

Schmiedel Gary W
 Form 3
 February 08, 2011

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Schmiedel Gary W | | (Month/Day/Year) | OSHKOSH CORP [OSK] | |
| (Last) | (First) | (Middle) | 02/01/2011 | |
| C/O OSHKOSH CORPORATION,Â 2307 OREGON STREET | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| OSHKOSH,Â WIÂ 54902 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) (specify below) | |
| | | | Exec. Vice Pres, Technology | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

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 | 7,600 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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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⁾ | 10/15/2013 | Common Stock | 3,000 | \$ 19.75 | D | Â |
| Option ⁽²⁾ | Â ⁽⁴⁾ | 10/14/2014 | Common Stock | 2,000 | \$ 28.27 | D | Â |
| Option ⁽²⁾ | Â ⁽⁵⁾ | 10/19/2015 | Common Stock | 4,000 | \$ 41.04 | D | Â |
| Option ⁽²⁾ | Â ⁽⁶⁾ | 10/18/2016 | Common Stock | 4,000 | \$ 49.98 | D | Â |
| Option ⁽²⁾ | Â ⁽⁷⁾ | 10/17/2017 | Common Stock | 7,000 | \$ 54.63 | D | Â |
| Option ⁽²⁾ | Â ⁽⁸⁾ | 10/16/2018 | Common Stock | 12,000 | \$ 12.04 | D | Â |
| Option ⁽²⁾ | Â ⁽⁹⁾ | 09/14/2016 | Common Stock | 15,000 | \$ 32.1 | D | Â |
| Option ⁽²⁾ | Â ⁽¹⁰⁾ | 09/20/2017 | Common Stock | 20,000 | \$ 28.73 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Schmiedel Gary W C/O OSHKOSH CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902 | Â | Â | Â Exec. Vice Pres, Technology | Â |

Signatures

Gary W. Schmiedel 02/08/2011

**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) 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 9/15/2004.
- (4) Options vest in one-third (1/3) annual increments commencing on 9/14/2005.
- (5) Options vest in one-third (1/3) annual increments commencing on 9/19/2006.

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- (6) Options vest in one-third (1/3) annual increments commencing on 9/18/2007.
- (7) Options vest in one-third (1/3) annual increments commencing on 9/17/2008.
- (8) Options vest in one-third (1/3) annual increments commencing on 9/16/2009.
- (9) Options vest in one-third (1/3) annual increments commencing on 9/14/2010.
- (10) Options vest in one-third (1/3) annual increments commencing on 09/20/2011.

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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