OSHKOSH TRUCK CORP

Form 4

February 08, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number: 3235-0287

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Form 4 or
Form 5
obligations
may continue.
See Instruction

See Instruction

Solution 4 or
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
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 **
MEDVIN HARVEY N

2. Issuer Name **and** Ticker or Trading Symbol

OSHKOSH TRUCK CORP [OSK]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 02/06/2006

Filed(Month/Day/Year)

(Check all applicable)

__X_ Director _____ 10% Owner
____ Officer (give title _____ Other (specify

C/O OSHKOSH TRUCK CORPORATION, 2307 OREGON STREET

(First)

(Street)

(State)

4. If Amendment, Date Original

 Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person ___ Form filed by More than One Reporting

Person

OSHKOSH, WI 54902

(Chij)	(State)	Tabl	e I - Non-L	Derivative S	Securi	ties Acqu	ured, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Ownership Beneficially Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4) Transaction(s)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	02/06/2006		Code V A	Amount 13.61 (1)	(D)	Price \$ 55.11	(Instr. 3 and 4) 2,170.43	D	
Common Stock	02/07/2006		A	186.22 (1)	A	\$ 54.37	2,356.65	D	
Common Stock	02/07/2006		A	1,100 (2)	A	\$0	3,456.65	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)	of Derivative Expiration D Gecurities (Month/Day/Acquired A) or Disposed of D) Instr. 3, 4,		Underlying S	Title and Amount of nderlying Securities nstr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (3)	\$ 54.37	02/07/2006		A	2,600	<u>(4)</u>	03/07/2016	Common Stock	2,600	

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
MEDVIN HARVEY N C/O OSHKOSH TRUCK CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902	X					

Signatures

Bryan J. Blankfield for Harvey N. Medvin 02/08/2006

**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).
- (1) 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 7, 2006, 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 02/07/2007.

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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