

Jones Wilson R  
 Form 4  
 November 20, 2017

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

OMB APPROVAL

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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 \*  
 Jones Wilson R

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)  
 C/O OSHKOSH CORPORATION, 2307 OREGON STREET

3. Date of Earliest Transaction (Month/Day/Year)  
 11/16/2017

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President and CEO

(Street)  
 OSHKOSH, WI 54902

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

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/16/2017		M	32,200	A \$ 12.04	159,858.828	D
Common Stock	11/16/2017		S	32,200	D \$ 85.08	127,658.828	D
Common Stock	11/17/2017		M	7,800	A \$ 12.04	135,458.828	D
Common Stock	11/17/2017		S	7,800	D \$ 85.41	127,658.828	D

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Table with columns: 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. Transaction Code (Instr. 8), 5. Number of 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), 8. Amount or Number of Shares. Rows include Options (2) with prices of \$12.04 and dates 11/16/2017 and 11/17/2017, both with expiration dates of 10/16/2018.

Reporting Owners

Table for Reporting Owners with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry for Jones Wilson R, C/O OSHKOSH CORPORATION, 2307 OREGON STREET, OSHKOSH, WI 54902, with relationship as President and CEO.

Signatures

Signature: Ignacio A. Cortina, for Wilson R. Jones; Date: 11/17/2017.

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) Represents weighted average price. Individual sales by lot ranged from \$85.00 to \$85.41. 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.
(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 9/16/2009.
(4)

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Represents weighted average price. Individual sales by lot ranged from \$85.37 to \$85.45. 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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