lift material and equipment in a wide variety of applications and end markets, including heavy construction, bridge and highway, duty cycle and infrastructure and energy related projects. These cranes are also used by the value-added crane rental industry, which serves all of the above end markets.

Lattice-boom crawler cranes may be classified according to their lift capacity low capacity and high capacity. Low capacity crawler cranes with 150-U.S. ton capacity or less are often utilized for general construction and duty cycle applications. High capacity crawler cranes with greater than 150-U.S. ton capacity are used to lift materials in a wide variety of applications and are often used in heavy construction, energy-related, stadium construction, petrochemical work, and dockside applications. We offer five low-capacity models and eight high-capacity models.

We also offer our lattice-boom crawler crane customers various attachments that provide our cranes with greater capacity in terms of height, movement and lifting. Our principal attachments are: MAX-ER attachments, luffing jibs, and RINGER attachments. The MAX-ER is a trailing, counterweight, heavy-lift attachment that dramatically improves the reach, capacity and lift dynamics of the basic crane to which it is mounted. It can be transferred between cranes of the same model for maximum economy and occupies less space than competitive heavy-lift systems. A luffing jib is a fabricated structure similar to, but smaller than, a

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lattice-boom. Mounted at the tip of a lattice-boom, a luffing jib easily adjusts its angle of operation permitting one crane with a luffing jib to make lifts at additional locations on the project site. It can be transferred between cranes of the same model to maximize utilization. A RINGER attachment is a high-capacity lift attachment that distributes load reactions over a large area to minimize ground-bearing pressure. It can also be more economical than transporting and setting up a larger crane.

Tower cranes. Under the Potain brand name we design and manufacture tower cranes utilized primarily in the building and construction industry. Tower cranes offer the ability to lift and distribute material at the point of use more quickly and accurately than other types of lifting machinery without utilizing substantial square footage on the ground. Tower cranes include a stationary vertical tower and a horizontal jib with a counterweight, which is placed near the vertical tower. A cable runs through a trolley which is on the jib, enabling the load to move along the jib. The jib rotates 360 degrees, thus increasing the crane's work area. Unless using a remote control device, operators occupy a cabin, located where the jib and tower meet, which provides superior visibility above the worksite. We offer a complete line of tower crane products, including top slewing, luffing jib, topless, self-erecting, and special cranes for dams, harbors and other large building projects. Top slewing cranes are the most traditional form of tower cranes. Self-erecting cranes are bottom slewing cranes which have a counterweight located at the bottom of the tower and are able to be erected, used and dismantled on job sites without assist cranes.

Top slewing tower cranes have a tower and multi-sectioned horizontal jib. These cranes rotate from the top of their mast and can increase in height with the project. Top slewing cranes are transported in separate pieces and assembled at the construction site in one to three days depending on the height. We offer 22 models of top slewing tower cranes with maximum jib lengths of 85 meters and lifting capabilities ranging between 40 and 3,600 meter-tons. These cranes are generally sold to medium to large building and construction groups, as well as rental companies.

Topless tower cranes are a type of top slewing crane and, unlike all others, have no cathead or jib tie-bars on the top of the mast. The cranes are utilized primarily when overhead height is constrained or in situations where several cranes are installed close together. We currently offer 11 models of topless tower cranes with maximum jib lengths of 75 meters and lifting capabilities ranging between 90 and 300 meter-tons.

Luffing jib tower cranes, which are a type of top slewing crane, have an angled rather than horizontal jib. Unlike other tower cranes which have a trolley that controls the lateral movement of the load, luffing jib cranes move their load by changing the angle of the jib. The cranes are utilized primarily in urban areas where space is constrained or in situations where several cranes are installed close together. We currently offer 8 models of luffing jib tower cranes with maximum jib lengths of 60 meters and lifting capabilities ranging between 90 and 600 meter-tons.

Self-erecting tower cranes are mounted on axles or transported on a trailer. The lower segment of the range (Igo cranes up to Igo50) unfolds in four sections, two for the tower and two for the jib. The smallest of our models unfolds in less than 8 minutes; larger models erect in a few hours. Self erecting cranes rotate from the bottom of their mast. We offer 23 models of self erecting cranes with maximum jib lengths of 50 meters and lifting capacities ranging between

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10 and 120 meter-tons which are utilized primarily in low to medium rise construction and residential applications.

Mobile telescopic cranes. Under the Grove brand name we design and manufacture 38 models of mobile telescopic cranes utilized primarily in industrial, commercial and construction applications, as well as in maintenance applications to lift and move material at job sites. Mobile telescopic cranes consist of a telescopic boom mounted on a wheeled carrier. Mobile telescopic cranes are similar to lattice-boom cranes in that they are designed to lift heavy loads using a mobile carrier as a platform, enabling the crane to move on and around a job site without typically having to re-erect the crane for each particular job. Additionally, many mobile telescopic cranes have the ability to drive between sites, and some are permitted on public roadways. We currently offer the following four types of mobile telescopic cranes capable of reaching tip heights of 427 feet with lifting capacities up to 550 U.S. tons: rough terrain, all-terrain, truck mounted, and industrial.

Rough terrain cranes are designed to lift materials and equipment on rough or uneven terrain. These cranes cannot be driven on public roadways, and, accordingly, must be transported by truck to a work site. We produce, under the Grove brand name, 8 models of rough terrain cranes capable of tip heights of up to 279 feet and maximum load capacities of up to 150 U.S. tons.

All-terrain cranes are versatile cranes designed to lift materials and equipment on rough or uneven terrain and yet are highly maneuverable and capable of highway speeds. We produce, under the Grove brand name, 16 models of all-terrain cranes capable of tip heights of up to 427 feet and maximum load capacities of up to 550 U.S. tons.

Truck mounted cranes are designed to provide simple set-up and long reach high capacity booms and are capable of traveling from site to site at highway speeds. These cranes are suitable for urban and suburban uses. We produce, under the Grove brand name, 5 models of truck mounted cranes capable of tip heights of up to 237 feet and maximum load capacities of up to 90 U.S. tons.

Industrial cranes are designed primarily for plant maintenance, storage yard and material handling jobs. We manufacture, under the Grove and Shuttlelift brand names, 8 models of industrial cranes. We have introduced a new 25 U.S. ton industrial crane capable of tip heights of up to 94 feet. This new model (YB7725) will take the place of the previous 22 U.S. ton crane.

High reach telescopic hydraulic cranes. We launched a new crane concept in 2007 for heavy lifts that require a high reach, but with minimal ground space and greatly reduced erection time. The GTK 1100 is a high reach telescopic hydraulic crane that can lift a 77 U.S. ton load up to 394 feet, only requires about six hours to erect and is based on a combination of mobile crane and tower crane technology.

Boom trucks. We offer our hydraulic boom truck products under the National Crane product line. A boom truck is a hydraulically powered telescopic crane mounted on a conventional truck chassis. Telescopic boom trucks are used primarily for lifting material on a job site. We currently offer, under the National Crane brand name, 17 models of telescoping boom trucks. The largest capacity cranes of this type are capable of reaching maximum heights of 179 feet and have lifting capacity up to 50 U.S. tons.

Backlog. As of June 30, 2010, total Crane segment backlog was $530.8 million, a 41.0% decrease over the June 30, 2009 backlog of $900.5 million and a 7.3% decrease over the December 31, 2009 backlog of $572.7 million.

Foodservice equipment

Our Foodservice Equipment business designs, manufactures and sells primary cooking and warming equipment; ice-cube machines, ice flaker machines and storage bins; refrigerator and freezer equipment; warewashing equipment; beverage dispensers and related products; serving and storage equipment; and food preparation equipment. Our suite of products is used by commercial and institutional foodservice operators such as full service restaurants, quick-service restaurant (QSR) chains, hotels, caterers, supermarkets, convenience stores, business and industry, hospitals, schools and other institutions. We have a presence throughout the world's most significant markets in the following product groups:

Primary cooking and warming equipment. We design, manufacture and sell a broad array of ranges, griddles, grills, combination ovens, convection ovens, conveyor ovens, rotisseries, induction cookers, broilers, tilt fry pans/kettles/skillets, braising pans, cheese melters/salamanders, cook stations, table top and counter top cooking/frying systems, filtering systems, fryers, hotdog grills and steamers, steam jacketed kettles, steamers and toasters. We sell traditional oven, combi oven, convection oven, conveyor oven, accelerated cooking oven, range and grill products under the Garland, Lincoln, Merrychef, U.S. Range, and other brand names. Fryers and frying systems are marketed under the Frymaster and other brand names while steam equipment is manufactured and sold under the Cleveland and Convotherm brands. In addition to cooking, we provide a range of warming, holding, merchandising and serving equipment under the Delfield, Fabristeel, Frymaster, Savory, and other brand names.

Ice-cube machines, ice flaker machines, nugget ice machines, ice dispensers and storage bins. We design, manufacture and sell ice machines under the Manitowoc brand name, serving the foodservice, convenience store, healthcare, restaurant, lodging and other markets. Our ice machines make ice in cube, nugget and flake form, and range in daily production capacities. The ice-cube machines are either self-contained units, which make and store ice, or modular units, which make, but do not store ice. Our ice dispensers generally are paired with our ice making equipment, and dispense ice or ice and water.

Refrigerator and freezer equipment. We design, manufacture and sell commercial upright and undercounter refrigerators and freezers, blast freezers, blast chillers and cook-chill systems under the Delfield, McCall, Koolaire and Sadia Refrigeration brand names. We also design, manufacture and sell refrigerated self-serve cases, service deli cases and custom merchandisers as well as standard and customized refrigeration systems under the Kysor/Warren and RDI brand names. We manufacture under the brand names Kolpak, Kysor Panel Systems and Harford-Duracool modular and fully assembled walk-in refrigerators, coolers and freezers and prefabricated cooler and freezer panels for use in the construction of refrigerated storage rooms and environmental systems.

Warewashing equipment. Under the brand name Jackson, we design, manufacture and sell warewashing equipment and other equipment including racks and tables. We offer a full range of undercounter dishwashers, door-type dishwashers, conveyor, pot washing and flight-type dishwashers.

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Beverage dispensers and related products. We produce beverage dispensers, blended ice beverage dispensers, ice dispensers, beer coolers, post-mix dispensing valves, backroom equipment and support system components and related equipment for use by QSR chains, convenience stores, bottling operations, movie theaters, and the soft-drink industry. Our beverage and related products are sold under the Servend, Multiplex, TruPour, Manitowoc Beverage Systems and McCann's brand names.

Serving and storage equipment. We design, manufacture and sell a range of buffet equipment and stations, cafeteria/buffet equipment stations, bins, boxes, warming cabinets, dish carts, utility carts, counters and counter tops, mixer stands, tray dispensers, display and deli cases, heatlamps, insulated and refrigerated salad/food bars, sneeze guards and warmers. Our equipment stations, cases, food bars and food serving lines are marketed under the Delfield, Viscount and other brand names.

Food preparation equipment. We manufacture and distribute food mixing equipment under the Varimixer brand name.

The end customer base for the Foodservice Equipment segment is comprised of a wide variety of foodservice providers, including, but not limited to, large multinational chain restaurants, convenience stores and retail stores; chain and independent casual and family dining restaurants; independent restaurants and caterers; lodging, resort, leisure and convention facilities; health care facilities; schools and universities; large business and industrial customers; and many other foodservice outlets. We cater to some of the largest and most widely recognized multinational businesses in the foodservice and hospitality industries. We do not typically have long term contracts with our customers; however, large chains frequently authorize specific foodservice equipment manufacturers as approved vendors for particular products and thereafter, sales are made locally or regionally to end customers via kitchen equipment suppliers, dealers or distributors. Many large QSR chains refurbish or open a large number of outlets, or implement menu changes requiring investment in new equipment, over a short period of time. When this occurs, these customers often choose a small number of manufacturers whose approved products may or must be purchased by restaurant operators. We work closely with our customers to develop the products they need and to become the approved vendors for these products.

Our end customers often need equipment upgrades that enable them to improve productivity and food safety, reduce labor costs, respond to enhanced hygiene, environmental and menu requirements or reduce energy consumption. These changes often require customized cooking and cooling and freezing equipment. In addition, many restaurants, especially QSRs, seek to differentiate their products by changing their menu and format. We believe that product development is important to our success because a supplier's ability to provide customized or innovative foodservice equipment is a primary factor when customers are making their purchasing decisions. Recognizing the importance of providing innovative products to our customers, we invest significant time and resources into new product research and development.

The Manitowoc Education and Technology Center ("ETC") in New Port Richey, Florida contains computer-assisted design platforms, a model shop for on-site development of prototypes, a laboratory for product testing and various display areas for new products. Our test kitchen, flexible demonstration areas and culinary team enable us to demonstrate a wide range of equipment in realistic operating environments, and also support a wide range of menu ideation, food development and sensory testing with our customers and food partners. We also use the ETC to provide training for our customers, marketing representatives, service providers, industry consultants, dealers and distributors.

At our ETC and through outreach programs, we also work directly with our customers to provide customized solutions to meet their precise needs. When a customer requests a new or refined product, our engineering team designs, prototypes, tests, demonstrates, evaluates and refines products in our ETC with our customer. The ETC works together with the new product development teams at our operating companies so that new products incorporate our overall product expertise and technological resources. We also provide a fee-based consulting service through our High Performance Kitchen ("HPK") team that interacts with targeted customers to effectively integrate new technology, improve facility operation and labor processes, and to assist in developing optimized kitchens of the future.

Backlog. The backlog for unfilled orders for our Foodservice segment at June 30, 2010 and 2009 was not significant because orders are generally filled shortly after receiving the customer order.

Raw materials and supplies

The primary raw materials that we use are structural and rolled steel, aluminum, and copper, which are purchased from various domestic and international sources. We also purchase engines and electrical equipment and other semi- and fully-processed materials. Our policy is to maintain, wherever possible, alternate sources of supply for our important materials and parts. We maintain inventories of steel and other purchased material. We have been successful in our goal to maintain alternative sources of raw materials and supplies, and therefore are not dependent on a single source for any particular raw material or supply.

Patents, trademarks, and licenses

We hold numerous patents pertaining to our Crane and Foodservice products, and have presently pending applications for additional patents in the United States and foreign countries. In addition, we have various registered and unregistered trademarks and licenses that are of material importance to our business and we believe our ownership of this intellectual property is adequately protected in customary fashions under applicable law. No single patent, trademark or license is critical to our overall business.

Seasonality

Typically, the second and third quarters represent our best quarters for our consolidated financial results. In our Crane segment, the northern hemisphere summer represents the main construction season. Customers require new machines, parts, and service during that season. Since the summer brings warmer weather, there is also an increase in the use and replacement of ice machines, as well as new construction and remodeling within the foodservice industry. As a result, distributors build inventories during the second quarter for the increased demand. More recently, the traditional seasonality for our Crane and Foodservice segments has been slightly muted due to more diversified product and geographic end markets as well as the impact that the global economic recession and downturn in our end markets has had on our revenue.

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Competition

We sell all of our products in highly competitive industries. We compete in each of our industries based on product design, quality of products and aftermarket support services, product performance, maintenance costs, energy and resource saving, other contributions to sustainability and price. Some of our competitors may have greater financial, marketing, manufacturing or distribution resources than we do. We believe that we benefit from the following competitive advantages: a strong brand name, a reputation for quality products and aftermarket support services, an established network of global distributors and customer relationships, broad product line offerings in the markets we serve, and a commitment to engineering design and product innovation. However, we cannot be certain that our products and services will continue to compete successfully or that we will be able to retain our customer base or improve or maintain our profit margins on sales to our customers.

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The following table sets forth our primary competitors in each of our business segments:

Business segment	Products	Primary competitors
Cranes and Related Products	Lattice-boom crawler cranes	Hitachi Sumitomo, Kobelco, Liebherr, Sumitomo/Link-Belt, Terex, XCMG, Fushun, Zoomlion and Sany
	Tower cranes	Comansa, Terex Comedil/Peiner, Liebherr, FM Gru, Jaso, Raimondi, Viccario, Saez, Benezzato, Cattaneo, Sichuan Construction Machinery, Shenyang, Zoomlion, Jianglu and Yongmao
	Mobile telescopic cranes	Liebherr, Link-Belt, Terex, Tadano, XCMG, Kato, Locatelli, Marchetti, Luna, Broderson, Valla, Ormig, Bencini and Zoomlion
	Boom trucks	Terex, Manitex, Altec, Elliott, Tadano, Fassi, Palfinger, Furukawa and Hiab
Foodservice Equipment	Ice cube machines, ice flaker machines, storage bins	Hoshizaki, Scotsman, Follet, Ice-O-Matic, Brema, Aucma and Vogt
	Beverage dispensers and related products	Automatic Bar Controls, Celli, Cornelius, Hoshizaki/Lancer Corporation and Vin Service
	Refrigerator and freezer equipment	American Panel, ICS, Nor-Lake, Master-Bilt, Thermo-Kool, Bally, Arctic, Beverage Air, Traulsen, True Foodservice, TurboAir and Unified Brands
	Primary cooking equipment	Ali Group, Electrolux, Dover Industries, Duke, Henny Penny, ITW, Middleby and Rational
	Serving, warming and storage equipment	Alto Shaam, Cambro, Duke, Hatco, ITW, Middleby, Standex and Vollrath
	Food preparation equipment	Ali Group, Bizerba, Electrolux, German Knife, Globe, ITW and Univex
	Warewashing equipment	ADS, Auto-Chlor, Ali Group, Electrolux, Insinger, ITW, Meiko and Winterhalter

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Engineering, research and development

Our extensive engineering, research and development capabilities have been key drivers of our success. We engage in research and development activities at each of our significant manufacturing facilities. We have a staff of engineers and technicians on three continents who are responsible for improving existing products and developing new products. We incurred research and development costs of $59.0 million in 2009, $40.0 million in 2008 and $36.1 million in 2007.

Our team of engineers focuses on developing innovative, high performance, low maintenance products that are intended to create significant brand loyalty among customers. Design engineers work closely with our manufacturing and marketing staff, enabling us to identify changing end-user requirements, implement new technologies and effectively introduce product innovations. Our close, carefully managed relationships with dealers, distributors and end users help us identify their needs, not only for products, but for the service and support that are critical to their profitable operations. As part of our ongoing commitment to provide superior products, we intend to continue our efforts to design products that meet evolving customer demands and reduce the period from product conception to product introduction.

Employee relations

As of September 30, 2010, we employed approximately 13,123 people and had labor agreements with 14 union locals in North America. During the fourth quarter of 2008 we added six facilities in North America from the Enodis acquisition that are represented by unions. In addition, we reduced the number of unions by four, with the sale of the Marine segment in December of 2008 and the sale of the Enodis ice machine operations in May of 2009. A large majority of our European employees belong to European trade unions and, during 2008, a contract was signed by all unions for our French Crane locations. We have three trade unions in China and one trade union in India. The Indian trade contract expired in June of 2009; a new contract is being negotiated. There were only minor work stoppages during 2008, 2009 and 2010 and no work stoppages during 2007. During the remainder of 2010, we have one union contract expiring that will therefore require renegotiation. During 2011, five of our union contracts will expire at various times and will therefore require renegotiation.

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Geographic areas

Net sales from continuing operations and long-lived asset information by geographic area as of and for the years ended December 31 are as follows:

	Net sales			Long-lived assets	
	2009	2008	2007	2009	2008
United States	$ 1,862.6	$ 1,896.6	$ 1,627.4	$ 457.7	$ 484.0
Other North America	177.3	127.7	114.1	7.4	7.4
Europe	824.8	1,444.2	1,215.0	264.6	450.2
Asia	279.1	395.0	299.5	76.4	80.0
Middle East	274.6	314.0	183.0	1.8	1.8
Central and South America	155.0	117.4	61.9	0.3	0.6
Africa	88.9	82.8	64.2		
South Pacific and Caribbean	32.2	13.5	16.0	5.2	5.4
Australia	88.1	111.8	102.9	1.2	2.2
Total	$ 3,782.6	$ 4,503.0	$ 3,684.0	$ 814.6	$ 1,031.6

Net sales from continuing operations and long-lived asset information by geographic area as of and for the six months ended June 30, 2010 and 2009 are as follows:

	Net sales Six months ended June 30		Long-lived assets June 30	
	2010	2009	2010	2009
United States	$ 738.2	$ 1,054.0	$ 423.9	$ 547.7
Other North America	71.5	89.5	7.2	7.0
Europe	374.3	457.7	204.3	268.8
Asia	136.1	135.9	73.1	78.6
Middle East	69.2	133.3	1.7	1.8
Central and South America	96.1	85.9	0.3	0.3
Africa	46.2	50.2		
South Pacific and Caribbean	6.6	14.0	5.1	5.3
Australia	60.3	41.8	2.3	5.1
Total	$ 1,598.5	$ 2,062.3	$ 717.9	$ 914.6

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Management

Each of the following officers of the company has been elected by the Board of Directors. The information presented is as of October 1, 2010.

Name	Age	Position	Principal position held since
Glen E. Tellock	49	Chairman, President and Chief Executive Officer	2009
Carl J. Laurino	49	Senior Vice President and Chief Financial Officer	2004
Thomas G. Musial	59	Senior Vice President of Human Resources and Administration	2000
Maurice D. Jones	50	Senior Vice President, General Counsel and Secretary	2004
Dean J. Nolden	41	Vice President of Finance and Treasurer	2005
Eric Etchart	54	Senior Vice President of the Company and President Crane Segment	2007
Michael J. Kachmer	52	Senior Vice President of the Company and President Foodservice Segment	2007

Glen E. Tellock has been the company's president and chief executive officer since May 2007 and was elected as chairman of the board effective February 13, 2009. He previously served as the senior vice president of The Manitowoc Company, Inc. and president and general manager of the Crane segment since 2002. Earlier, he served as the company's senior vice president and chief financial officer (1999), vice president of finance and treasurer (1998), corporate controller (1992) and director of accounting (1991). Prior to joining the company, Mr. Tellock served as financial planning manager with the Denver Post Corporation, and as an audit manager for Ernst & Whinney.

Carl J. Laurino was named senior vice president and chief financial officer in May 2004. He had served as Treasurer since May 2001. Mr. Laurino joined the company in January 2000 as assistant treasurer and served in that capacity until his promotion to treasurer. Previously, Mr. Laurino spent 15 years in the commercial banking industry with Firstar Bank (n/k/a US Bank), Norwest Bank (n/k/a Wells Fargo), and Associated Bank. During that period, Mr. Laurino held numerous positions of increasing responsibility including commercial loan officer with Norwest Bank, Vice President Business Banking with Associated Bank and Vice President and Commercial Banking Manager with Firstar.

Thomas G. Musial has been senior vice president of human resources and administration since 2000. Previously, he was vice president of human resources and administration (1995), manager of human resources (1987), and personnel/industrial relations specialist (1976).

Maurice D. Jones has been general counsel and secretary since 1999 and was elected vice president in 2002 and a senior vice president in 2004. Prior to joining the company, Mr. Jones was a shareholder in the law firm of Davis and Kuelthau, S.C., and served as legal counsel for Banta Corporation.

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Dean J. Nolden was named vice president of finance and treasurer in May 2009. He previously served as the vice president and assistant treasurer since 2005. Mr. Nolden joined the company in November 1998 as corporate controller and served in that capacity until his promotion to Vice President Finance and Controller in May 2004. Prior to joining the company, Mr. Nolden spent eight years in public accounting in the audit practice of PricewaterhouseCoopers LLP. He left that firm in 1998 as an audit manager.

Eric P. Etchart was named senior vice president of The Manitowoc Company, Inc. and president and general manager of the Manitowoc Crane segment in May 2007. Mr. Etchart previously served as executive vice president of the Crane segment for the Asia/Pacific region since 2002. Prior to joining the company, Mr. Etchart served as managing director in the Asia/Pacific region for Potain S.A., as managing director in Italy for Potain S.P.A. and as vice president of international sales and marketing for PPM.

Michael J. Kachmer joined the company in February of 2007 as senior vice president of The Manitowoc Company, Inc. and president and general manager of the Foodservice segment. Prior to joining the company, Mr. Kachmer held executive positions for Culligan International Company since 2000, most recently serving as its chief operating officer. In addition, Mr. Kachmer has held executive and operational roles in a number of global manufacturing companies, including Ball Corporation and Firestone Tire & Rubber.

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Related party transactions

Our policies and procedures regarding the review, approval and ratification of related party transactions are circumscribed in the director independence criteria adopted by our board of directors and may be viewed on our website at *www.manitowoc.com*, and in our code of business conduct and code of ethics which also may be viewed on our website at *www.manitowoc.com* (but information contained on this website is not incorporated by reference, and is not a part of, this prospectus). Our code of ethics specifically requires that (a) without the prior approval of our chief executive officer, chief financial officer or general counsel, no officer or employee will enter into any transaction for us or on our behalf with any other person or entity in which the employee or officer has a direct or indirect interest; (b) our directors and officers are required to report annually on a director and officer questionnaire circulated by us, any material interest that such director or officer has in any business enterprise with which we conduct business; and (c) any transactions or agreements relating to transactions between us and any such business enterprise must be approved by those members of our board of directors who have no interest in the business enterprise, which approval may be a continuing approval. There were no reportable transactions with related parties during 2009.

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Principal stockholders

Stock ownership of beneficial owners of more than five percent

The following table sets forth information regarding the beneficial ownership of each person or entity we know to have had beneficial ownership of more than 5% of our outstanding common stock as of December 31, 2009.

Name and address of beneficial owner	Amount and nature of beneficial ownership	Percent of class
BlackRock Inc.(1) 40 East 52nd Street New York, NY 10022	7,082,814	5.42%
Marshall & Ilsley Corporation(2) 770 North Water Street Milwaukee, WI 53202		
Marshall & Ilsley Trust Company N.A.(2) 111 East Kilbourn Avenue, Suite 200 Milwaukee, Wisconsin 53202	7,731,513(2)	5.90%

(1) This information is based solely on a Schedule 13G filed with the SEC by BlackRock, Inc. ("BlackRock") on January 29, 2010. The Schedule 13G indicates that BlackRock filed the Schedule 13G as a parent holding company or control person with respect to the following subsidiaries of BlackRock: BlackRock Asset Management Japan Limited; BlackRock Advisors (UK) Limited; BlackRock Institutional Trust Company, N.A.; BlackRock Fund Advisors; BlackRock Asset Management Canada Limited; BlackRock Asset Management Australia Limited; BlackRock Financial Management, Inc.; BlackRock Investment Management, LLC; and BlackRock International Ltd.

(2) This information is based solely on a Schedule 13G filed with the SEC jointly by Marshall & Ilsley Corporation ("M&I") and Marshall & Ilsley Trust Company N.A. ("M&I Trust Co.") on February 16, 2010. M&I and M&I Trust Co. reported that they may be deemed to have sole voting and dispositive power with respect to 54,368 shares and shared voting and dispositive power with respect to 7,677,145 shares. M&I and M&I Trust Co. reported in the Schedule 13G that they specifically disclaimed beneficial ownership of 7,673,195 of the 7,677,145 shares over which they may be deemed to have shared voting and dispositive power.

Stock ownership of directors and management

The following table sets forth information regarding the beneficial ownership of common stock by our directors and by each of our executive officers named in the summary compensation table in our proxy statement, and by our directors and executive officers as a group. Unless otherwise indicated, the information is provided as of February 27, 2010. Each of the persons listed below is the beneficial owner of less than 1% of the outstanding shares of our common stock and the executive officers and directors as a group own less than 2% of the outstanding shares of our common stock. The table also reflects for each person the number of common

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stock units associated with compensation deferred under our Deferred Compensation Plan. None of the persons named below has pledged any of their shares as security.

Name*	**Number of shares of common stock beneficially owned[1]**	**Number of deferred common stock units beneficially owned[2]**
Dean H. Anderson	78,712(5)	33,199
Virgis W. Colbert	116,600(6)	16,553
Cynthia M. Egnotovich	22,000(7)	2,773
Eric P. Etchart	99,855(4)(8)	0
Maurice D. Jones	187,580(3)(4)(9)	8,669
Kenneth W. Krueger	72,000(10)	17,225
Carl J. Laurino	214,720(3)(4)(11)	546
Thomas G. Musial	306,836(3)(4)(12)	8,691
Keith D. Nosbusch	88,000(13)	11,100
James L. Packard	152,000(14)	33,383
Robert C. Stift	116,000(15)	27,273
Glen E. Tellock	581,863(3)(4)(16)	9,920
Total of all above-named executive officers and directors*	2,036,166	169,332