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

FORM 8-K

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

Date of report (Date of the earliest event reported) November 18, 2014

MANITEX INTERNATIONAL, INC.
(Exact Name of Registrant as Specified in Its Charter)

Michigan
(State or Other Jurisdiction
of Incorporation)

001-32401
(Commission
File Number)

42-1628978
(IRS Employer
Identification No.)

**9725 Industrial Drive,
Bridgeview, Illinois**
(Address of Principal Executive Offices)

60455
(Zip Code)

(708) 430-7500
(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 Results of Operations and Financial Condition.

On November 18, 2014, the Company posted a slide presentation on its website. This slide presentation is incorporated herein by reference.

The information under Item 7.01 in this Current Report on Form 8-K, including the exhibits hereto, is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information under Item 7.01 in this Current Report on Form 8-K will not be incorporated by reference into any registration statement or other document filed by the Company under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated by reference. The furnishing of the information under Item 7.01 in this Current Report on Form 8-K is not intended to, and does not, constitute a determination by the Company that the information under Item 7.01 in this Current Report on Form 8-K is complete or that investors should consider this information before making an investment decision with respect to any security of the Company.

Item 9.01 Financial Statements and Exhibits.*(a) Financial Statements of Businesses Acquired.*

Not applicable.

(b) Pro Forma Financial Information.

Not applicable.

(c) Shell Company Transactions.

Not applicable.

(d) Exhibits.

99.1 Manitex International, Inc. slide presentation posted on Company website November 18, 2014.

SIGNATURE

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

MANITEX INTERNATIONAL, INC.

By: /s/ DAVID GRANSEE

Name: David Gransee

Title: VP & CFO

Date: November 18, 2014

EXHIBIT INDEX

**Exhibit
Number**

Description

99.1 Manitex International, Inc. slide presentation posted on company website November 18, 2014.

Manitex International, Inc.

Corporate Presentation

(NASDAQ: MNTX)

Q3 2014



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Forward Looking Statements & Non-GAAP Measures

Safe Harbor Statement under the U.S. Private Securities Litigation Reform Act of 1995: This presentation contains statements that are forward-looking in nature which express the beliefs and expectations of management including statements regarding the Company's expected results of operations or liquidity; statements concerning projections, predictions, expectations, estimates or forecasts as to our business, financial and operational results and future economic performance; and statements of management's goals and objectives and other similar expressions concerning matters that are not historical facts. In some cases, you can identify forward-looking statements by terminology such as "anticipate," "estimate," "plan," "project," "continuing," "ongoing," "expect," "we believe," "we intend," "may," "will," "should," "could," and similar expressions. Such statements are based on current plans, estimates and expectations and involve a number of known and unknown risks, uncertainties and other factors that could cause the Company's future results, performance or achievements to differ significantly from the results, performance or achievements expressed or implied by such forward-looking statements. These factors and additional information are discussed in the Company's filings with the Securities and Exchange Commission and statements in this presentation should be evaluated in light of these important factors. Although we believe that these statements are based upon reasonable assumptions, we cannot guarantee future results. Forward-looking statements speak only as of the date on which they are made, and the Company undertakes no obligation to update publicly or revise any forward-looking statement, whether as a result of new information, future developments or otherwise.

Non-GAAP Measures: Mantex International from time to time refers to various non-GAAP (generally accepted accounting principles) financial measures in this presentation. Mantex believes that this information is useful to understanding its operating results without the impact of special items. See Mantex's Q3 2014 earnings release on the Investor Relations section of our website www.mantexinternational.com for a description and/or reconciliation of these measures.



11/19/2014

Nasdaq: MNTX

Company Snapshot

Manitex
International, Inc.

- Global provider of highly specialized cranes- straight-mast and knucklebooms
- Materials and container handling equipment also sold through dealerships, globally
- Miscellaneous specialized equipment

Niches
Served

- Energy exploration and field development
- Power line construction
- Military
- Railroads
- Ports
- Government/agency
- Construction-resi and non-resi

Company
Origin

- Launched as a private company in 2003
- Publicly traded on NASDAQ: MNTX
- Steady organic growth
- **Industry consolidator: consistently adding branded product lines through M&A since going public in 2006**

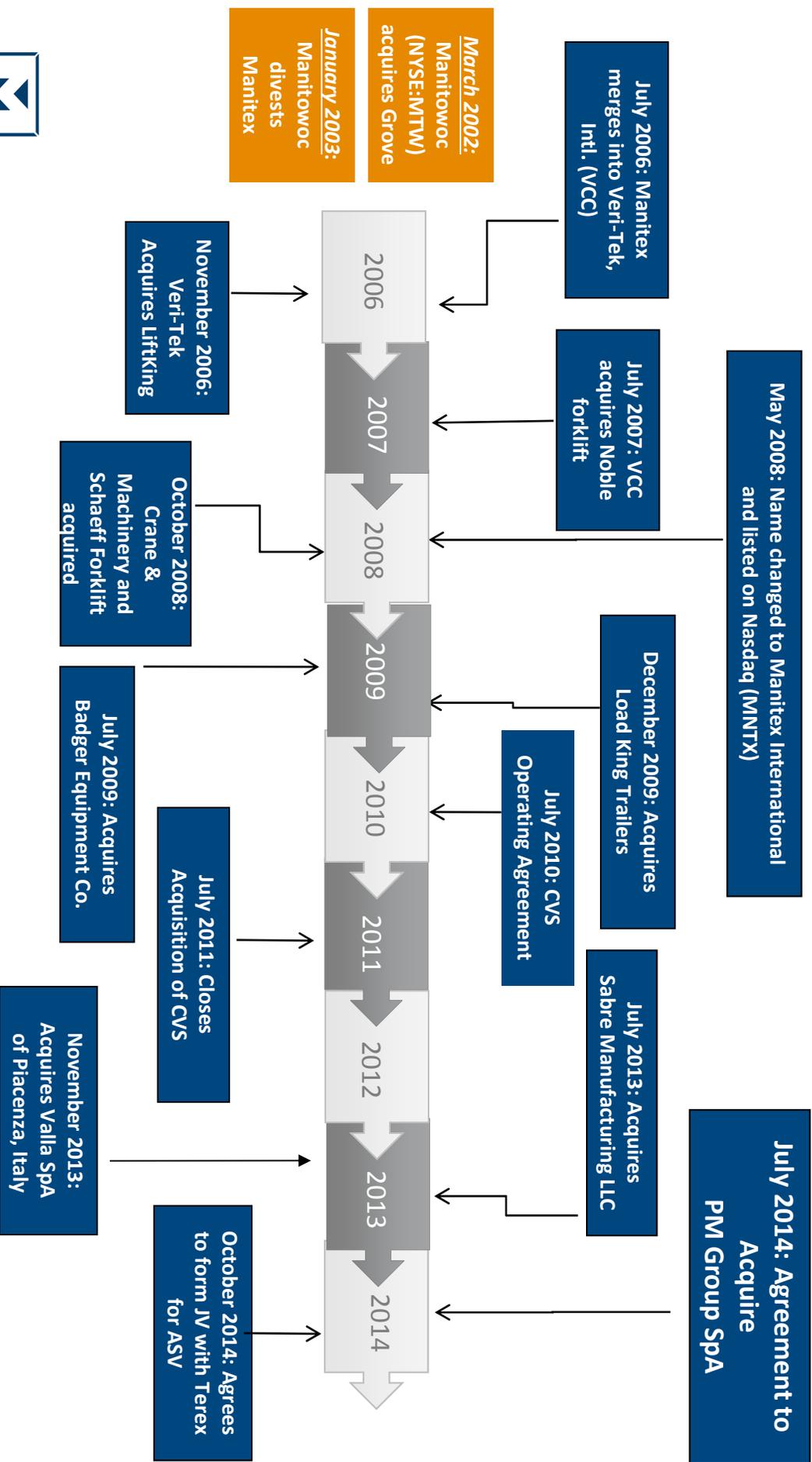


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Company Timeline



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Product Overview-Our Largest Product Groups



- Engineered lifting equipment
- Manitex boom trucks
- SkyCrane aerial platforms
- Sign cranes



- RT forklifts
- Special mission-oriented vehicles
- Carriers
- Heavy material handling
- Transporters & steel mill equipment



- Leading Italian manufacturer of truck-mounted hydraulic knuckle boom cranes
- Diverse product lines ranging up to 108 metric tonnes in lifting capacity; sales in 50 countries



- Crawler-track loaders and skid-steer loaders
- Commercial and Residential Markets
- Generally ideal for pick & carry and digging applications



* PM and ASV transactions expected to close Q4 2014



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Competitive Positioning

Core Competencies

- Strong brand history
 - Acknowledged product development record
 - International dealers enable us to follow demand
 - Focused on specialized equipment and niche end-markets
- 

Products

- Niche markets
 - Broad end-user base
 - Highly customized/specialized; will configure-to-order
 - Parts and service an important part of business model
- 

Superior ROI

- Lower capital commitment for a boom truck vs. competitors' custom cranes of similar lifting capacity
 - Usually less or no special permitting vs. competitors' custom cranes of similar lifting capacity
- 



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Financial Summary-Snapshot

Key Statistics

Stock Price (11/14/14)	\$11.45/share
Market Cap (11/14/14)	\$158.3M
Total Ent. Value (11/14/14)	\$208.0M
2013 Revenue	\$245.1M
2013 Net Income	\$10.2M
2013 EBITDA	\$21.5M
Ticker / Exchange	MNTX/NasdaqCM

Capitalization

Basic Shares O/S (9/30/14)	13.8M
Diluted Shares O/S (9/30/14)	13.9M
Total Debt (at 9/30/14)	\$54.7M

	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>	<u>2013</u>
\$000, except %					
Revenues	\$55,887	\$95,875	\$142,291	\$205,249	245,072
Gross Margin (%)	20.0%	24.3%	20.6%	19.7%	19.0%
EBITDA	\$1,982	\$8,676	\$11,120	\$17,957	21,483
EBITDA Margin (%)	3.5%	9.0%	7.8%	8.7%	8.8%
Net income	\$3,639 ⁽¹⁾	\$2,109	\$2,780	\$8,077	\$10,178
Backlog	\$22,122	\$39,905	\$83,700	\$130,352	\$77,281

(1) 2009 GAAP Net Income includes gain on bargain purchase of \$3,815



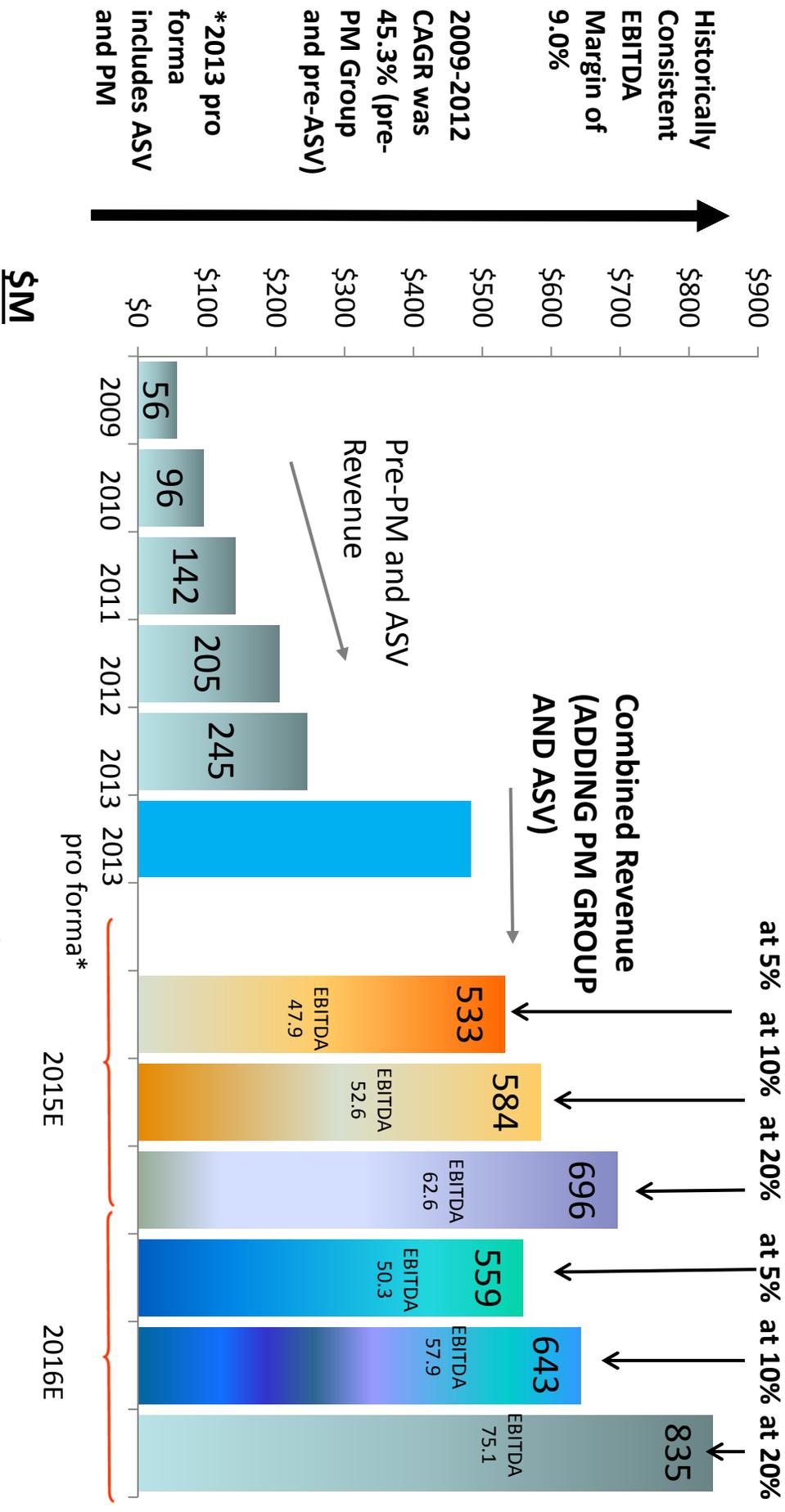
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Positioned for Consistent Financial Growth-2

Key Transactions in 2014



Latest Transaction—JV Agreement with Terex (NYSE:TEX) to Operate ASV, Inc. (October 2014)

- ASV brings a broad product line of rubber-track crawler and skid-steer loaders and accessories to the product group
- Total sales for ASV, Inc. are forecasted to be approximately \$128 million in 2014 with gross margins and adjusted EBITDA* margins roughly in-line with those of Manitex.
- Manitex contributes \$25M into the Joint Venture, with \$20M in common shares and debt securities being issued to Terex, as well as \$5M in cash; the JV is expected to additionally have \$60M in debt (no recourse to MNTX).
- **The transaction is expected to close in the fourth quarter of 2014.**



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Pending Acquisition-Agreement with PM-Group, (July 2014)

- PM-Group S.p.A., is a leading Italian manufacturer of truck mounted hydraulic knuckle boom cranes with a product range spanning more than 50 models.
- PM-Group has trailing twelve months revenues of \$106 million and adjusted EBITDA margins of approximately 9% .
- Consideration was \$107 million, subject to post-closing adjustments and earnout provisions, and expected to consist of a combination of debt, equity, and the assumption of \$68 million in PM debt and liabilities. *(Final purchase price subject to adjustment based on market conditions at close; assumed debt remains separate with recourse only to PM.)*
- **The acquisition is expected to close in the fourth quarter of 2014**



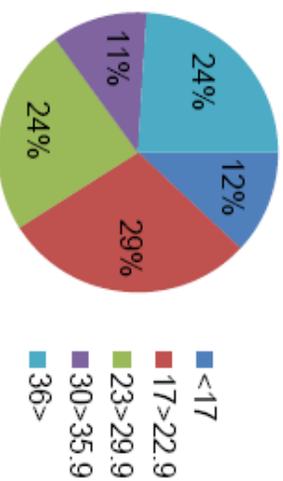
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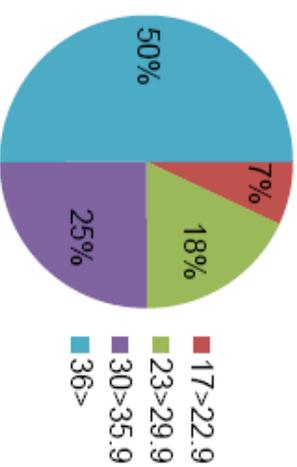
Nasdaq: MNTX

Lifting Equipment Market Overview—Straight Mast

Boom Truck Crane Tonnage Distribution - Market



Boom Truck Crane Tonnage Distribution - Manitex



Market Overview

- Principal products: boom truck cranes that vary in height & tonnage capacity
- Smaller tonnage cranes (<30 tons) more focused on general construction markets; larger cranes (30+ tons) focus on power line construction and energy
- Larger tonnage cranes in higher demand since economic downturn
- Boom truck cranes typically less expensive than rough terrain and all terrain cranes

Manitex Market Position

- Broader market: ~65% of cranes shipped in the smaller tonnage range; ~75% of Manitex shipments have been in larger tonnage
- Focus on being a niche player allows specialization tailored towards customers' needs
- Production distribution skewed toward larger tonnage machines
- First to launch 50-ton crane (May 2007)
- Have developed a series of products around the demand for larger tonnage cranes



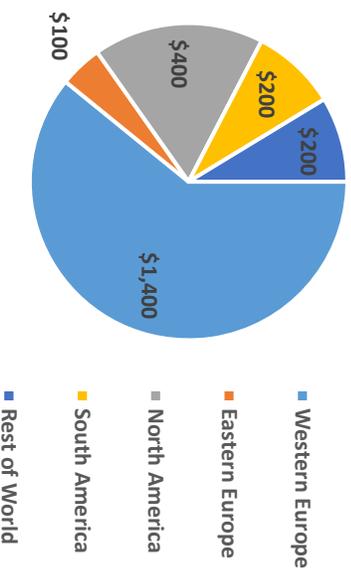
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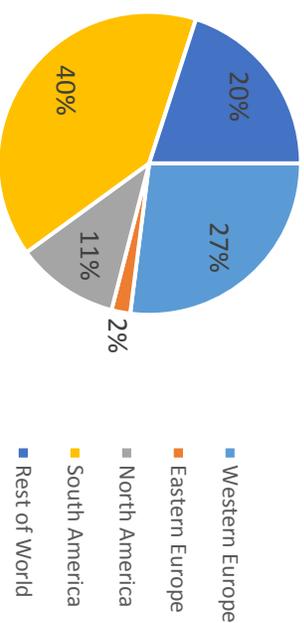
Nasdaq: MNTX

The Knuckleboom Market- \$2.3 Billion Globally (Management Estimates)

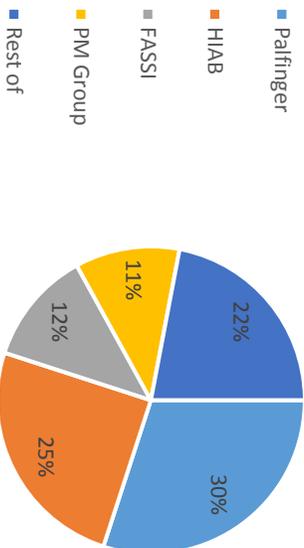
Knuckleboom Market Worldwide Sales
(US\$, millions)



PM Sales by Region



North American Knuckleboom Market



- Large Market of \$2.3 BN is roughly 2X the size of the straight-mast boom truck market (global)
- PM has a geographically diverse customer base with 70% of its business outside Europe
- North American knuckleboom market is growing
- Opportunity to increase PM Group's No. American market presence through Manitex's distribution network



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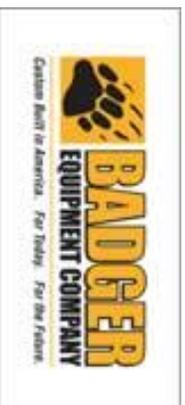
Replacement Parts & Service

Consistent Recurring Revenue

- Consistent recurring revenue stream throughout the cycle
- Spares relate to swing drives, rotating components, and booms among others, many of which are proprietary
 - Serve additional brands
 - Service team for crane equipment
 - Automated proprietary system implemented in principal operations



Manitowoc Boom Trucks



NO GOD BISH?



A MANITEX International Company

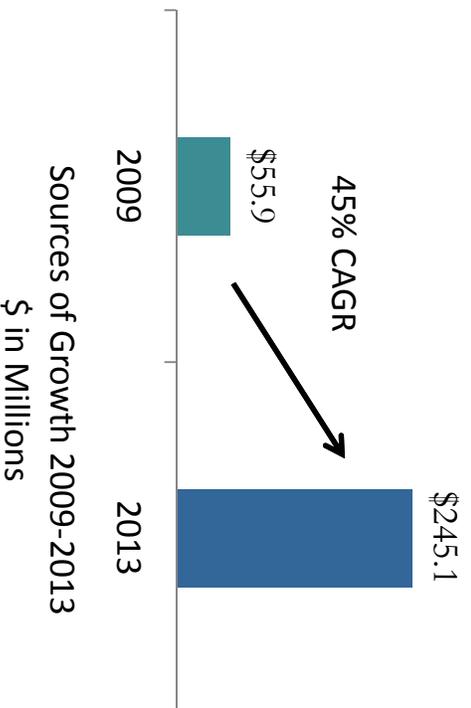


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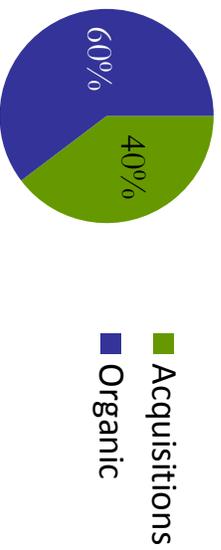
Nasdaq: MNTX

Revenue Growth Drivers

Revenues
(\$ in Millions)



Sources of Growth 2009-2013
\$ in Millions



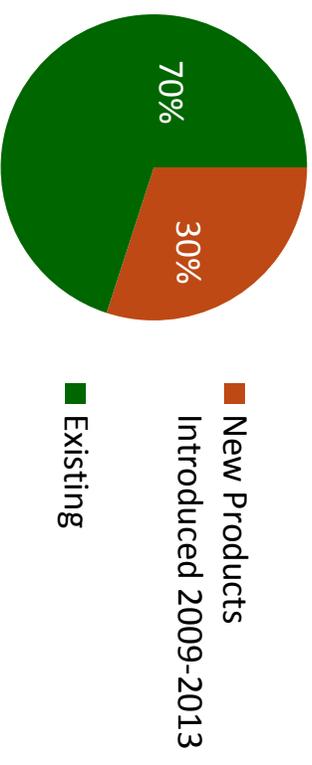
Pie chart represents the difference / reconciliation between \$55.9M & \$245.1M



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Growth Being Driven by R&D
and New Product Innovations
(Pie chart illustrates estimated for 2013 revenues)

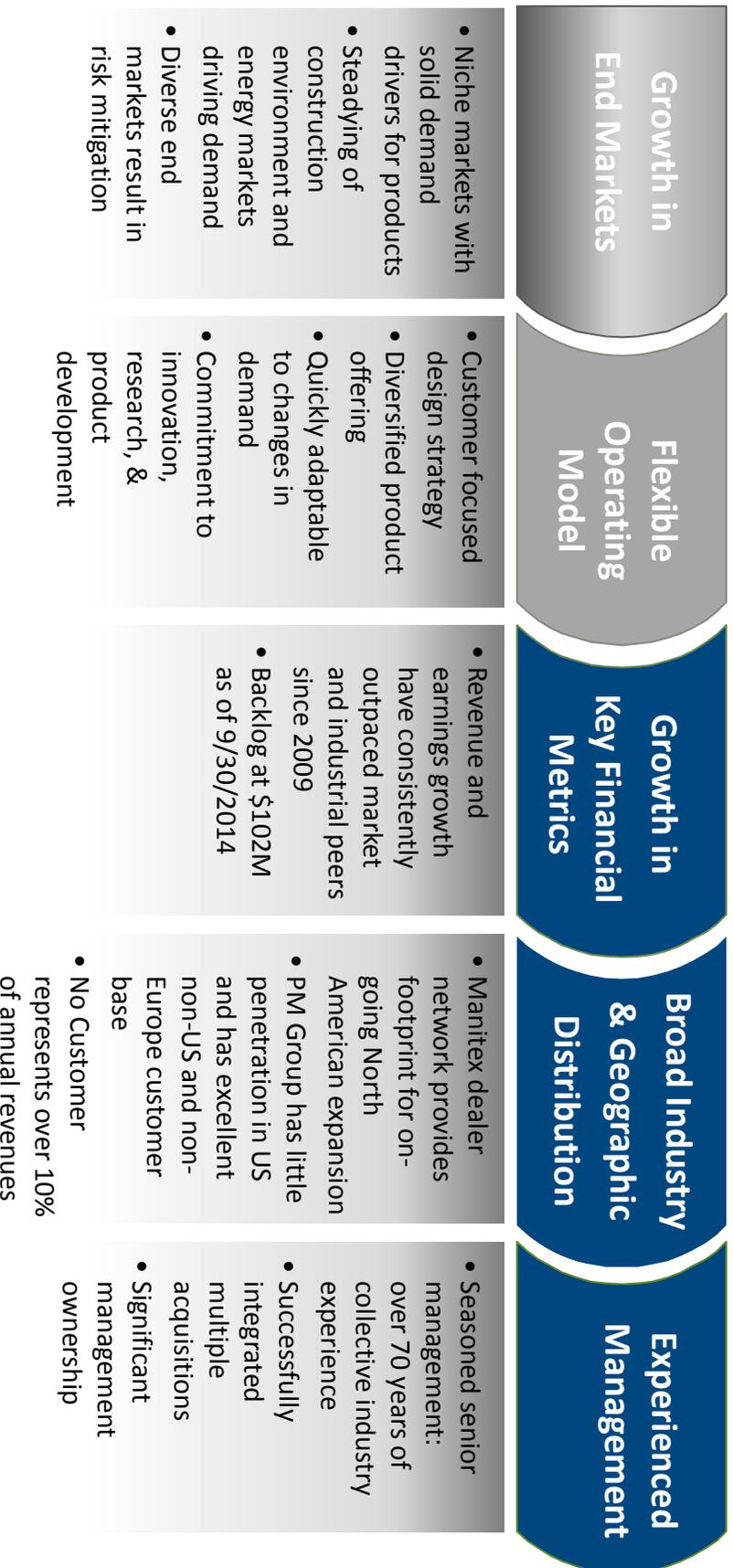


2009 – 2013

- Energy business was less than 10% in 2009, estimated ~ 50% in 2013
- R&D budget: up from ~ \$1M to ~ \$2.5M/year

Nasdaq: MNTX

Investment Highlights



A consolidator in the lifting and hauling industry, Manitex International serves addressable markets with an estimated \$4 BN in annual sales



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Financial Overview

Manitex International, Inc.

Q3 2014

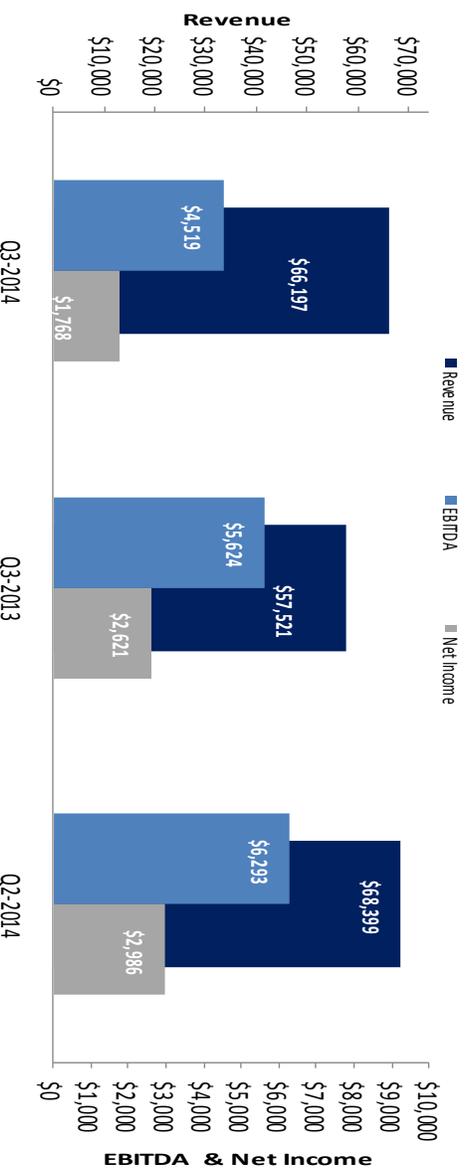


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Key Figures - Quarterly



USD thousands except as noted

	<u>Q3-2014</u>	<u>Q3-2013</u>	<u>Q2-2014</u>
Net sales	\$66,197	\$57,521	\$68,399
Gross profit	10,915	11,201	13,144
Gross margin %	16.5%	19.5	19.2%
Operating expenses	7,504	6,544	7,966
Net Income	1,768	2,621	2,986
EBITDA	4,519	5,624	6,293
EBITDA % of Sales	6.8%	9.8%	9.2%
Backlog (\$ million)	102.1		102.5



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Summary Balance Sheet

	<u>30-Sep-14</u>	<u>31-Dec-13</u>	<u>31-Dec-12</u>	<u>31-Dec-11</u>	<u>31-Dec-10</u>
\$000s					
Current Assets	134,751	\$121,798	\$104,777	\$71,209	\$54,703
Fixed Assets	10,097	11,143	10,297	11,017	10,659
Other Long-Term Assets	46,951	49,673	36,430	39,365	40,155
Total Assets	<u>191,799</u>	<u>\$182,614</u>	<u>\$151,504</u>	<u>\$121,591</u>	<u>\$105,517</u>
Current Liabilities	50,646	\$47,930	\$43,351	\$30,177	\$23,011
Long-Term Liabilities	49,446	49,693	48,620	44,620	39,232
Total Liabilities	100,092	97,623	91,971	74,797	62,243
Shareholders' Equity	91,707	84,991	59,533	46,794	43,274
Total Liabilities & Shareholders' Equity	<u>191,799</u>	<u>\$182,614</u>	<u>\$151,504</u>	<u>\$121,591</u>	<u>\$105,517</u>



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Working Capital

“Focused
manufacturer of
engineered lifting
equipment”

\$'000	Q3-2014	Q4-2013
Working Capital	\$84,105	\$73,868
Days sales outstanding (DSO)	62	53
Days payable outstanding (DPO)	47	45
Inventory turns	2.7	2.9
Current ratio	2.7	2.5
Operating working capital	98,144	86,677
Operating working capital % of annualized LQS	37.1%	33.1%

- Working capital increase Q3-2014 v Q4-2013, of \$10.2m: Key factors:
 - Trade & Other Receivables \$5.5m, Inventory \$8.4m, partially offset by reduced cash \$1.2m, increased accounts payable \$2.7m, short term working capital borrowings \$0.5m.
 - Increase in finished goods inventory of \$0.5, reduction in WIP of \$0.1 million, offset by increase in components of \$7.9 million.
- Working capital ratios: DSO increase from a higher proportion of international sales and timing of payments on military



Debt and Liquidity

“Focused
manufacturer of
engineered lifting
equipment”

\$000	Q3-2014	Q4-2013
Total Cash	\$4,934	\$6,091
Total Debt	54,703	54,201
Total Equity	91,707	84,991
Net capitalization	141,476	133,131
Net debt / capitalization	35.2%	36.1%
Trailing 12 month EBITDA	\$21,759	\$21,483
Debt / EBITDA	x2.5	x2.5

- Increase in debt of \$0.5 million from 12/31/13 principally reflects increase in working capital facilities in N.A. (\$0.5m).
- Generated \$6.4 million in cash from operating activities in Q3-2014.
- N. American revolver facilities, based on available collateral at 9/30/14 was \$51.4m.
- N. American revolver unused availability at 9/30/14 of \$10.9m.



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- Net capitalization is the sum of debt plus equity minus cash
- Net debt is total debt less cash

Experienced Management Team

Name & Title	Experience
David Langevin Chairman & CEO	20+ years principally with Terex
Andrew Rooke President & COO	20+ years principally with Rolls Royce, GKN Sinter Metals, Off-Highway & Auto Divisions
David Grantee CFO & Treasurer	Formerly with Arthur Andersen, 15+ years with Eon Labs (formerly listed)
Robert Litcher President – Manufacturing Operations	10+ years principally with Terex
Scott Rolston SVP Strategic Planning	13+ years principally with Manitowoc
Bruce Peterson SVP Sales and Marketing	20+ years principally with Manitowoc

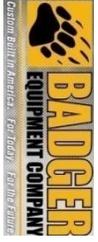


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Operating Companies

Brand	Products	End Markets	Drivers
	<ul style="list-style-type: none"> • Boom trucks and cranes • Sign cranes • Parts 	<ul style="list-style-type: none"> • Energy exploration • Power transmission • Industrial projects • Infrastructure development 	<ul style="list-style-type: none"> • Strong end market demand for specialized, competitively differentiated products for oil, gas, and energy sectors • Product development
	<ul style="list-style-type: none"> • Rough terrain cranes • Specialized construction equipment • Parts 	<ul style="list-style-type: none"> • Railroad • Construction • Refineries • Municipality 	<ul style="list-style-type: none"> • Equipment replacement cycle in small tonnage flexible cranes for refinery market • More efficient product offering across end markets
	<ul style="list-style-type: none"> • Rough terrain forklifts • Special mission-oriented vehicles • Custom specialized carriers • Parts 	<ul style="list-style-type: none"> • Military • Utility • Ship building • Commercial 	<ul style="list-style-type: none"> • Steady, profitable growth from both commercial and military application of products
	<ul style="list-style-type: none"> • Custom trailers • Hauling systems for heavy equipment transport • Parts 	<ul style="list-style-type: none"> • Energy • Mining • Railroad • Commercial construction 	<ul style="list-style-type: none"> • U.S. energy exploration build-out • Oil and gas exploration • General infrastructure construction
	<ul style="list-style-type: none"> • Reach stackers • Container handling forklifts • Parts 	<ul style="list-style-type: none"> • Global container market 	<ul style="list-style-type: none"> • International container market and global trade • Re-establishing customer relationships and select product categories
	<ul style="list-style-type: none"> • Specialized equipment for liquid storage & containment • 8,000-21,000 gallon capacities 	<ul style="list-style-type: none"> • Large client base in energy sector • Petrochemical • Waste management • Oil & gas drilling 	<ul style="list-style-type: none"> • Reputation for quality & innovation • Serves a market of over \$1B annually • At acquisition, TTM (3/31/13) revenues ~ \$39.1M, adjusted EBITDA ~ \$4.5M, EBIT ~ \$4.2M



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Nasdaq: MNTX

Operating Companies

Brand	Products	End Markets	Drivers
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- Precision pick & carry cranes
- Automotive
- Chemical / petrochemical
- Industrial projects
- Infrastructure development
- Aerospace
- Construction
- Strong end market demand for specialized, competitively differentiated products
- Environmental (electric) or hazardous (spark free) developments
- Product development



- Knuckleboom cranes
- Truck-mountd Aerial Platforms
- Energy
- Construction
- Infrastructure
- Utilities
- Growing acceptance of knucklebooms in North American markets
- Oil and gas exploration creating demand
- Product development



ASV, Inc.

- Crawler track crawlers
- Skid-steer loaders
- Construction
- Infrastructure
- Improving fundamentals in general construction markets, residential and light commercial



11/19/2014

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