OSHKOSH TRUCK CORP

Form 4

February 07, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

January 31, Expires: 2005

0.5

OMB APPROVAL

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obligations

may continue.

Check this box

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 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * FITES DONALD V

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

OSHKOSH TRUCK CORP [OSK]

(Check all applicable)

C/O OSHKOSH TRUCK

(State)

(First)

(Middle)

(Zip)

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

X_ Director Officer (give title

10% Owner Other (specify

CORPORATION, 2307 OREGON **STREET**

> (Street) 4. If Amendment, Date Original

02/05/2007

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

OSHKOSH, WI 54902

(City)	(State)	Table	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	n(A) or Dis	Securities Acquired (A) or Disposed of (D) (A) nstr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/05/2007		Code V A	Amount 28.21 (1)	or (D)	Price \$ 53.17	(Instr. 3 and 4) 25,574.87	D	
Common Stock	02/06/2007		A	191.95 (1)	A	\$ 53.4	25,766.82	D	
Common Stock	02/06/2007		A	1,100 (2)	A	\$ 0	26,866.82	D	

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

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SEC 1474 (9-02)

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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 Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	f Derivative Expiration Date ecurities (Month/Day/Yea Acquired A) or Disposed of D) Instr. 3, 4,		7. Title and Amount Underlying Securitie (Instr. 3 and 4)		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (3)	\$ 53.4	02/06/2007		A	2,600	<u>(4)</u>	03/06/2017	Common Stock	2,600	

Reporting Owners

Reporting Owner Name / Address	Kelationships					
·	Director	10% Owner	Officer	Other		
FITES DONALD V						
C/O OSHKOSH TRUCK CORPORATION	X					
2307 OREGON STREET	Λ					

Signatures

OSHKOSH, WI 54902

Bryan J. Blankfield, for Donald 02/07/2007 V. Fites

> **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).
- Represents stock units payable in Oshkosh Truck Corporation Common Stock following cessation of the Reporting Person's service as a director in accordance with the Oshkosh Truck Corporation Deferred Compensation Plan for Directors and Executive Officers.
- (2) Restricted Shares granted to Reporting Person on February 6, 2007, subject to certain vesting and forfeiture provisions.
- (3) Option (right to buy) granted pursuant to the Company's Stock Plan.
- (4) Options vest in one-third (1/3) annual increments commencing on February 6, 2008.

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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