

OSHKOSH CORP
Form 3
July 17, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â May Marek W.
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
07/15/2013

3. Issuer Name and Ticker or Trading Symbol
OSHKOSH CORP [OSK]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

C/O OSHKOSH CORPORATION,Â 2307 OREGON STREET

(Street)

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Senior VP, Operations

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

OSHKOSH,Â WIÂ 54902

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common Stock

5,050.24 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Option ⁽²⁾ | Â ⁽³⁾ | 09/20/2017 | Common Stock | 1,667 | \$ 28.73 | D | Â |
| Option ⁽²⁾ | Â ⁽⁴⁾ | 09/17/2019 | Common Stock | 5,000 | \$ 28.96 | D | Â |
| Stock Appreciation Right ⁽⁵⁾ | Â ⁽⁶⁾ | 09/19/2018 | Common Stock | 3,000 | \$ 19.24 | D | Â |
| Restricted Stock Unit Award ⁽⁷⁾ | Â ⁽⁸⁾ | 12/15/2014 | Common Stock | 1,667 | \$ 19.24 | D | Â |
| Restricted Stock Unit Award ⁽⁷⁾ | Â ⁽⁹⁾ | 12/15/2015 | Common Stock | 5,000 | \$ 28.96 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| May Marek W. C/O OSHKOSH CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902 | Â | Â | Â Senior VP, Operations | Â |

Signatures

Marek W. May 07/17/2013

^{__}Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Total includes 5,000 shares of Restricted Stock, subject to certain vesting and forfeiture provisions.
- (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 09/20/2011.
- (4) Options vest in one-third (1/3) annual increments commencing on 9/17/2013.
- (5) Stock Appreciation Rights Award granted pursuant to the Company's Stock Plan.
- (6) Stock Appreciation Rights Award vests in one-third (1/3) annual increments commencing on 9/19/2012.
- (7) Restricted Stock Unit Award granted pursuant to the Company's Stock Plan.
- (8) Restricted Stock Unit Award vests in one-third (1/3) annual increments commencing on 9/19/2012.
- (9) Restricted Stock Unit Award vests in one-third (1/3) annual increments commencing on 9/17/2013.

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.