

# FORM 4

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

OMB APPROVAL  
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

|  |  |   |
|--|--|---|
| <b>1. Name and Address of Reporting Person *</b><br><br><b>Messina Robert S</b><br><br>(Last) (First) (Middle)<br><br><b>C/O OSHKOSH CORPORATION, 2307 OREGON STREET</b><br><br>(Street)<br><br><b>OSHKOSH, WI 54902</b><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><br><b>OSHKOSH CORP [ OSK ]</b><br><br><b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><br><b>12/3/2018</b><br><br><b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> <b>X</b> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>Senior VP, Engineering &amp; Tech.</b><br><br><b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
|--|--|---|

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

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|----------------|-----------------------------------|---------------------------|---|---|------------|---------|---|--|---|
|                                 |                |                                   | Code                      | V | Amount  | (A) or (D) | Price   |   |  |   |
| Common Stock                    | 12/4/2018      |                                   | M                         |   | 3.307<br><u>(1)</u>   | A          | \$71.56 | 17712.786   | D  |   |
| Common Stock                    | 12/4/2018      |                                   | F                         |   | 2   | D          | \$71.56 | 17710.786   | D  |   |
| Common Stock                    | 12/4/2018      |                                   | M                         |   | 2.537<br><u>(2)</u>   | A          | \$71.56 | 17713.323   | D  |   |
| Common Stock                    | 12/4/2018      |                                   | F                         |   | 2   | D          | \$71.56 | 17711.323   | D  |   |

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|---|--|-----|---|-----------------|---|----------------------------|--|--|--|--|
|  |  |                |                                   | Code                      | V | (A)  | (D) | Date Exercisable                        | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |
| Restricted Stock Units                   | <u>(3)</u>   | 12/3/2018      |                                   | A                         |   | 6.618  |     | <u>(4)</u>                              | <u>(4)</u>      | Common Stock  | 6.618                      | \$0  | 884.094  | D  |  |
| Restricted Stock Units                   | <u>(3)</u>   | 12/3/2018      |                                   | A                         |   | 7.618  |     | <u>(5)</u>                              | <u>(5)</u>      | Common Stock  | 7.618                      | \$0  | 1354.363   | D  |  |
| Restricted Stock Units                   | <u>(3)</u>   | 12/4/2018      |                                   | M                         |   | 3.307  |     | <u>(6)</u>                              | <u>(6)</u>      | Common Stock  | 3.307                      | \$0  | 880.787  | D  |  |
| Restricted Stock Units                   | <u>(3)</u>   | 12/4/2018      |                                   | M                         |   | 2.537  |     | <u>(7)</u>                              | <u>(7)</u>      | Common Stock  | 2.537                      | \$0  | 1351.826   | D  |  |

**Explanation of Responses:**

- (1) Dividend paid on Restricted Stock Units vested and distributed on November 21, 2018 which fell between dividend record date and dividend payment date.
- (2) Dividend paid on Restricted Stock Units vested and distributed on November 20, 2018 which fell between dividend record date and dividend payment date.
- (3) Each Restricted Stock Unit represents a contingent right to receive one share of OSK common stock.
- (4) The Restricted Stock Units acquired will be settled proportionately with the Restricted Stock Units Award originally granted on 11/21/2016.
- (5) The Restricted Stock Units acquired will be settled proportionately with the Restricted Stock Units Award originally granted on 11/20/2017.
- (6) Restricted Stock Unit Award vests in one-third (1/3) annual increments commencing on 11/21/2017.
- (7) Restricted Stock Unit Award vests in one-third (1/3) annual increments commencing on 11/20/2018.

**Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |
| Messina Robert S               |               |           |         |       |

|  |  |  |                                |  |
|--|--|--|--------------------------------|--|
| C/O OSHKOSH CORPORATION<br>2307 OREGON STREET<br>OSHKOSH, WI 54902 |  |  | Senior VP, Engineering & Tech. |  |
|--|--|--|--------------------------------|--|

**Signatures**

**Ignacio A. Cortina, for Robert S. Messina**

**12/6/2018**

**\*\*** Signature of Reporting Person

Date

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

\* 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).

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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