#### **OSHKOSH CORP**

Form 4

November 12, 2013

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

3235-0287 Number:

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per 0.5 response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue.

30(h) of the Investment Company Act of 1940

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Moynihan Colleen R.			2. Issuer Name <b>and</b> Ticker or Trading Symbol OSHKOSH CORP [OSK]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	(eneck an approache)			
C/O OSHKOSH CORPORATION, 2307 OREGON STREET		OREGON	(Month/Day/Year) 11/08/2013	Director 10% Owner X Officer (give title Other (special below) Senior VP, Quality & Cont Impr			
(Street) OSHKOSH, WI 54902			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

Table I Non	-Derivative Securities	Acquired Disposed	l of on	Donoficially	bourn
I able I - Non	1-Derivative Securities	Acquirea, Disposed	i ot, or	Beneficially	Ownea

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1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired for(A) or Disposed of (D) (Instr. 3, 4 and 5)			Securities Ownership Beneficially Form: Direct Owned (D) or		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	11/08/2013		M	6,666	A	\$ 31.07	27,101	D	
Common Stock	11/08/2013		S	6,666	D	\$ 49.2 (1)	20,435	D	
Common Stock	11/08/2013		M	12,000	A	\$ 19.24	32,435	D	
Common Stock	11/08/2013		S	12,000	D	\$ 49.16 (2)	20,435	D	
	11/08/2013		M	4,000	A		24,435	D	

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Common Stock					\$ 28.96		
Common Stock	11/08/2013	S	4,000	D	\$ 49.17 (3)	20,435	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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. Transactic Code (Instr. 8)	ctionDerivative Securities		6. Date Exerc Expiration D (Month/Day/	ate	7. Title and a Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options (4)	\$ 31.07	11/08/2013		M		6,666	<u>(5)</u>	07/14/2018	Common Stock	6,666
Options (4)	\$ 19.24	11/08/2013		M		12,000	<u>(6)</u>	09/19/2018	Common Stock	12,000
Options (4)	\$ 28.96	11/08/2013		M		4,000	<u>(7)</u>	09/17/2019	Common Stock	4,000

# **Reporting Owners**

Reporting Owner Name / Address			<b>.</b>			
	Director	10% Owner	Officer	Other		

Moynihan Colleen R. C/O OSHKOSH CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902

Senior VP, Quality & Cont Impr

Relationships

# **Signatures**

Colleen R. Moynihan 11/12/2013

\*\*Signature of Date
Reporting Person

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### **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).
- (1) Represents weighted average price. Individual sales by lot ranged from \$49.19 to \$49.20. The Company will provide, upon request by the SEC staff, the full information regarding the number of shares purchased or sold at each separate price.
- (2) Represents weighted average price. Individual sales by lot ranged from \$49.14 to \$49.19. The Company will provide, upon request by the SEC staff, the full information regarding the number of shares purchased or sold at each separate price.
- (3) Represents weighted average price. Individual sales by lot ranged from \$49.17 to \$49.18. The Company will provide, upon request by the SEC staff, the full information regarding the number of shares purchased or sold at each separate price.
- (4) Option (right to buy) granted pursuant to the Company's Stock Plan.
- (5) Options vest in one-third (1/3) annual increments commencing on 7/14/2012.
- (6) Options vest in one-third (1/3) annual increments commencing on 9/19/2012.
- (7) Options vest in one-third (1/3) annual increments commencing on 9/17/2013.

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.