

OSHKOSH CORP

Reported by **HENSON TED L**

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 09/16/03 for the Period Ending 09/15/03

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

OSHKOSH TRUCK CORP

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Address 2307 OREGON ST P O BOX 2566

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[] 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2	2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
HENSON TE	D L			C	SI	HKOS	H 7	ΓRUCK	CORP	[OSK]					
(Last) (First) (Middle)					3. Date of Earliest Transaction (MM/DD/YYYY)						X Offic	Director 10% Owner				
C/O OSHKOS CORPORATI STREET			EGON					9/15/20	003		Vice Pres	ident, G	eesink No	rba		
	(Street)					Amendn DD/YYYY		t, Date Or	iginal File	ed	6. Individ Applicable L		nt/Group	Filing (Ch	eck	
OSHKOSH, V	VI 5490 (State)	2 (Zip))										Reporting Pe than One Rep		n	
		Table l	I - Non-I	Deriv	vati	ve Secui	ritie	es Acquir	ed, Dispo	sed of, o	r Beneficiall	y Owned	I			
1.Title of Security (Instr. 3)				2. Tra Date	ans.	2A. Deemed Execution Date, if any	C	Code A Instr. 8) I	A. Securities Acquired (A) Disposed of (Instr. 3, 4 an (A) or Amount (D)	or Foll (Instance)	mount of Securitiowing Reported Ttr. 3 and 4)			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
Tab	le II - De	rivative	Securitio	es Be	enef	icially ()wr	ned (<i>e.g.</i> ,	, puts, cal	ls, warr	ants, options	, convert	tible secur	rities)	•	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans.	3A. Deemed Execution Date, if	4. Trans	s.]: : ;	5. Number of				7. Title an	d Amount of Underlying Security		9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	Beneficial	
				Code	$ \mathbf{v} $	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction (s) (Instr. 4)	4)		
Option (1)	\$39.50	9/15/2003		A		15000		(2)	10/15/2013	Common Stock	15000	\$0 (1)	15000	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 9/15/2004.

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
HENSON TED L C/O OSHKOSH TRUCK CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902			Vice President, Geesink Norba				

Signatures Bryan J.

Blankfield, Attorney-in-fact 9/16/2003

Date

^{**} Signature of Reporting Person

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.

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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned, Ted L. Henson, hereby constitutes and appoints each of Robert G. Bohn, Charles L. Szews and Bryan J. Blankfield, signing singly, the undersigneds true and lawful attorney in fact to:

- (1) execute for and on behalf of the undersigned, in the undersigneds capacity as an officer and/or director of Oshkosh Truck Corporation (the Company), Forms 3, 4, and 5 and Form 144 in accordance with the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 and Form 144, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take other action in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney in fact may approve in such attorney in facts discretion.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in facts substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigneds responsibilities to comply with Section 16 or any other provision of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 and Form 144 with respect to the undersigneds holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys in fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th of October, 2002.

/s/ Ted L. Henson

End of Filing



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