

FORM 4

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Pack Michael E			OSHKOSH CORP [OSK]			☐ Director ☐ 10% Owner ☒ Officer (give title below) ☐ Other (specify below) Exec. VP & CFO		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
C/O OSHKOSH CORPORATION, 1917 FOUR WHEEL DRIVE			8/30/2023					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
OSHKOSH, WI 54902						☒ 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. 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	8/30/2023		M		2,025	A	\$86.59	18,998.889	D	
Common Stock	8/30/2023		S		2,025	D	\$103.18 (1)	16,973.889	D	
Common Stock	8/30/2023		M		4,025	A	\$66.09	20,998.889	D	
Common Stock	8/30/2023		S		4,025	D	\$103.07 (2)	16,973.889	D	
Common Stock	8/30/2023		M		2,025	A	\$90.28	18,998.889	D	
Common Stock	8/30/2023		S		2,025	D	\$103.11 (3)	17,078.869 (4)	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				
Options (5)	\$86.59	8/30/2023		M		2,025		(6)	11/20/2027	Common Stock	2,025	\$0	0	D	
Options (5)	\$66.09	8/30/2023		M		4,025		(7)	11/19/2028	Common Stock	4,025	\$0	0	D	
Options (5)	\$90.28	8/30/2023		M		2,025		(8)	11/18/2029	Common Stock	2,025	\$0	0	D	

Explanation of Responses:

- Represents weighted average price. Individual sales by lot ranged from \$103.06 to \$103.30. 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.
- Represents weighted average price. Individual sales by lot ranged from \$102.99 to \$103.21. 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.
- Represents weighted average price. Individual sales by lot ranged from \$103.02 to \$103.195. 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.
- The amount beneficially owned includes shares acquired pursuant to dividend reinvestments in exempt transactions not required to be reported pursuant to

Section 16(a) and also includes 1,133.96 shares acquired under the Oshkosh Corporation Employee Stock Purchase Plan through 8/31/2023. Between 4/5/2023 and 8/31/2023, the reporting person acquired 17.00 shares under the Oshkosh Corporation Employee Stock Purchase Plan.

- (5) Option (right to buy) granted pursuant to the Company's Stock Plan.
- (6) Options vest in one-third (1/3) annual increments commencing on 11/20/2018.
- (7) Options vest in one-third (1/3) annual increments commencing on 11/19/2019.
- (8) Options vest in one-third (1/3) annual increments commencing on 11/18/2020.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pack Michael E C/O OSHKOSH CORPORATION 1917 FOUR WHEEL DRIVE OSHKOSH, WI 54902			Exec. VP & CFO	

Signatures

Ignacio A. Cortina, for Michael E. Pack

8/31/2023

--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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.