KYSOR INDUSTRIAL CORP /MI/
Form 424B5
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Use these links to rapidly review the document
Table of contents
TABLE OF CONTENTS

Filed Pursuant to Rule 424(b)(5)
Registration No. 333-170573

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to Be Registered	Maximum Aggregate Offering Price	Amount of Registration Fee(1)
Debt Securities	$300,000,000	$40,920.00

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

Table of Contents

Prospectus supplement
(To prospectus dated November 11, 2010)

The Manitowoc Company, Inc.

$300,000,000
5.875% Senior Notes due 2022
Issue Price 100%
Interest payable April 15 and October 15

The notes will mature on October 15, 2022. Interest will accrue from October 19, 2012, and the first interest payment date will be April 15, 2013.

We may redeem some or all of the notes at any time on or after October 15, 2017 at the redemption prices set forth under "Description of notes Redemption Optional redemption." Prior to October 15, 2017, we may redeem the notes at a "make-whole" premium. In addition, at any time prior to October 15, 2015, 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 $400.0 million 9$^{1}/_{2}$% senior notes due 2018 and our $600.0 million 8$^{1}/_{2}$% senior notes due 2020. 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 obligations under 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-15.

	Public offering price(1)	**Underwriting discounts and commissions**	**Proceeds, before expenses, to The Manitowoc Company, Inc.(1)**
Per note	100.0%	1.5%	98.5%
Total	$300,000,000	$4,500,000	$295,500,000

(1) Plus accrued interest, if any, from October 19, 2012.

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 19, 2012 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

J.P. Morgan **Deutsche Bank Securities** **Wells Fargo Securities**

Co-Lead Managers

Credit Suisse **Morgan Stanley**

Co-Managers

BMO Capital Markets **Rabo Securities** **RBS**

The date of this prospectus supplement is October 4, 2012

Table of contents

Prospectus supplement

	Page
About this prospectus supplement	ii
Cautionary statement about forward-looking information	iii
Summary	S-1
Risk factors	S-15
Ratio of earnings to fixed charges	S-27
Use of proceeds	S-28
Capitalization	S-29
Selected financial data	S-30
Business	S-33
Management	S-47
Related party transactions	S-49
Principal stockholders	S-50
Description of other indebtedness	S-53
Description of notes	S-55
Certain U.S. federal income and estate tax consequences	S-99
Underwriting	S-105
Legal matters	S-108
Experts	S-108
Documents incorporated by reference	S-108

Prospectus

	Page
About this prospectus	2
Forward-looking statements	3
The Manitowoc Company, Inc.	4
Selling shareholders	4
Use of proceeds	4
Ratio of earnings to fixed charges	5
Description of capital stock	5
Description of the debt securities	9
Description of warrants	22
Description of the stock purchase contracts and equity units	23
Where you can find more information	24
Plan of distribution	25
Legal matters	27
Experts	27

Table of Contents

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), Top U.S. Equipment & Supplies Manufacturers (a report published by Clarity Marketing) and Booz and Company.

Table of Contents

Cautionary statement about forward-looking information

Statements included or incorporated by reference into this document that are not historical facts are forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements, which are based upon our current expectations, 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; 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; growth in demand for foodservice equipment by customers in emerging markets; and demand for quick service restaurants (QSR) chains and kiosks.

Corporate (including factors that may affect both of our segments) changes in laws and regulations, as well as their enforcement, throughout the world; the ability to finance, complete and/or successfully integrate, restructure and consolidate acquisitions, divestitures, strategic alliances and joint ventures; in connection with acquisitions, divestitures, strategic alliances and joint ventures, the finalization of the price and other terms, the realization of contingencies consistent with any established reserves, unanticipated issues associated with transitional services, realization of anticipated earnings enhancements, cost savings, strategic options and other synergies, and the anticipated timing to realize those savings, synergies, and options; 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; unexpected issues associated with the quality of materials and components sourced from third parties and resolution of those issues; 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

Table of Contents

the interest rate environment; risks associated with growth; foreign currency fluctuations and their impact on reported results and hedges in place; world-wide political risk; geographic factors and economic risks; pressure of additional financing leverage; success in increasing manufacturing efficiencies and capacities; unanticipated changes in revenue, margins, costs and capital expenditures; work stoppages, labor negotiations, rates and temporary labor; issues associated with workforce reductions and subsequent ramp-up; 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 and manage working capital consistent with our stated goals; non-compliance with debt covenants; changes in tax laws; unexpected issues affecting the effective tax rate for the year; unanticipated issues associated with the settlement of uncertain tax positions; unanticipated changes in customer demand; unanticipated changes in the debt and capital markets; the ability to increase operational efficiencies across each of the company's business segments and capitalize on those efficiencies; the ability to capitalize on key strategic opportunities; natural disasters disrupting commerce in one or more regions of the world; and other events outside our control.

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.

Table of Contents

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 (our "Crane" segment) and Foodservice Equipment (our "Foodservice" segment). Crane is recognized as one of the world's leading providers of engineered 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 innovators and manufacturers of commercial foodservice equipment serving the ice, beverage, refrigeration, food-preparation, and cooking needs of restaurants, convenience stores, hotels, healthcare, and institutional applications. We have over a 100-year tradition of providing high-quality, customer-focused products and support services to our markets. For the six-month period ended June 30, 2012, we had net sales of approximately $1.9 billion, Adjusted EBITDA of $197.0 million and earnings from continuing operations attributable to our common stockholders of $45.1 million. Adjusted EBITDA is a non-GAAP measure. See "Summary historical consolidated financial data" for further information about this measure, including a reconciliation to earnings 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 of lifting equipment and aftermarket capabilities 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, 2012, our Crane segment generated net sales of $1,118.6 million and earnings from operations of $73.4 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
- 24/7/365 access to crane parts, service and technical support, repair, rebuild and remanufacture services, technical publications, training, and lift planning 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.

Table of Contents

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 52% of our sales for the six-month period ended June 30, 2012 coming from the Americas, 35% from the Europe-Middle East-Africa region and 13% from the Asia-Pacific region.

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 crawler cranes, rough terrain cranes, boom trucks and truck cranes in the Americas as well as #1 in the market for tower cranes in Europe. Global crane demand is currently at levels well below prior peaks due to the impact of the global economic recession and downturn. We believe the trough of the recent downturn occurred in 2010 and that we are in the early stages of a cyclical recovery in the crane business. 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 Asia, 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 energy applications in the Americas, the Middle East and parts of the Greater Asia Pacific region.

- Crawler crane demand is driven by construction around the globe of a variety of large-scale projects, including but not limited to chemical plants, refineries and power plants.

As of June 30, 2012, our total Crane segment backlog was $943.6 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;

Table of Contents

- Hot holding and merchandising equipment, sold under the Frymaster brand;

- Refrigeration and cold holding products, sold under the Delfield, Kolpak and Kysor Panel 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

- 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.

In the six-month period ended June 30, 2012, 74% of our Foodservice segment's sales came from the Americas, 15% from the Europe-Middle East-Africa region and 11% from the Asia-Pacific region.

In the six-month period ended June 30, 2012, our Foodservice segment generated net sales of approximately $747.4 million and operating earnings of $118.5 million.

We estimate the global market for foodservice and food retailing equipment to be $21.6 billion annually. Long-term growth is underpinned by a secular trend towards food prepared outside the home; international expansion, menu convergence and operating hours 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, Middleby, Electrolux, Scotsman, Hoshizaki, Cornelius, True, Rationale 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

Table of Contents

costs, improve on-time delivery and safety, and increase flexibility and overall customer satisfaction. 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 Crane 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 set up new manufacturing processes, improve existing manufacturing processes and consolidate facilities.

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 and Convotherm 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 23 National Restaurant Association ("NRA") Kitchen Innovation Awards in the United States over the past eight years. The innovative product offerings of our Foodservice segment include Frymaster's new large-vat, 1814 gas and electric fryers, which feature innovative frypot designs that maintain high production capability while using 15% less oil, reducing energy consumption up to 47% and conserving space under the vent hood. In addition, a European store-based test of our Foodservice blend-in-cup machines is providing highly encouraging signs for continued expansion of this category of products. 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. We have also developed an intuitive and innovative crane control system that we expect to use across our product lines that allows users to quickly, safely and correctly set up, operate and access the crane's systems and functions. In addition, the GMK 6400, which is the largest All-Terrain Crane available on six axles, offers hydro static drive for slow speed crane movement, self installing MegaWing Lift attachment, and fuel saver engine management. 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 over 115 manufacturing, distribution, and service facilities located in 25 countries. Our manufacturing presence on four continents and our distribution and service presence on six continents give us

Table of Contents

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.

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. 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, 2012. 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, Greater Asia Pacific (including India and excluding China), the Middle East and Latin America. 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. According to research firm, Euromonitor, the outlook for Asia Pacific remains bright overall, with China still projected to see a 40% rise in foodservice spending between 2011 and 2016. In addition, foodservice spending is expected to grow in certain other of our key markets, including in Brazil by 30.1%, in Saudi Arabia by 31.4% and in the UAE and South Africa by high rates. In supporting global chains in these emerging markets, we are also localizing and broadening our Foodservice manufacturing, sales and support activities to give us broader access to general market opportunities in these regions.

In the crane market, demand is being led globally by the need for lifting solutions related to the industrial/petro-chemical, power plants and utilities end markets, as well as infrastructure applications. The projects comprising these end markets are taking place in traditional markets like North America, but they are also taking place throughout the world in emerging markets such as Brazil, China, Russia, and the Middle East. These large end-markets of energy, utilities and infrastructure are being driven by global demand for power due to population growth and migration, as well as searches for cheaper and more efficient forms of power generation.

Demand for lifting solutions continues to be weaker in the commercial and residential construction markets globally, and demand for both lifting solutions and foodservice equipment are weaker in the European region due primarily to broader macro-economic issues.

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 six 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 all of our major markets. We also provide our customers and dealers with

Table of Contents

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 approximately 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 operator kitchens. The Foodservice segment has trained more than 10,000 field service technicians in the Americas, and thousands of others on virtually every continent 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 67,500 units and that the installed base of our Manitowoc-branded crawler and Grove-branded mobile cranes is approximately 55,000 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 55% of global Foodservice segment equipment 2011 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 19 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.

Successful deleveraging history post leverage spikes

Our focus on Economic Value Added (EVA®) and cash generation is an important factor in our historical ability to successfully reduce balance sheet leverage subsequent to prior economic down-cycles and subsequent to the increase in debt from execution of acquisition growth

Table of Contents

strategies. We have embarked on a similar trajectory of deleveraging during 2011 and year-to-date 2012. Our over $1 billion of balance sheet deleveraging since the Enodis acquisition is the result of divestitures of non-core assets, the impact of synergies realized from the combination of the Enodis and Manitowoc foodservice businesses, and the positive impact of improving organic earnings in both the Crane and Foodservice segments during that time period.

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 disclosed that we planned to achieve over $80 million in synergies and we also were able to exceed these synergy targets.

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 14 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 introduction of our 2,500 ton capacity crawler crane, the introduction of our new patented variable positioning counterweight technology, our innovative winch technology on our tower cranes, and our mega-track suspension systems on our all-terrain cranes.

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 completed the introduction of new categories 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 introduced our new Indigo line of ice machines, which allow owners to program ice production and monitor key functions, including ice clarity, machine maintenance and energy/water usage, while inhibiting bacterial growth with its unique LuminIce feature. We continue to develop resource-saving and reduced environmental footprint products with reduced energy and water

Table of Contents

consumption, built from materials that are more easily recycled, and shipped in packaging with more recycled content.

For the second consecutive year, the U.S. Environmental Protection Agency ("EPA") and Energy Star recognized our Foodservice segment in 2012 as an Energy Star Sustaining Excellence award winner for its contribution to reducing greenhouse gas emissions by manufacturing energy-efficient products and helping to educate consumers about those products.

Focus on capital, operating efficiency and our company values

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.

Just as with people, businesses have to decide what it is they stand for and believe in if they are to grow and be successful. At The Manitowoc Company, our beliefs are best summarized in three core values: Integrity, Commitment to Stakeholders, and Passion for Excellence. We rely on these values every day, throughout the company, to set clear expectations, guide decisions and actions, and measure progress. They help us not only build our personal success, but the successes of our teams, business units, and company as a whole.

Optimize global footprint

Over the long-term, we plan to seek 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.

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.

Table of Contents

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, 2011 (the "2011 Form 10-K") 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, 2012 incorporated by reference into this prospectus supplement. Results of the Kysor/Warren business in the years ended December 31, 2011, 2010 and 2009 and results of substantially all Enodis ice businesses and certain Enodis non-ice businesses in the year ended December 31, 2009 have been classified as discontinued operations in the consolidated financial statements to exclude the 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. Financial data for 2010, 2009 and 2008 has been revised to correct errors identified in 2011 relating to these periods. See Note 1, "Company and Basis of Presentation" in the consolidated financial statements included in the 2011 Form 10-K for further discussion of the revisions on 2010 consolidated balance sheet data and 2010 and 2009 consolidated statements of operations data. For businesses acquired during the time periods presented, results are included in the table from their acquisition date.

Table of Contents

(In millions)	Year ended December 31 2011	2010*	2009*	Six months ended June 30 2012	2011
Net Sales					
Cranes and Related Products	$2,164.6	$1,748.6	$2,285.0	$1,118.6	$ 947.6
Foodservice Equipment	1,487.3	1,393.1	1,334.8	747.4	734.4
Total	3,651.9	3,141.7	3,619.8	1,866.0	1,682.0
Gross Profit	835.1	766.1	797.4	458.8	404.0
Earnings (Loss) from Operations					
Cranes and Related Products	103.9	89.8	145.0	73.4	43.5
Foodservice Equipment	216.0	203.0	167.0	118.5	103.9
Corporate	(56.9)	(41.2)	(44.4)	(32.5)	(28.9)
Amortization expense	(38.8)	(38.3)	(38.4)	(19.1)	(19.3)
Goodwill impairment			(520.3)		
Intangible asset impairment			(146.4)		
Restructuring and integration expense	(5.7)	(3.8)	(43.2)	(1.0)	(3.0)
Other	0.5	(2.3)	(3.4)	(0.1)	(0.1)
Total	219.0	207.2	(484.1)	139.2	96.1
Interest expense and amortization of deferred financing fees	(157.1)	(197.0)	(202.8)	(70.9)	(83.7)
Loss on debt extinguishment	(29.7)	(44.0)	(9.2)		(27.8)
Other income (expense) net	2.3	(9.9)	17.3	0.3	1.1
Earnings (loss) from continuing operations before taxes on earnings	34.5	(43.7)	(678.8)	68.6	(14.3)
Provision (benefit) for taxes on earnings	13.7	26.0	(69.2)	27.2	0.9
Earnings (loss) from continuing operations	20.8	(69.7)	(609.6)	41.4	(15.2)
Discontinued operations:(1)					
Earnings (loss) from discontinued operations and gain (loss) on sale of discontinued operations, net of income taxes	(38.5)	(7.6)	(58.3)	(0.5)	(36.6)
Net earnings (loss)	$ (17.7)	$ (77.3)	$ (667.9)	$ 40.9	$ (51.8)
Less: Net earnings (loss) attributable to noncontrolling interest, net of tax	(6.5)	(2.7)	(2.5)	(4.2)	(2.0)
Net earnings (loss) attributable to Manitowoc	(11.2)	(74.6)	(665.4)	45.1	(49.8)
Amounts attributable to the Manitowoc common shareholders:					
Earnings (loss) from continuing operations	27.3	(67.0)	(607.1)	45.6	(13.2)
	(38.5)	(7.6)	(58.3)	(0.5)	(36.6)

Earnings (loss) from discontinued operations and gain (loss) on sale of discontinued operations, net of income taxes					
Net earnings (loss) attributable to Manitowoc	$ (11.2)	$ (74.6)	$ (665.4)	$ 45.1	$ (49.8)
Adjusted EBITDA(2)	$ 349.2	$ 331.4	$ 377.1	$ 197.0	$ 161.2
Crane Backlog	760.5	571.7	572.7	943.6	838.8
Cash Flow provided by (used for) Operations	15.6	209.3	339.5	(121.8)	(187.3)
Cash and Cash Equivalents	68.6	83.7	103.7	56.8	81.1
Total Assets	4,027.2	4,076.0	4,344.8	4,179.5	4,219.1
Net Working Capital(3)	507.5	454.4	581.4	685.1	677.8
Total Debt	1,890.0	1,997.4	2,172.4	2,062.8	2,081.3
Depreciation and Amortization	120.9	125.5	126.3	53.5	60.4
Capital Expenditures	64.9	36.1	69.2	34.8	18.6

* 2009 and 2008 balance sheet data have been revised to correct errors identified in 2011. The impact of these errors on the 2009 and 2008 balance sheet data was a $1.2 million increase and a $27.1 million decrease, respectively, to Identifiable Assets (Foodservice Equipment). 2010, 2009 and 2008 net earnings (loss) data have been revised to correct errors identified in 2011. There was an increase to net loss of $6.1 million in 2010, a decrease to net loss of $35.1 million in 2009 and an increase to net earnings of $0.8 million in 2008 as a result of the correction of these errors. See Note 1, "Company and Basis of Presentation" in the consolidated financial statements included in the 2011 Form 10-K for further discussion of the nature of these errors.

The company has also identified errors related to its deferred tax liability and goodwill accounts that originated in connection with certain acquisitions 5 to 10 years ago, resulting in an understatement of these accounts, and a cumulative overstatement of income tax expense of $18.6 million through June 30, 2012. In addition, the company had previously identified an error related to the overstatement of inventory ($2.9 million in 2011; $1.1 million in the first quarter of 2012) that had been corrected as an out-of-period adjustment in the second quarter of 2012. The company does not believe these errors to be material to the company's results of operations, financial position, or cash flows for any of the company's previously filed annual or quarterly financial statements. Accordingly, the company has revised the financial information in the table above to correct for these errors. The company expects to revise the financial

information for prior periods to correct these errors the next time the impacted annual and quarterly financial statements are issued. These revisions impacted the financial information above as follows:

(a) Decrease to earnings (loss) from continuing operations before taxes on earnings of $2.9 million for the year ended December 31, 2011 and increase to earnings (loss) from continuing operations before taxes on earnings of $2.9 million for the six months ended June 30, 2012;

(b) Decrease to provision for taxes on income and increase to net earnings of: $2.2 million, $4.9 million and $3.7 million for the years ended 2011, 2010 and 2009, respectively; and decrease to the provision on taxes and increase to net earnings of $0.6 million for the six-month periods ended, June 30, 2012 and 2011;

(c) Increases to total assets of: $64.9 million as of December 31, 2010 and 2009, and June 30, 2011; $62.0 million as of December 31, 2011 and $67.8 million as of June 30, 2012.

(1) Discontinued operations primarily represent the results of operations and gain or loss on sale or closure of substantially all Enodis ice businesses and certain Enodis non-ice businesses and Kysor/Warren, which either qualified for discontinued operations treatment, or were sold or closed during 2011, 2010 or 2009.

(2) Adjusted EBITDA, as defined under our senior secured credit agreement and used in this prospectus supplement, consists of our net earnings (loss) attributable to Manitowoc 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, or (b) any gains or losses from sales of assets other than from sales of inventory in the ordinary course of business.

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 GAAP as an indicator of our operating performance, or as an alternative to cash flows from operating activities as determined in accordance GAAP as a measure of liquidity. We have significant uses of cash flows, including capital expenditure 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 net earnings (loss) attributable to Manitowoc to Adjusted EBITDA for the periods above:

(In millions)	Year ended December 31 2011	2010	2009	Six months ended June 30 2012	2011
Net earnings (loss) attributable to Manitowoc	$ (11.2)	$ (74.6)	$ (665.4)	$ 45.1	$ (49.8)
Earnings (loss) from discontinued operations and gain (loss) on sale of discontinued operations, net of income taxes	38.5	7.6	58.3	0.5	36.6
Interest expense and amortization of deferred financing fees	157.1	197.0	202.8	70.9	83.7
Income taxes	13.7	26.0	(69.2)	27.2	0.9
Depreciation & amortization	120.9	125.5	126.3	53.5	60.4
Restructuring charges(a)	5.6	3.8	39.6	0.9	2.8
Early extinguishment of debt(b)	29.7	44.0	9.2		27.8
Change in accounting(c)			2.5		
Asset impairment(d)			666.7		
Other	(5.1)	2.1	6.3	(1.1)	(1.2)
Adjusted EBITDA	**$ 349.2**	**$ 331.4**	**$ 377.1**	**$ 197.0**	**$ 161.2**

(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.

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

(c) Reflects the write-off of acquisition fees on January 1, 2009 concurrent with the adoption of Accounting Standard Codification Topic 805, "Business Combinations."

(d) 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.

Table of Contents

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	$300,000,000 aggregate principal amount of 5.875% Senior Notes due 2022.
Maturity	The notes will mature on October 15, 2022.
Interest Payment Dates	April 15 and October 15 of each year, beginning April 15, 2013.
Optional Redemption	At any time on or after October 15, 2017, 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 October 15, 2017, we may redeem the notes at a "make-whole" premium. At any time prior to October 15, 2015, 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).

Table of Contents

At June 30, 2012, on an as adjusted basis giving effect to the sale of the notes in this offering and the application of the estimated net proceeds of this offering as described under "Use of proceeds," we had $650.4 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 obligations under 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, 2012, our non-guarantor subsidiaries had $1.6 billion of liabilities (to which the notes would have been structurally subordinated) and $4.1 billion of assets. For the six months ended June 30, 2012, our non-guarantor subsidiaries generated $916.2 million of sales and $4.3 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;
- 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;

Table of Contents

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 redeem the entire $150.0 million aggregate principal amount of our 7 1/8% senior notes due 2013 and 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-15 of this prospectus supplement for important information regarding us and an investment in the notes.

Table of Contents

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, 2012, after giving effect to 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 $2,069.6 million, including $300.0 million of notes offered hereby, $600.0 million of our 8$^{1}/_{2}$% senior notes due 2020 ("2020 Notes"), $400.0 million of our 9$^{1}/_{2}$% senior notes due 2018 ("2018 Notes" and, together with the 2020 Notes, the "Existing Senior Notes") and $648.3 million of borrowings under our senior secured credit facilities. In addition, we would have had approximately $464.2 million of available borrowing capacity under the $500.0 million revolving facility portion of our senior secured credit facilities at June 30, 2012. 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 subject to compliance with certain financial covenants, including a senior secured leverage ratio and an interest coverage ratio. Our senior secured credit facilities include other restrictions that, among other things, limit our ability to incur indebtedness; make capital expenditures;

Table of Contents

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 incur substantially more indebtedness. This could exacerbate the risks associated with our substantial indebtedness.

We and our subsidiaries may 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.

Table of Contents

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 2016, with the remainder maturing in 2017, 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, 2012, after giving effect to the issuance of the notes offered hereby and the contemplated use of proceeds, the notes and the guarantees would have been effectively subordinated to $650.4 million of senior secured indebtedness and we would have been able to incur an

Table of Contents

additional $464.2 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, 2012, our non-guarantor subsidiaries had $1.6 billion of liabilities (to which the notes would have been structurally subordinated) and $4.1 billion of assets. For the six months ended June 30, 2012, our non-guarantor subsidiaries generated $916.2 million of sales and $4.3 million of earnings from continuing operations.

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

Table of Contents

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, the ability of holders of notes to sell their notes 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.

Table of Contents

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, such as the recent global economic recession, 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 also 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 may cause customers to forego or postpone new purchases in favor of repairing existing machinery.

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

Table of Contents

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 or limit 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 realizing 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 increasingly manufacture and sell our products outside of the United States, which may present additional risks to our business.

For the six months ended June 30, 2012 and the years ended December 31, 2011, 2010 and 2009, approximately 52%, 56%, 57% and 52%, respectively, of our net sales were attributable to products sold outside of the United States. Expanding our international sales is part of our growth strategy. We operate 20 major manufacturing facilities outside of the United States. Ten of these facilities are in Europe, two are in Latin America, and eight are in Asia. Specifically, ten of our major manufacturing facilities are located in the European Economic Union and are therefore most closely impacted by any potential future issues that would arise from a further Euro zone crisis. 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 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 sales, manufacturing and the integration of new facilities that could cause loss of revenue or increased cost. Unfavorable changes in the

Table of Contents

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 effect 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 June 30, 2012, we employed approximately 12,700 people and had labor agreements with 13 union locals in North America. A large majority of our European employees belong to European trade unions. We have three trade unions in China, one trade union in India and two trade unions in Brazil. There were only minor work stoppages during 2009 and 2010. During 2010, we had two union contracts that expired and were successfully renegotiated. During 2011, four of our union contracts expired at various times. Three of the contracts that expired in 2011 were successfully renegotiated without incident, while the International Association of Machinists (IAM) contract with Manitowoc Crane Corporation expired in October 2011 and resulted in a 66 day work stoppage. Our contingency plans and workforce ensured that customer needs were met during the work stoppage. A new contract with the IAM was ratified in January 2012 and expires in January 2016. Certain of our union contracts in North America expire at various times during 2013. Any significant labor relations issues could have a material adverse effect on our results of operations and financial condition.

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

Table of Contents

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 divestitures could negatively affect our results.

We regularly review our business units and evaluate them against our core business strategies. In addition to strategic divestiture decisions, at times we are forced by regulatory authorities to make business divestitures as a result of acquisition transactions, such as the sale of substantially all of Enodis' ice machine operations as a result of the Enodis acquisition. 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 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 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.

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.

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 or buyback 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.

An inability to successfully manage the implementation of a global enterprise resource management (ERP) system in our Crane segment could adversely affect our operating results.

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

Table of Contents

implementation is a major undertaking both financially and from a management and personnel perspective. One business location implemented this system in 2009 and our corporate office implemented the system in 2010. Due to economic conditions we delayed the previously scheduled implementation timeline for the Crane segment ERP system during 2010 and 2011. To date during 2012, we have implemented the ERP system for our Crane and Crane Care businesses in Brazil and France, and our Crane Care businesses in Europe and Latin America. 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 the ability of the company to report accurate and timely financial results.

Security breaches and other disruptions could compromise our information and expose us to liability, which would cause our business and reputation to suffer.

In the ordinary course of our business, we collect and store sensitive data, including our proprietary business information and that of our customers, suppliers and business partners, as well as personally identifiable information of our customers and employees, in our data centers and on our networks. The secure processing, maintenance and transmission of this information is critical to our operations and business strategy. Despite our security measures, our information technology and infrastructure may be vulnerable to malicious attacks or breached due to employee error, malfeasance or other disruptions, including as a result of rollouts of new systems. Any such breach could compromise our networks and the information stored there could be accessed, publicly disclosed, lost or stolen. Any such access, disclosure or other loss of information could result in legal claims or proceedings and/or regulatory penalties, disrupt our operations, damage our reputation, and/or cause a loss of confidence in our products and services, which could adversely affect our business.

Our inability to recover from natural or man-made disasters 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 and raw materials and 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.

Our income tax returns are subject to review by taxing authorities, and the final determination of our tax liability with respect to tax audits and any related litigation could adversely affect our operations.

Although we believe that our tax estimates are reasonable and that we prepare our tax filings in accordance with all applicable tax laws, the final determination with respect to any tax audits, and any related litigation, could be materially different from our estimates or from our historical income tax provisions and accruals. The results of an audit or litigation could have a

Table of Contents

material effect on operating results or cash flows in the periods for which that determination is made. In addition, future period earnings may be adversely impacted by litigation costs, settlements, penalties, or interest assessments. We are undergoing tax audits in various jurisdictions and we regularly assess the likelihood of an adverse outcome resulting from such examinations to determine the adequacy of our tax reserves. On September 19, 2012, we received an examination report from the Internal Revenue Service covering the 2008 and 2009 tax years. The report includes the proposed disallowance of the deductibility of a $380.9 million foreign currency loss that was incurred in 2008. We will file a formal protest to the proposed adjustment during the fourth quarter of 2012. We intend to vigorously contest the proposed disallowance by the Internal Revenue Service, and we have not recorded a tax reserve for this matter. However, there can be no assurance that this matter will be resolved in our favor.

Our international sales and operations are subject to applicable laws relating to trade, export controls and foreign corrupt practices, the violation of which could adversely affect our operations.

We must comply with all applicable international trade, customs, export controls and economic sanctions laws and regulations of the United States and other countries. We are also subject to the Foreign Corrupt Practices Act and other anti-bribery laws that generally bar bribes or unreasonable gifts to foreign governments or officials. Changes in trade sanctions laws may restrict our business practices, including cessation of business activities in sanctioned countries or with sanctioned entities, and may result in modifications to compliance programs. Violation of these laws or regulations could result in sanctions or fines and could have a material adverse effect on our financial condition, results of operations and cash flows.

New regulations related to conflict-free minerals may force us to incur additional expenses.

The Dodd-Frank Wall Street Reform and Consumer Protection Act (the "Dodd-Frank Act"), signed into law on July 21, 2010, includes Section 1502, which requires the Securities and Exchange Commission ("SEC") to adopt additional disclosure requirements related to certain minerals sourced from the Democratic Republic of Congo and surrounding countries, or "conflict minerals", for which such conflict minerals are necessary to the functionality of a product manufactured, or contracted to be manufactured, by an SEC reporting company. The metals covered by the final rules, adopted on August 22, 2012, are commonly referred to as "3TG" and include tin, tantalum, tungsten and gold. Implementation of the new disclosure requirements could affect the sourcing and availability of some of the minerals used in the manufacture of our products. Our supply chain is complex, and if we are not able to conclusively verify the origins for all conflict minerals used in our products or that our products are "conflict free," we may face reputational challenges with our customers or investors. Additionally, as there may be only a limited number of suppliers offering "conflict free" metals, we cannot be sure that we will be able to obtain necessary metals from such suppliers in sufficient quantities or at competitive prices. Accordingly, we could incur significant costs related to the compliance process, including potential difficulty or added costs in satisfying the disclosure requirements.

Table of Contents

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,				
	2012	2011	2010	2009	2008	2007
Ratio of earnings to fixed charges	1.8x	1.2x	(a)	(b)	2.2x	10.6x

(a) Due to our loss for the year ended December 31, 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 1.0x (one-to-one coverage) was $43.7 million for the year ended December 31, 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 1.0x (one-to-one coverage) was $678.8 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.

Table of Contents

Use of proceeds

We estimate that we will receive net proceeds from this offering of approximately $295.3 million, after deducting underwriting discount and other offering expenses. We intend to use the net proceeds from this offering to redeem the entire $150 million aggregate principal amount of our $7^1/_8$% senior notes due 2013, to repay the outstanding indebtedness under our revolving credit facility and, to the extent of any remaining proceeds, to repay outstanding indebtedness under our term loan B facility. As of June 30, 2012, the aggregate principal amount outstanding under our revolving and term loan B facilities was $146.6 million and $332.0 million, respectively, and borrowings outstanding under such facilities accrued interest at approximately 3.25% and 4.25%, respectively, excluding the impact of interest rate hedges in place on the term loan B facility. The facilities are scheduled to mature in May 2016 and November 2017, respectively. Certain of the underwriters or their affiliates may hold a portion of the notes being redeemed and would be entitled to receive a pro rata portion of the proceeds used to redeem such notes. In addition, certain affiliates of the underwriters are lenders under the facilities and will receive a portion of the proceeds of this offering. See "Underwriting."

Table of Contents

Capitalization

The following table sets forth our cash and cash equivalents and capitalization as of June 30, 2012 on an actual basis and as adjusted giving effect to the sale of $300.0 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, 2012	
(In millions)	**Actual**	**As adjusted**
Cash and cash equivalents	$ 56.8	$ 56.8
Debt:		
$500 million revolving credit facility(1)	$ 146.6	$ 1.3
Term Loan A	315.0	315.0
Term Loan B	332.0	332.0
Capitalized leases	2.1	2.1
Total senior secured debt	795.7	650.4
7 1/8% senior notes due 2013	150.0	
9 1/2% senior notes due 2018	410.9	410.9
8 1/2% senior notes due 2020	620.2	620.2
Notes offered hereby		300.0
Other(2)	88.1	88.1
Total debt(3)	2,064.9	2,069.6
Stockholders' equity:		
Common stock, $0.01 par value per share	1.4	1.4
Additional paid-in capital	480.5	480.5
Accumulated other comprehensive loss	(38.8)	(38.8)
Retained earnings	174.8	174.3
Treasury stock, at cost	(86.8)	(86.8)
Total stockholders' equity	531.1	530.6
Noncontrolling interest	(14.1)	(14.1)
Total equity	517.0	516.5
Total capitalization	$ 2,581.9	$ 2,586.1

(1) We had letters of credit under the revolving credit facility in the amount of $34.5 million as of June 30, 2012. As of June 30, 2012 and September 30, 2012, we had $146.6 million and $124.0 million, respectively, outstanding under our revolving credit facility.

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

(3) As of June 30, 2012, we had outstanding $124.3 million in trade accounts receivable sold to the purchaser under our domestic securitization program.

Table of Contents

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, 2011 (the "2011 Form 10-K") 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, 2012 incorporated by reference into this prospectus supplement. Results of the Kysor/Warren business in the years ended December 31, 2011, 2010 and 2009 and results of substantially all Enodis ice businesses and certain Enodis non-ice businesses in the year ended December 31, 2009 have been classified as discontinued operations in the consolidated financial statements to exclude the 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. Financial data for 2010, 2009 and 2008 has been revised to correct errors identified in 2011 relating to these periods. See Note 1, "Company and Basis of Presentation" in the consolidated financial statements included in the 2011 Form 10-K for further discussion of the revisions on 2010 consolidated balance sheet data and 2010 and 2009 consolidated statements of operations data. For businesses acquired during the time periods presented, results are included in the table from their acquisition date.

Table of Contents

(In millions)	Year ended December 31 2011	2010*	2009*	2008*	2007	Six months ended June 30 2012	2011
Net Sales							
Cranes and Related Products	$2,164.6	$1,748.6	$2,285.0	$3,882.9	$3,245.7	$1,118.6	$ 947.6
Foodservice Equipment	1,487.3	1,393.1	1,334.8	596.3	438.3	747.4	734.4
Total	3,651.9	3,141.7	3,619.8	4,479.2	3,684.0	1,866.0	1,682.0
Gross Profit	835.1	766.1	797.4	1,015.0	861.5	458.8	404.0
Earnings (Loss) from Operations							
Cranes and Related Products	103.9	89.8	145.0	555.6	470.5	73.4	43.5
Foodservice Equipment	216.0	203.0	167.0	59.2	61.3	118.5	103.9
Corporate	(56.9)	(41.2)	(44.4)	(51.7)	(48.2)	(32.5)	(28.9)
Amortization expense	(38.8)	(38.3)	(38.4)	(11.4)	(5.8)	(19.1)	(19.3)
Gain on sales of parts line					3.3		
Goodwill Impairment			(520.3)				
Intangible asset impairment			(146.4)				
Restructuring and integration expense	(5.7)	(3.8)	(43.2)	(29.3)		(1.0)	(3.0)
Pension settlements					(5.3)		
Other	0.5	(2.3)	(3.4)			(0.1)	(0.1)
Total	219.0	207.2	(484.1)	522.4	475.8	139.2	96.1
Interest expense and amortization of deferred financing fees	(157.1)	(197.0)	(202.8)	(54.1)	(36.2)	(70.9)	(83.7)
Loss on debt extinguishment	(29.7)	(44.0)	(9.2)	(4.1)	(12.5)		(27.8)
Loss on purchase price hedges				(379.4)			
Other income (expense) net	2.3	(9.9)	17.3	(3.0)	9.8	0.3	1.1
Earnings (loss) from continuing operations before taxes on income	34.5	(43.7)	(678.8)	81.8	436.9	68.6	(14.3)
Provision (benefit) for taxes on income	13.7	26.0	(69.2)	(20.7)	120.6	27.2	0.9
Earnings (loss) from continuing operations	20.8	(69.7)	(609.6)	102.5	316.3	41.4	(15.2)
Discontinued operations:(1)							
Earnings (loss) from discontinued operations, net of income taxes	(3.9)	(7.6)	(34.1)	(144.8)	21.9	(0.5)	(3.0)
Gain (loss) on sale or closure of discontinued operations, net of income taxes	(34.6)		(24.2)	53.1			(33.6)
Net earnings (loss)	$ (17.7)	$ (77.3)	$ (667.9)	$ 10.8	$ 338.5	$ 40.9	$ (51.8)
Less: Net earnings (loss) attributable to noncontrolling interest, net of tax	(6.5)	(2.7)	(2.5)	(1.9)		(4.2)	(2.0)

Net earnings (loss) attributable to Manitowoc	(11.2)	(74.6)	(665.4)	12.7	338.2	45.1	(49.8)
Cash Flows							
Cash flow from operations	$ 15.6	$ 209.3	$ 339.5	$ 306.1	$ 244.0	$ (121.8)	$ (187.3)
Identifiable Assets							
Cranes and Related Products	$1,760.8	$1,659.3	$1,803.3	$2,288.6	$2,022.9	$1,861.0	$1,881.8
Foodservice Equipment	2,201.2	2,202.0	2,280.7	3,390.8	341.5	1,997.7	2,066.6
Corporate	65.2	214.7	260.8	444.5	571.9	320.8	270.7
Total	$4,027.2	$4,076.0	$4,344.8	$6,123.9	$2,936.3	$4,179.5	$4,219.1
Depreciation							
Cranes and Related Products	$ 54.2	$ 56.5	$ 55.3	$ 66.3	$ 70.4	$ 22.1	$ 27.0
Foodservice Equipment	25.1	27.8	29.8	11.8	8.0	11.2	12.6
Corporate	2.8	2.9	2.8	1.5	1.8	1.1	1.5
Total	$ 82.1	$ 87.2	$ 87.9	$ 79.6	$ 80.2	$ 34.4	$ 41.1
Capital Expenditures							
Cranes and Related Products	$ 52.2	$ 21.9	$ 51.5	$ 129.4	$ 103.7	$ 28.3	$ 11.3
Foodservice Equipment	12.0	12.2	15.1	10.5	3.7	5.9	6.9
Corporate	0.7	2.0	2.6	10.0	5.4	0.6	0.4
Total	$ 64.9	$ 36.1	$ 69.2	$ 149.9	$ 112.8	$ 34.8	$ 18.6

* 2009 and 2008 balance sheet data have been revised to correct errors identified in 2011. The impact of these errors on the 2009 and 2008 balance sheet data was a $1.2 million increase and a $27.1 million decrease, respectively, to Identifiable Assets (Foodservice Equipment). 2010, 2009 and 2008 net earnings (loss) data have been revised to correct errors identified in 2011. There was an increase to net loss of $6.1 million in 2010, a decrease to net loss of $35.1 million in 2009 and an increase to net earnings of $0.8 million in 2008 as a result of the correction of these errors. See Note 1, "Company and Basis of Presentation" in the consolidated financial statements included in the 2011 Form 10-K for further discussion of the nature of these errors.

The company has also identified errors related to its deferred tax liability and goodwill accounts that originated in connection with certain acquisitions 5 to 10 years ago, resulting in an understatement of these accounts, and a cumulative overstatement of income tax expense of $18.6 million through June 30, 2012. In addition, the company had previously identified an error related to the overstatement of inventory ($2.9 million in 2011; $1.1 million in the first quarter of 2012)

Table of Contents

that had been corrected as an out-of-period adjustment in the second quarter of 2012. The company does not believe these errors to be material to the company's results of operations, financial position, or cash flows for any of the company's previously filed annual or quarterly financial statements. Accordingly, the company has revised the financial information in the table above to correct for these errors. The company expects to revise the financial information for prior periods to correct these errors the next time the impacted annual and quarterly financial statements are issued. These revisions impacted the financial information above as follows:

(a) Decrease to earnings (loss) from continuing operations before taxes on earnings of $2.9 million for the year ended December 31, 2011 and increase to earnings (loss) from continuing operations before taxes on earnings of $2.9 million for the six months ended June 30, 2012;

(b) Decrease to provision for taxes on income and increase to net earnings of: $2.2 million, $4.9 million, $3.7 million, $1.9 million and $1.5 million for the years ended 2011, 2010, 2009, 2008 and 2007, respectively; and decrease to the provision on taxes and increase to net earnings of $0.6 million for the six-month periods ended, June 30, 2012 and June 2011;

(c) Increases to total assets of: $64.9 million as of December 31, 2010, 2009, 2008 and 2007, and June 30, 2011; $62.0 million as of December 31, 2011 and $67.8 million as of June 30, 2012.

(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, Kysor/Warren, Delta Manlift SAS, DRI and Toledo Ship Repair, which either qualified for discontinued operations treatment, or were sold or closed during 2011, 2010, 2009 or 2008.

Table of Contents

Business

General

Founded in 1902, we are a multi-industry, capital goods manufacturer operating in two segments: Cranes and Related Products (our "Crane" segment) and Foodservice Equipment (our "Foodservice" segment). Crane is recognized as one of the world's leading providers of engineered 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 innovators and manufacturers of commercial foodservice equipment serving the ice, beverage, refrigeration, food-preparation, and cooking needs of restaurants, convenience stores, hotels, healthcare, and institutional applications. We have over a 100-year tradition of providing high-quality, customer-focused products and support services to our markets. For the year ended December 31, 2011, we had net sales of approximately $3.7 billion, and for the six-months ended June 30, 2012 we had net sales of approximately $1.9 billion.

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

Our Foodservice business is among the world's leading designers and manufacturers of commercial foodservice equipment. Our Foodservice capabilities span refrigeration, ice-making, cooking, food-preparation, and beverage-dispensing technologies, and allow us to be able to equip entire commercial kitchens and serve the world's growing demand for food prepared away from home. Our Foodservice products are principally marketed under the Manitowoc, Garland, U.S. Range, Convotherm, Cleveland, Lincoln, Merrychef, Frymaster, Delfield, Kolpak, Kysor Panel, Jackson, Servend, Multiplex, and Manitowoc Beverage System brand names.

On December 15, 2010, the company reached a definitive agreement to divest its Kysor/Warren and Kysor/Warren de Mexico businesses to Lennox International for approximately $145 million. The transaction subsequently closed on January 14, 2011 and the net proceeds were used to pay down outstanding debt. The results of these operations have been classified as discontinued operations.

In order to secure clearance for the acquisition of Enodis plc ("Enodis") from various regulatory authorities including the European Commission and the United States Department of Justice, the company agreed to sell substantially all of Enodis' global ice machine operations following completion of the transaction. In May 2009, the company 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 $160 million. The businesses sold were operated under the Scotsman, Ice-O-Matic, Simag, Barline, Icematic, and Oref brand names. The company 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

Table of Contents

were treated as standalone operations, in competition with the company. The results of these operations have been classified as discontinued operations.

In December 2008, the company completed the sale of its 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. The results of the Marine segment have been classified as a discontinued operation for financial reporting purposes.

In October 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, inclusive of the purchase of outstanding shares and rights to shares, acquired debt, the settlement of hedges related to the acquisition and transaction fees, is the largest acquisition for the company and positioned Manitowoc among the world's leading designers and manufacturers of commercial foodservice equipment.

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, 2011, 2010 and 2009 and the six months ended June 30, 2012 and 2011. The financial information for 2010 and 2009 has been revised to correct errors identified that relate to prior periods. See Note 1, "Company and Basis of Presentation" Notes to the Consolidated Financial Statements included in our Annual Report on Form 10-K for the year ended December 31, 2011 (the "2011 Form 10-K") for further discussion. 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 the 2011 Form 10-K, except that certain expenses are not allocated to the segments. These unallocated expenses are certain corporate overhead costs, amortization expense of intangible assets with definite lives, goodwill impairment charges, intangible asset impairment charges, restructuring expense, integration expense and certain other miscellaneous expenses recorded below operating earnings. We evaluate segment performance based upon profit and loss before the

Table of Contents

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

	Year ended December 31			Six months ended June 30	
(In millions)	**2011**	**2010**	**2009**	**2012**	**2011**
				(Unaudited)	
Net sales from continuing operations:					
Crane	$ 2,164.6	$ 1,748.6	$ 2,285.0	$ 1,118.6	$ 947.6
Foodservice	1,487.3	1,393.1	1,334.8	747.4	734.4
Total	$ 3,651.9	$ 3,141.7	$ 3,619.8	$ 1,866.0	$ 1,682.0
Operating earnings (loss) from continuing operations:					
Crane	$ 103.9	$ 89.8	$ 145.0	$ 73.4	$ 43.5
Foodservice	216.0	203.0	167.0	118.5	103.9
Corporate	(56.9)	(41.2)	(44.4)	(32.5)	(28.9)
Amortization expense	(38.8)	(38.3)	(38.4)	(19.1)	(19.3)
Goodwill impairment			(520.3)		
Intangible asset impairment			(146.4)		
Restructuring and integration expense	(5.7)	(3.8)	(43.2)	(1.0)	(3.0)
Other expense	0.5	(2.3)	(3.4)	(0.1)	(0.1)
Total:	$ 219.0	$ 207.2	$ (484.1)	$ 139.2	$ 96.1
Capital expenditures:					
Crane	$ 52.2	$ 21.9	$ 51.5	$ 28.3	$ 11.3
Foodservice	12.0	12.2	15.1	5.9	6.9
Corporate	0.7	2.0	2.6	0.6	0.4
Total	$ 64.9	$ 36.1	$ 69.2	$ 34.8	$ 18.6
Depreciation:					
Crane	$ 54.2	$ 56.5	$ 55.3	$ 22.1	$ 27.0
Foodservice	25.1	27.8	29.8	11.2	12.6
Corporate	2.8	2.9	2.8	1.1	1.5
Total	$ 82.1	$ 87.2	$ 87.9	$ 34.4	$ 41.1
Total assets:					
Crane	$ 1,760.8	$ 1,659.3	$ 1,803.3	$ 1,861.0	$ 1,881.8
Foodservice	2,201.2	2,202.0	2,280.7	1,997.7	2,066.6
Corporate	65.2	214.7	295.8	320.8	270.7
Total	$ 4,027.2	$ 4,076.0	$ 4,344.8		