

# **OSHKOSH CORP**

# Reported by **BLANKFIELD BRYAN J**

## FORM 4

(Statement of Changes in Beneficial Ownership)

## Filed 09/18/13 for the Period Ending 09/16/13

Address 2307 OREGON ST

P O BOX 2566

OSHKOSH, WI 54903

Telephone 920 235 9151

CIK 0000775158

Symbol OSK

SIC Code 3711 - Motor Vehicles and Passenger Car Bodies

Industry Auto & Truck Manufacturers

Sector Consumer Cyclical

Fiscal Year 09/30





[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2.	2. Issuer Name and Ticker or Trading Symbol						ng Sym		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
BLANKFIEL	D BRY	AN J		C	SI	HKOS	H C	OR	<b>P</b> [	OS	<b>K</b> ]						
(Last)	(First)	(Mid	dle)	3.	3. Date of Earliest Transaction (MM/DD/YYYY)						_	10% O					
C/O OSHKOSH CORPORATION, 2307 OREGON					9/16/2013								below)	X Officer (give title below) Other (specify below)			
STREET	.011, 20	07 010	20011														
	(Street)					Amendn DD/YYYY		Dat	te Or	igin	al Fil	ed	6. Individ	dual or Joi Line)	nt/Group 1	Filing (Che	eck
OSHKOSH, V (City)	VI 5490 (State)	2 (Zip)	ı											filed by One led by More t			n
		Table I	[ - Non-l	Deriv	ati	ve Secui	rities	s Ac	quir	ed, l	Dispo	sed of,	or Beneficial	ly Owned			
			2. Tra Date	ns.	2A. Deemed Execution Date, if	3. Trans. Code (Instr. 8)		(A) (D)	4. Securities Ac (A) or Disposed (D) (Instr. 3, 4 and 5		d of Fo	Amount of Secur. Illowing Reported astr. 3 and 4)			Ownership Form: Direct (D)	Beneficial Ownership	
					any	Co	ode	de V Amoun		(A) or (D)	Price			(I) (Instr.	` /		
Common Stock				9/17/2	013		1	F	18	323	<b>D</b> \$	647.70	34	1390.33		D	
Tabl	le II - Dei	ivative:	Securiti	es Be	nef	icially (	)wn	ed (	e.g. ,	, pu	ts, ca	lls, war	rants, option	s, convert	ible secur	rities)	
Security (Instr. 3) Conversion or Exercise Price of Price of Date Deemed T Execution C Date, if (I		4. Trans Code (Instr 8)	. ]	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and		6. Date Exercisable and Expiration Date				7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	of derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	V	(A)	(D)	Date Exer	cisable		piration te	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	4)	
Options (1)	\$47.33	9/16/2013		A		7200			(2)	9/1	6/2020	Common Stock	7200	\$0	7200	D	
Restricted Stock Units	(3)	9/16/2013		A		5500			(4)		(4)	Common Stock	5500	\$0	5500	D	

#### **Explanation of Responses:**

- (1) Option (right to buy) granted pursuant to the Company's Stock Plan.
- (2) Options vest in one-third (1/3) annual increments commencing on 9/16/2014.
- (3) Each restricted stock unit represents a contingent right to receive one share of OSK common stock.
- (4) Restricted Stock Unit Award vests in one-third (1/3) annual increments commencing on 9/16/2014.

Reporting Owners

			Relationships					
Reporting Owner Name / Address								
Reporting Owner Ivame / Address	Director	10% Owner	Officer	Other				
BLANKFIELD BRYAN J C/O OSHKOSH CORPORATION			Exec. VP, Gen. Counsel & Secy.					
2307 OREGON STREET								

OSHKOSH, WI 54902		
Signatures		
Bryan J. Blankfield	9/18/2013	
** Signature of Reporting Person	Date	

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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