

Nelson Bradley M.
Form 4
November 14, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Nelson Bradley M.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/10/2017

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP & Pres. Commercial Segment

C/O OSHKOSH CORPORATION, 2307 OREGON STREET

(Street)

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

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

OSHKOSH, WI 54902

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/10/2017 | | M | | 1,691.032 | A | <u>(1)</u> 18,907.601 |
| Common Stock | 11/10/2017 | | F | | 569 | D | \$ 84.9 18,338.601 |
| Common Stock | 11/10/2017 | | M | | 10,000 | A | \$ 19.24 28,338.601 |
| Common Stock | 11/10/2017 | | D | | 10,000 | D | \$ 83.99 18,338.601 |
| | 11/10/2017 | | S | | 7,500 | D | <u>(2)</u> 10,838.601 |

Edgar Filing: Nelson Bradley M. - Form 4

Represents weighted average price. Individual sales by lot ranged from \$83.66 to \$84.06. 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) Restricted Stock Unit Award vests in one-third (1/3) annual increments commencing on 11/12/2016.
- (4) Stock Appreciation Rights Award granted pursuant to the Company's Stock Plan.
- (5) Stock Appreciation Rights Award vests in one-third (1/3) annual increments commencing on 9/19/2012.

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.