

ZOLNOWSKI MATTHEW J
 Form 4
 November 12, 2004

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

OMB APPROVAL

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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

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol
 OSHKOSH TRUCK CORP [OSK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 11/11/2004

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Exec VP & Chief Admin Offcr

C/O OSHKOSH TRUCK CORPORATION, 2307 OREGON STREET

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

OSHKOSH, WI 54902

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	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

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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.

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(9-02)

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

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- (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.

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