

SMITH A O CORP  
Form 8-K  
February 08, 2011

# 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): February 3, 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)

11270 West Park Place, Milwaukee, Wisconsin 53224-9508

(Address of principal executive offices, including zip code)

39-0619790  
(IRS Employer

Identification No.)

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(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 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On February 3, 2011, Terry M. Murphy, Executive Vice President and Chief Financial Officer of A.O. Smith Corporation, advised the Company that he will retire from the Company effective May 1, 2011.

On February 7, 2011, the Company announced that John J. Kita, Senior Vice President, Corporate Finance and Controller, will succeed Mr. Murphy as Chief Financial Officer effective May 1, 2011. In his current position, Mr. Kita oversees the accounting, financial planning, tax, and risk management functions. Mr. Kita originally joined the Company as assistant treasurer in 1988 and was elected vice president, treasurer and controller in 1996. He was named senior vice president in 2006.

A copy of the Company's press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits**

The following exhibit is being filed herewith:

99.1 A. O. Smith Corporation News Release dated February 7, 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: February 8, 2011

By: /s/ James F. Stern  
James F. Stern  
Vice President, General Counsel  
and Secretary

**A. O. SMITH CORPORATION**

Exhibit Index to Current Report on Form 8-K Dated February 7, 2011

Exhibit Number	Description
99.1	News Release of A. O. Smith Corporation, dated February 7, 2011.