

SMITH A O CORP  
Form 8-K  
June 06, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 6, 2011

**A. O. Smith Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-475**  
(Commission  
File Number)

**39-0619790**  
(IRS Employer  
Identification No.)

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**11270 West Park, Milwaukee, Wisconsin 53224**

**(Address of principal executive offices, including zip code)**

**(414) 359-4000**

**(Registrant's telephone number)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 204.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13-e4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officer; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On June 6, 2011, A. O. Smith Corporation ( the Company ) publically announced that Daniel L. Kempken, 39, was elected Vice President and Controller of the Company effective June 6, 2011. As the Controller, Mr. Kempken is the principal accounting officer of the Company for purposes of the Securities Exchange Act of 1934, as amended. Mr. Kempken assumes the role of principal accounting officer from John J. Kita, Executive Vice President and Chief Financial Officer, who has held the role of principal accounting officer since 1995. Mr. Kita will continue to serve the Company as Executive Vice President and Chief Financial Officer.

Prior to joining the Company, Mr. Kempken was a Senior Manager with Ernst & Young LLP, a public accounting firm, which he rejoined in 2006, and where he served several of the firm s significant Wisconsin-based clients.

Mr. Kempken will participate in the usual compensation and benefit programs available to an officer of the Company.

A copy of the Company s News Release is attached as Exhibit 99.1 to this Current Report on Form 8-K (this Current Report ) and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits**

The following exhibit is being filed herewith:

(99.1) News Release of A. O. Smith Corporation, dated June 6, 2011.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**A. O. SMITH CORPORATION**

Date: June 6, 2011

By: /s/ James F. Stern  
James F. Stern  
Executive Vice President, General

Counsel and Secretary

**A. O. SMITH CORPORATION**

Exhibit Index to Current Report on Form 8-K dated June 6, 2011

Exhibit

Number	Description
99.1	News Release of A. O. Smith Corporation, dated June 6, 2011