Edgar Filing: GREBE MICHAEL W - Form 4

| GREBE MIC | HAEL W | | | | | | | | | | | |
|---|--|----------------|--|--------------------------------------|--------------|--------|----------|---|------------------------|------------------------|--|--|
| Form 4 | 2011 | | | | | | | | | | | |
| February 02, | | | | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION | | | | | | | | | т | OMB APPROVAL | | |
| | UNITE | JUNIE | | | | | UL | | OMB Number: | 3235-0287 | | |
| | Check this box Washington, D.C. 20549 | | | | | | Expires: | January 31, | | | | |
| - | if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF | | | | | | | 2005 | | | | |
| | subject to Section 16. SECURITIES | | | | | | | Estimated average burden hours per | | | | |
| Form 4 or | | | | | | | | | response 0.5 | | | |
| Form 5 | 1 from Dursually to Section 10(a) of the Securities Exchange Act of 1754. | | | | | | | | | | | |
| obligation may conti | | | | • | • | | | f 1935 or Sectio | n | | | |
| See Instru | | 30(h) | of the Inv | vestment | Company | y Act | of 19 | 40 | | | | |
| 1(b). | | | | | | | | | | | | |
| (Print or Type R | esponses) | | | | | | | | | | | |
| | | | | | | | | | | | | |
| | | | | er Name and Ticker or Trading | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| Symbol | | | | | | | | | | | | |
| OSHK | | | | SH COR | P [OSK] | | | (Check all applicable) | | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | | | | | | | |
| | | | | onth/Day/Year) | | | | X_ Director 10% Owner Officer (give title Other (specify | | | | |
| C/O OSHKOSH CORPORATION, 2307 OREGON | | | 02/01/2011 | | | | | below) below) | | | | |
| STREET | 110N, 2307 OF | LUUN | | | | | | | | | | |
| STREET | | | 4 70 4 | | o · · · 1 | | | < + + + + + + + + | | | | |
| (Street) 4. If Amend Filed(Month | | | | endment, Date Original | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | | | | |
| | | | | 1/Day/Year) | | | | _X_ Form filed by One Reporting Person | | | | |
| OSHKOSH, | WI 54902 | | | | | | | Form filed by M | More than One Re | | | |
| | | | | | | | | Person | | | | |
| (City) | (State) | (Zip) | Table | e I - Non-Do | erivative S | Securi | ties Ac | quired, Disposed o | f, or Beneficial | lly Owned | | |
| 1.Title of | 2. Transaction D | | | 3. | 4. Securi | | | 5. Amount of | 6. Ownership | | | |
| Security (Instr. 3) | (Month/Day/Yea | | • • • • | | | | | Securities Beneficially | Form: Direct (D) or | Indirect Beneficial | | |
| (Instr. 5) | | any (Month/ | CodeDisposed of (D)'Day/Year)(Instr. 8)(Instr. 3, 4 and 5) | | | | | Owned | | Ownership | | |
| | | | , , , , , , , , , , , , , , , , , , , | | × , | | , | Following | (Instr. 4) | (Instr. 4) | | |
| | | | | | | (A) | | Reported | | | | |
| | | | | | | or | | Transaction(s) (Instr. 3 and 4) | | | | |
| Common | | | | Code V | Amount | (D) | Price | (| | | | |
| Common Stock | 02/01/2011 | | | А | 1,350 (1) | А | \$0 | 14,250 | D | | | |
| SIUCK | | | | | (-) | | | | | | | |

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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| Der Sec | Fitle of rivative curity str. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transactio Code (Instr. 8) | ionof Derivative Securities | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. I Der Sec (In |
|------------|---|---|---|--|--------------------------------|-----|--|--------------------|---|--|---------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Op (2) | otion | \$ 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 |
| GREBE MICHAEL W C/O OSHKOSH CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902 | Х | | | |
| Signatures | | | | |
| Bryan J. Blankfield, for Michael W Grebe | | 02/02/20 | | |
| **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.