
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

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

Date of report (Date of earliest event reported): January 30, 2023

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

Michigan
(State or Other Jurisdiction
of Incorporation)

001-32401
(Commission
File Number)

42-1628978
(IRS Employer
Identification No.)

9725 Industrial Drive, Bridgeview, Illinois 60455
(Address of Principal Executive Offices) (Zip Code)

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

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

- 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, no par value	MNTX	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

As previously disclosed, on May 24, 2018, Manitex International, Inc. (the “Company”) entered into a Securities Purchase Agreement (the “Purchase Agreement”) with Tadano Ltd., a Japanese company (“Tadano”). Pursuant to the Purchase Agreement, so long as Tadano owns at least 10% of the issued and outstanding shares of the Company’s common stock, Tadano will have the right to nominate one individual to serve on the Company’s board of directors (the “Board”), and the Company will nominate and recommend Tadano’s nominee at each election of directors. Pursuant to this arrangement and upon nomination by Tadano, the Company appointed Ingo Schiller to serve as a director of the Company, effective as of June 1, 2018.

On January 30, 2023, Mr. Schiller notified the Company of his resignation from the Board, effective upon the appointment of Tadano’s successor nominee to the Board. Mr. Schiller’s resignation was not due to a disagreement with the Company on any matter relating to the Company’s operations, policies or practices.

Pursuant to the Purchase Agreement, Tadano nominated Takashi Kiso, its Global Officer, as its successor nominee, and upon such nomination by Tadano, the Company appointed Mr. Kiso to the Board, effective January 31, 2023. Mr. Kito will serve as a director until the next annual meeting of shareholders of the Company or until his successor is duly elected and qualified. Mr. Kito has not been appointed to any committees of the Board. Mr. Kito will receive the standard compensation for non-employee directors pursuant to the Company’s Non-Employee Director Plan, consisting of \$10,000 cash fees per quarter and periodic equity grants pursuant to the Company’s 2019 Equity Incentive Plan. The Company expects that equity grants received by Mr. Kito in connection with his service as a director of the Company will be assigned to Tadano.

Item 8.01. Other Items.

On January 31, 2023, the Company issued a press release regarding the resignation of Mr. Schiller from the Board and appointment of Mr. Kito to the Board. A copy of the Company’s press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated January 31, 2023.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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 hereunto duly authorized.

MANITEX INTERNATIONAL, INC.

By: _____ /s/ JOSEPH DOOLAN
Name: **Joseph Doolan**
Title: **Chief Financial Officer**

Date: January 31, 2023



Manitex International Announces Key Changes to the Board of Directors

Takashi Kiso, a Senior Administrator of the Global Office of Tadano, to join Board of Directors

Bridgeview, Illinois, January 31, 2023 – Manitex International (Nasdaq: MNTX) (“Manitex” or the “Company”), a leading international provider of truck cranes, specialized industrial equipment, and construction equipment rental solutions serving the infrastructure and construction markets, today announced that it has appointed Takashi Kiso to its Board of Directors, effective immediately.

Mr. Kiso joins the Manitex Board of Directors, currently serving as Senior Administrator in the Global Office of Tadano Ltd. (“Tadano”). Mr. Kiso has 37 years of experience in the automotive and industrial transportation industries and has held executive leadership roles for multiple international companies, with assignments in Europe, Asia, and North America. Prior to joining Tadano, he was Chairman, Marubeni Automotive Aftermarket Holdings in Houston, Texas.

“We are excited to welcome Mr. Kiso to the Manitex Board of Directors and are grateful for Tadano’s continued support of our company,” said Michael Coffey, Chief Executive Officer of Manitex International. “Mr. Kiso brings deep industry experience in our core markets and significant expertise in global marketing, distribution and aftermarket support, making him an ideal addition to Manitex’s Board. We look forward to his contributions which we believe will be critical as we work to position Manitex for the future.”

“Manitex has served as a valuable strategic partner to Tadano, since our partnership began in 2018” said Mr. Kiso “I am honored to have the opportunity to represent Tadano on Manitex’s Board of Directors and look forward to contributing to and supporting the Company’s future growth initiatives at such an exciting time for the Company.”

Mr. Kiso will replace Mr. Ingo Schiller, Advisor of Tadano Ltd., who has served on our Board since Tadano’s initial investment in the Company in 2018. “We would like to extend our thanks and appreciation to Mr. Schiller for his service, support and guidance on our Board”, said Mr. Coffey.

As part of the strategic investment Tadano made in Manitex in 2018, through which it owns approximately 2.9 million shares (14.6% of shares outstanding), it has the right to designate one member to the Company’s Board of Directors.

About Manitex International, Inc.

Manitex International is a leading provider of mobile truck cranes, industrial lifting solutions, aerial work platforms, construction equipment and rental solutions that serve general construction, crane companies, and heavy industry. The company engineers and manufactures its products in North America and Europe, distributing through independent dealers worldwide. Our brands include Manitex, PM, MAC, Oil & Steel, Valla, and Rabern Rentals.



Forward-Looking Statements

Safe Harbor Statement under the U.S. Private Securities Litigation Reform Act of 1995: This release 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 release 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.

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