

COLUMBUS MCKINNON CORP
 Form 4
 May 24, 2012

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HOWARD KAREN L

(Last) (First) (Middle)

140 JOHN JAMES AUDUBON PARKWAY

(Street)

AMHERST, NY 14228

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COLUMBUS MCKINNON CORP [CMCO]

3. Date of Earliest Transaction (Month/Day/Year)
05/23/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 VP-Strategic Initiatives

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | | | | | 63,330 ⁽¹⁾ | D | |
| Common Stock | 05/23/2012 | | F | 363 ⁽²⁾ | \$ 13.57 | D | |
| Common Stock | | | | | 2,940.8312 ⁽³⁾ | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Incentive Stock Options (Right to Buy) | \$ 5.46 | | | | | 05/17/2005 | 05/16/2014 | Common Stock | 20,000 |
| Non-Qualified Stock Options (Right to Buy) | \$ 28.45 | | | | | 05/19/2009 | 05/18/2018 | Common Stock | 3,380 |
| Non-Qualified Stock Options (Right to Buy) | \$ 13.27 | | | | | 05/18/2010 | 05/17/2019 | Common Stock | 11,063 |
| Non-Qualified Stock Options (Right to Buy) | \$ 18.24 | | | | | 05/17/2011 | 05/16/2020 | Common Stock | 8,129 |
| Non-Qualified Stock Options (Right to Buy) | \$ 19.5 | | | | | 05/23/2012 | 05/22/2021 | Common Stock | 7,597 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HOWARD KAREN L 140 JOHN JAMES AUDUBON PARKWAY AMHERST, NY 14228 | | | VP-Strategic Initiatives | |

Signatures

Mary C. O'Connor, Power of Attorney for Karen L. Howard
05/24/2012

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
Includes 7,228 shares of restricted stock issued to reporting person subject to forfeiture in whole or part; 1,477 shares become fully vested and non-forfeitable 5/18/2013; 594 shares become fully vested and non-forfeitable 5/19/2013, 2,139 shares become fully vested and non-forfeitable 50% per year for two years beginning 5/17/2013, and the remaining 3,018 shares become fully vested and non-forfeitable 33.33% per year for three years beginning 5/23/2013, if reporting person remains an employee of issuer.
- (1) Represents shares withheld to satisfy tax withholding obligation upon vesting 1,006 restricted stock units on 5/23/2012.
- (2) Reports shares allocated to account of reporting person under the Columbus McKinnon Corporation Employee Stock Ownership Plan, as amended (the "ESOP").
- (3) All exercisable, subject to IRS limitations.
- (4) All exercisable, subject to IRS limitations.
- (5) Exercisable 25% per year for four years beginning 5/18/2010, if reporting person remains an employee of issuer.
- (6) Exercisable 25% per year for four years beginning 5/17/2011, if reporting person remains an employee of issuer.
- (7) Exercisable 25% per year for four years beginning 5/23/2012, if reporting person remains an employee of issuer.
- (8) Exercisable 25% per year for four years beginning 5/23/2012, if reporting person remains an employee of issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.