Nerenhausen Frank R. Form 4 November 26, 2018

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

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Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Nerenhausen Frank R.

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(First)

(Middle)

(Zip)

OSHKOSH CORP [OSK] 3. Date of Earliest Transaction

(Month/Day/Year) 11/21/2018

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify below)

EVP & Pres. Access Segment

C/O OSHKOSH CORPORATION, 2307 OREGON **STREET**

(State)

(Street)

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 Form filed by More than One Reporting

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

OSHKOSH, WI 54902

(City)

		Table 1 - Non-Derivative Securities Acquired, Disposed of, of Deficiencially Owned								
1.Title of Security	2. Transaction Date (Month/Day/Year)	Execution Date, if		Transaction Disposed of (D)			5. Amount of Securities	6. Ownership	7. Nature of Indirect	
(Instr. 3)		any (Month/Day/Year)	Code	(Instr. 3, 4 an	d 5)		Beneficially Owned	Form:	Beneficial Ownership	
		(Month/Day/Tear)	(Instr. 8)				Following	Direct (D) or Indirect	(Instr. 4)	
					(4)		Reported	(I)	(======================================	
					(A)		Transaction(s)	(Instr. 4)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	11/21/2018		M	1,430.114	A	<u>(1)</u>	52,792.571	D		
Common Stock	11/21/2018		F	408	D	\$ 67.11	52,384.571	D		

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

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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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D)	Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
	Security			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Restricted Stock Units	(1)	11/21/2018		M	1,430.114	11/21/2018	(2)	Common Stock	1,430.

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Nerenhausen Frank R. C/O OSHKOSH CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902

EVP & Pres. Access Segment

Signatures

Ignacio A. Cortina, for Frank R. Nerenhausen

11/26/2018

**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) Each Restricted Stock Unit represents a contingent right to receive one share of OSK common stock.
- (2) Restricted Stock Unit Award vests in one-third (1/3) annual increments commencing on 11/21/2017.

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.

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