OSHKOSH CORP

Form 4

August 03, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per response... 0.5

OMB APPROVAL

3235-0287

January 31,

OMB

Number:

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

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(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Sagehorn David M. Issuer Symbol OSHKOSH CORP [OSK] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify C/O OSHKOSH 08/01/2016 below) CORPORATION, 2307 OREGON Exec. VP and CFO **STREET** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Applicable Line) Filed(Month/Day/Year) _X_ Form filed by One Reporting Person Form filed by More than One Reporting OSHKOSH, WI 54902

(City)	(State)	(Zip) Tabl	e I - Non-E	Derivative	Securi	ities Acqu	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	A. Deemed 3. 4. Securitie execution Date, if Transactior(A) or Disp Code (Instr. 3, 4 a Month/Day/Year) (Instr. 8)		sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/01/2016		Code V M	Amount 3,000 (1)	or (D)	Price \$ 49.98	(Instr. 3 and 4) 111,113.257	D	
Common Stock	08/01/2016		S	3,000	D	\$ 54.41 (2)	108,113.257	D	
Common Stock	08/01/2016		M	3,995	A	\$ 12.04	112,108.257	D	
Common Stock	08/01/2016		S	3,995	D	\$ 54	108,113.257	D	
	08/01/2016		M		A	\$ 32.1	150,613.257	D	

Edgar Filing: OSHKOSH CORP - Form 4

Common	42,500					
Stock	(<u>3)</u>					
Common Stock	08/01/2016	S	42,500 D	\$ 54.12 (4)	108,113.257	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)	5. Number of on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		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
Options (5)	\$ 49.98	08/01/2016		M		3,000	<u>(6)</u>	10/18/2016	Common Stock	3,000
Options (5)	\$ 12.04	08/01/2016		M		3,995	<u>(7)</u>	10/16/2018	Common Stock	3,995
Options (5)	\$ 32.1	08/01/2016		M		42,500	(8)	09/14/2016	Common Stock	42,500

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Sagehorn David M. C/O OSHKOSH CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902			Exec. VP and CFO				
Signatures							
Ignacio A. Cortina, for David M. Sagehorn	0	08/03/2016					

Reporting Owners 2

Date

Edgar Filing: OSHKOSH CORP - Form 4

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) Reporting Person completed a cashless exercise of OSK stock options granted to Reporting Person in 2006 and due to expire on October 18, 2016.
- (2) Represents weighted average price. Individual sales by lot ranged from \$54.00 to \$54.96. 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) Reporting Person completed a cashless exercise of OSK stock options granted to Reporting Person in 2009 and due to expire on September 14, 2016.
- (4) Represents weighted average price. Individual sales by lot ranged from \$54.00 to \$54.19. 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.
- (5) Option (right to buy) granted pursuant to the Company's Stock Plan.
- (6) Options vest in one-third (1/3) annual increments commencing on 09/18/2007.
- (7) Options vest in one-third (1/3) annual increments commencing on 09/16/2009.
- (8) Options vest in one-third (1/3) annual increments commencing on 09/14/2010.

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.