Edgar Filing: OSHKOSH CORP - Form 4

| OSHKOSH C | CORP | | | | | | | | | | |
|---|--|---|--|--------------------|---|----------------|---------|--|--|---|--|
| Form 4 | | | | | | | | | | | |
| February 02, 2 | 2011 | | | | | | | | | | |
| FORM | 4 | | | | | | | | | PPROVAL | |
| | UNITE | ID STATES | | hington, | | | NGE (| COMMISSION | OMB Number: | 3235-0287 | |
| Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin See Instruct 1(b). | er STAT 5. Filed j s Section 1 | 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 20(b) of the Investment Company Act of 1940 | | | | | | | burden hou response | Estimated average burden hours per response 0.5 | |
| (Print or Type R | esponses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> MOSLING J PETER JR | | | Issuer Name and Ticker or Trading Symbol OSHKOSH CORP [OSK] Date of Earliest Transaction | | | | g | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| | | | | | | | | | | | |
| (Last) C/O OSHKC CORPORAT STREET | ^(First) OSH TION, 2307 O | (Middle) | 3. Date of (Month/Da 02/01/20 | ay/Year) | insaction | | | X Director Officer (give below) | | 6 Owner er (specify | |
| | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| OSHKOSH, | WI 54902-70 | 62 | | | | | | Form filed by I Person | More than One Ro | eporting | |
| (City) | (State) | (Zip) | Table | I - Non-Do | erivative S | lecuri | ties Ac | quired, Disposed o | of, or Beneficial | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction (Month/Day/Y | ear) Executio any | emed on Date, if /Day/Year) | Code (Instr. 8) | 4. Securi onAcquired Disposed (Instr. 3, Amount | (A) o of (D |) | 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 Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 02/01/2011 | | | А | 1,350 (1) | A | \$0 | 151,126 | 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transactio Code (Instr. 8) | 5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | e Expiration D (Month/Day/ | 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 | |
| Option (2) | \$ 38.46 | 02/01/2011 | | А | 2,500 | (3) | 02/01/2018 | Common Stock | 2,500 | \$ |

Reporting Owners

| | Reporting Owner Name / Address | | Relationsh | | |
|---|--|---|------------|---------|-------|
| Director 10% Owner Officer Other | | | 10% Owner | Officer | Other |
| MOSLING J PETER JR C/O OSHKOSH CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902-7062 | 7/O OSHKOSH CORPORATION 307 OREGON STREET | Х | | | |
| Signatures | ignatures | | | | |
| Bryan J. Blankfield, for J. Peter 02/02/2011 | • | | 02/02/2 | | |
| **Signature of Reporting Person Date | **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).
- (1) Restricted Stock granted to Reporting Person on February 1, 2011, subject to certain transfer restrictions.
- (2) Option (right to buy) granted pursuant to the Company's Stock Plan.
- (3) Options vest in one-third (1/3) annual increments commencing on 2/1/2012.

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.