

ZOLNOWSKI MATTHEW J

Form 4

November 12, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
ZOLNOWSKI MATTHEW J

(Last) (First) (Middle)

C/O OSHKOSH TRUCK
CORPORATION, 2307 OREGON
STREET

(Street)

OSHKOSH, WI 54902

(City) (State) (Zip)

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

OSHKOSH TRUCK CORP [OSK]

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

11/11/2004

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Exec VP & Chief Admin Offcr

6. Individual or Joint/Group Filing(Check
Applicable Line)

X Form filed by One Reporting Person
____ 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	11/11/2004		M		21,000	A	\$ 4.667	68,200.76	D
Common Stock	11/11/2004		M		30,000	A	\$ 5.583	98,200.76	D
Common Stock	11/11/2004		M		30,000	A	\$ 6.375	128,200.76	D
Common Stock	11/11/2004		M		39,000	A	\$ 7.875	167,200.76	D
Common Stock	11/11/2004		M		32,000	A	\$ 15.25	199,200.76	D

Edgar Filing: ZOLNOWSKI MATTHEW J - Form 4

Common Stock	11/11/2004	M	36,000	A	\$ 16.562	235,200.76	D
Common Stock	11/11/2004	M	30,000	A	\$ 19.555	265,200.76	D
Common Stock	11/11/2004	S	30,500	D	\$ 62.8	234,700.76	D
Common Stock	11/11/2004	S	1,400	D	\$ 62.83	233,300.76	D
Common Stock	11/11/2004	S	1,000	D	\$ 62.84	232,300.76	D
Common Stock	11/11/2004	S	101,500	D	\$ 62.85	130,800.76	D
Common Stock	11/11/2004	S	200	D	\$ 62.86	130,600.76	D
Common Stock	11/11/2004	S	100	D	\$ 62.87	130,500.76	D
Common Stock	11/11/2004	S	8,200	D	\$ 62.9	122,300.76	D
Common Stock	11/11/2004	S	100	D	\$ 62.95	122,200.76	D
Common Stock	11/11/2004	S	5,500	D	\$ 62.96	116,700.76	D
Common Stock	11/11/2004	S	200	D	\$ 62.97	116,500.76	D
Common Stock	11/11/2004	S	200	D	\$ 62.98	116,300.76	D
Common Stock	11/11/2004	S	1,000	D	\$ 62.99	115,300.76	D
Common Stock	11/11/2004	S	67,800	D	\$ 63	47,500.76	D
Common Stock	11/11/2004	S	300	D	\$ 63.02	47,200.76	D

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

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.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: ZOLNOWSKI MATTHEW J - Form 4

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. Transaction 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 (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. D S (I	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (1)	\$ 4.667	11/11/2004		M		21,000		(2)	10/25/2005	Common Stock	21,000
Option (1)	\$ 5.583	11/11/2004		M		30,000		(3)	12/19/2007	Common Stock	30,000
Option (1)	\$ 6.375	11/11/2004		M		30,000		(4)	03/02/2008	Common Stock	30,000
Option (1)	\$ 7.875	11/11/2004		M		39,000		(5)	10/21/2008	Common Stock	39,000
Option (1)	\$ 15.25	11/11/2004		M		32,000		(6)	10/21/2009	Common Stock	32,000
Option (1)	\$ 16.562	11/11/2004		M		36,000		(7)	10/19/2010	Common Stock	36,000
Option (1)	\$ 19.555	11/11/2004		M		30,000		(8)	10/18/2011	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ZOLNOWSKI MATTHEW J C/O OSHKOSH TRUCK CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902	Exec VP & Chief Admin Offer

Signatures

Matthew J.
Zolnowski 11/12/2004

Signature of Date
Reporting Person

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) Option (right to buy) granted pursuant to the Company's Stock Plan.

Edgar Filing: ZOLNOWSKI MATTHEW J - Form 4

- (2) Vested on various dates. Fully vested as of 9/25/1998.
- (3) Vested on various dates. Fully vested as of 11/19/2000.
- (4) Vested on various dates. Fully vested as of 2/2/2001.
- (5) Vested on various dates. Fully vested as of 9/21/2001.
- (6) Vested on various dates. Fully vested as of 9/21/2002.
- (7) Vested on various dates. Fully vested as of 9/19/2003.
- (8) Vested on various dates. Fully vested as of 9/18/2004.

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.