FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | | | | | | | | |
|--------------|-----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | |

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB Number:

Stimated average burden hours per response:

| | Check this box if no longer subject to |
|---|--|
| ١ | Section 16. Form 4 or Form 5 obligations may continue. See |
| J | obligations may continue. See |
| | Instruction 1(b). |

| | | | | 01 00 | 511011 30(| i) oi iiic | IIVESUIIE | iii Coi | npany Act | 01 194 | .0 | | | | | | | |
|--|--|--|---|---|---|--|---|--|----------------------------|----------------------|---|--|--|--|--|--|---|--|
| 1. Name and Address of Reporting Person* JONES PAUL W (Last) (First) (Middle) A. O. SMITH CORPORATION | | | | 2. Issuer Name and Ticker or Trading Symbol SMITH A O CORP [AOS] | | | | | | | | | Check all | all applicable) | | | | |
| | | | | | | | | | | | | | | | | | | |
| | | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/08/2019 | | | | | | | | | | Officer (give title below) | | Other (specify below) | | |
| ESI FAN | KILACE | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| | | 53224 (Zip) | | | | | | | | | | Li | X F | orm filed b | • | | | |
| | Та | ble I - No | n-Deriva | ative S | ecurit | ies Ac | quired | , Dis | posed o | f, or | Ben | eficia | ally Ov | vned | | | | |
| Date | | | e Ex onth/Day/Year) if | | Execution Date, if any | | Transaction Disposed Code (Instr. 5) | | | | | nd Se Be Ov | 5. Amount of Securities Beneficially Owned Following | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | | | v | Amount | () | A) or D) | Price | Tra | Transaction(s) (Instr. 3 and 4) | | | (111041. 4) | |
| Common Stock 07/ | | | | /2019 | | A | | 55(1) | 55 ⁽¹⁾ A \$ | | \$45 | .88 | 182,321 | | D | | | |
| | | | | | | | | | | | | | y Own | ed | | | | |
| Derivative Conversion Date Executity or Exercise (Month/Day/Year) if an | | Execution if any | Transaction Code (Instr. | | on of De Se Ac (A) Dis of (In: | rivative curities quired or posed D) str. 3, 4 | Expiration | Expiration Date | | | | | Derivati Security | ve deriva Securi Benefi Owned Follow Report Transa | tive ties cially I ring ted action(s) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | PAUL (ITH COI EST PAR JKEE (Conversion or Exercis Price of Derivative | (First) MITH CORPORATION EST PARK PLACE JKEE WI (State) Ta Security (Instr. 3) Stock 2. Conversion or Exercise Price of Derivative (Month/Day/Year | (First) (Middle) MITH CORPORATION EST PARK PLACE JKEE WI 53224 (State) (Zip) Table I - Note of the content | (First) (Middle) MITH CORPORATION EST PARK PLACE JKEE WI 53224 (State) (Zip) Table I - Non-Derivation Date (Month/Date) (Month/Date) Conversion or Exercise Price of Derivative (e.g., pu 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Execution Date, (Month/Day/Year) (Month/Day/Year) | (First) (Middle) (First) (Middle) (ITH CORPORATION EST PARK PLACE JKEE WI 53224 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock 7 Table II - Derivative Security (e.g., puts, call Execution Date, if any (Month/Day/Year) 2. (Month/Day/Year) 2. (Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) 3 A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) | (First) (Middle) (First) (Middle) (ITH CORPORATION EST PARK PLACE Table I - Non-Derivative Securit Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, wall any (Month/Day/Year) 2. Transaction Date (Execution Date (Instr. 8) 3. Date of Earli (07/08/2019) 4. If Amendment (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, wall fany (Month/Day/Year) (Month/Day/Year) 3. Date of Earli (07/08/2019) 4. If Amendment (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, wall fany (Month/Day/Year) (Month/Day/Year) 3. Date of Earli (07/08/2019) 4. If Amendment (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, wall fany (Month/Day/Year) (Month/Day/Year) | (First) (Middle) (First) (Middle) (ITH CORPORATION EST PARK PLACE Table I - Non-Derivative Securities According (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acques (e.g., puts, calls, warrants, (Month/Day/Year)) | (First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired (Month/Day/Year) (Stock (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired (Month/Day/Year) (Stock (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Code Stock (Month/Day/Year) (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (State) (Zip) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Table II - Derivative Securities Acquired (Date (e.g., puts, calls, warrants, option Code (Instr. S)) 2. Transaction (Month/Day/Year) (Month/Day/Year) (Instr. 3, 4) | SMITH A O CORP AOS AOS | SMITH A O CORP AOS | SMITH A O CORP [AOS] SMITH A O CORP [AOS] | (First) (Middle) (First) (Middle) (First) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benefice (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benefice (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Stock 07/08/2019 | SMITH A O CORP [AOS] (Correction Correction Cor | SMITH A O CORP AOS AOS Check all X D CORP AOS AOS | SMITH A O CORP [AOS] (Check all applicable; X Director Officer (give below) (ITH CORPORATION EST PARK PLACE 4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, If any (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table III - Derivative Securities Acquired, Disposed of, or Beneficially Owned Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired (A) or Disposed of (D) Derivative Securities Acquired (A) or Disposed of (D) Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired (A) or Disposed of (D) Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired (A) or Disposed of (D) Oxnow (Instr. 3) and 4 Stock Table II - Derivative Securities Acquired (A) or Disposed of (D) Ox | SMITH A O CORP [AOS] SMITH A O CORP [AO | SMITH A O CORP AOS AOS Check all applicable X Director 10% CORP Comparison 10% CORP 10% CORP | |

Explanation of Responses:

1. Payment of retainer in stock under the A. O. Smith Corporation directors' compensation program based on the market price of the Common Stock on July 8, 2019.

Code

Remarks:

<u>James F. Stern, Attorney-in-</u> <u>Fact for Paul W. Jones</u>

of Shares

Title

Expiration Date

Date Exercisable

07/10/2019

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

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