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Non-accelerated filer

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes No

As of April 22, 2014, 84,938,946 shares of the registrant's Common Stock were outstanding.

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 FORM 10-Q INDEX
 FOR THE QUARTER ENDED MARCH 31, 2014

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PART I - FINANCIAL INFORMATION

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ITEM 1. FINANCIAL STATEMENTS

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OSHKOSH CORPORATION

Condensed Consolidated Statements of Income

(In millions, except per share amounts; unaudited)

	Three Months Ended		Six Months Ended	
	March 31,		March 31,	
	2014	2013	2014	2013
Net sales	\$1,677.9	\$1,984.4	\$3,208.1	\$3,734.2
Cost of sales	1,386.7	1,681.0	2,661.8	3,184.8
Gross income	291.2	303.4	546.3	549.4
Operating expenses:				
Selling, general and administrative	158.0	154.3	302.7	305.6
Amortization of purchased intangibles	13.8	14.5	27.7	28.9
Total operating expenses	171.8	168.8	330.4	334.5
Operating income	119.4	134.6	215.9	214.9
Other income (expense):				
Interest expense	(27.0) (16.4) (43.2) (32.8
Interest income	0.5	1.7	1.0	4.2
Miscellaneous, net	0.5	0.1	(1.2) 0.4
Income from continuing operations before income taxes and equity in earnings of unconsolidated affiliates	93.4	120.0	172.5	186.7
Provision for income taxes	22.9	34.8	47.6	55.8
Income from continuing operations before equity in earnings of unconsolidated affiliates	70.5	85.2	124.9	130.9
Equity in earnings of unconsolidated affiliates	1.0	0.7	1.5	1.3
Income from continuing operations, net of tax	71.5	85.9	126.4	132.2
Income from discontinued operations, net of tax	—	0.6	—	0.8
Net income	\$71.5	\$86.5	\$126.4	\$133.0
Earnings per share attributable to common shareholders-basic:				
From continuing operations	\$0.84	\$0.98	\$1.49	\$1.48
From discontinued operations	—	0.01	—	0.01
	\$0.84	\$0.99	\$1.49	\$1.49
Earnings per share attributable to common shareholders-diluted:				
From continuing operations	\$0.83	\$0.96	\$1.47	\$1.46
From discontinued operations	—	0.01	—	0.01
	\$0.83	\$0.97	\$1.47	\$1.47
Cash dividends on Common Stock	\$0.15	\$—	\$0.30	\$—

The accompanying notes are an integral part of these financial statements

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OSHKOSH CORPORATION

Condensed Consolidated Statements of Comprehensive Income

(In millions; unaudited)

	Three Months Ended		Six Months Ended	
	March 31,		March 31,	
	2014	2013	2014	2013
Net income	\$71.5	\$86.5	\$126.4	\$133.0
Other comprehensive income (loss), net of tax:				
Employee pension and postretirement benefits	0.3	1.0	0.5	2.0
Currency translation adjustments	2.5	(10.0)) 6.2	(1.4)
Total other comprehensive income (loss), net of tax	2.8	(9.0)) 6.7	0.6
Comprehensive income	\$74.3	\$77.5	\$133.1	\$133.6

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OSHKOSH CORPORATION

Condensed Consolidated Balance Sheets

(In millions, except share and per share amounts; unaudited)

	March 31, 2014	September 30, 2013
Assets		
Current assets:		
Cash and cash equivalents	\$420.0	\$733.5
Receivables, net	986.3	794.3
Inventories, net	913.1	822.0
Deferred income taxes, net	65.2	67.6
Prepaid income taxes	61.5	100.4
Other current assets	31.6	35.6
Total current assets	2,477.7	2,553.4
Investment in unconsolidated affiliates	22.7	20.9
Property, plant and equipment, net	369.4	362.2
Goodwill	1,044.3	1,041.0
Purchased intangible assets, net	687.4	714.7
Other long-term assets	82.5	73.5
Total assets	\$4,684.0	\$4,765.7
Liabilities and Shareholders' Equity		
Current liabilities:		
Revolving credit facility and current maturities of long-term debt	\$15.0	\$65.0
Accounts payable	608.2	531.7
Customer advances	317.6	294.4
Payroll-related obligations	119.1	146.9
Accrued warranty	94.3	101.3
Deferred revenue	17.4	23.8
Other current liabilities	142.8	217.6
Total current liabilities	1,314.4	1,380.7
Long-term debt, less current maturities	885.0	890.0
Deferred income taxes, net	118.5	143.0
Other long-term liabilities	253.3	244.2
Commitments and contingencies		
Shareholders' equity:		
Preferred Stock (\$.01 par value; 2,000,000 shares authorized; none issued and outstanding)	—	—
Common Stock (\$.01 par value; 300,000,000 shares authorized; 92,101,465 and 92,101,465 shares issued, respectively)	0.9	0.9
Additional paid-in capital	740.8	725.6
Retained earnings	1,682.5	1,581.5
Accumulated other comprehensive loss	(7.9) (14.6
Common Stock in treasury, at cost (7,452,119 and 5,566,890 shares, respectively)	(303.5) (185.6
Total shareholders' equity	2,112.8	2,107.8
Total liabilities and shareholders' equity	\$4,684.0	\$4,765.7

The accompanying notes are an integral part of these financial statements

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OSHKOSH CORPORATION

Condensed Consolidated Statements of Shareholders' Equity

(In millions, except per share amounts; unaudited)

	Common Stock	Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Common Stock in Treasury at Cost	Total
Balance at September 30, 2012	\$0.9	\$703.5	\$1,263.5	\$ (101.4)	\$(13.0)	\$1,853.5
Net income	—	—	133.0	—	—	133.0
Employee pension and postretirement benefits, net of tax of \$1.1	—	—	—	2.0	—	2.0
Currency translation adjustments, net	—	—	—	(1.4)	—	(1.4)
Repurchases of Common Stock	—	—	—	—	(125.1)	(125.1)
Exercise of stock options	—	(1.1)	—	—	16.8	15.7
Stock-based compensation expense	—	10.8	—	—	—	10.8
Tax shortfall related to stock-based compensation	—	—	—	—	—	—