SEC Form 4
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## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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FORM 4

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

							1011 30(11) 0		Investmen	11 001	npany Act	011340							
						2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>SMITH A O CORP</u> [ AOS ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
													_	X Direc			10% Ov	wner	
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 04/09/2024								Office belov	r (give title		Other ( below)	specify	
A. O. SMITH CORPORATION						A If Amondment Date of Original Filed (Maath/Date/March)								و المرياماتية المريد		- <b>-</b> -	n (Oheels Ar	aliaabla	
11270 WEST PARK PLACE					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
112/0 WEST FARK FLACE														X Form filed by One Reporting Person					
(Street)				_									Form	filed by Mo	ore than	n One Repo	rting		
1 · · ·	UKEE V	71	53224											Perso	n		·	•	
MILWAUKEE WI 53224						Pulo 10b5 1(c) Transaction Indication													
Rule 10b5-1(c) Transaction Indication																			
(City)	(8	State)	(Zip)											tract, instructi	on or written	i plan th	at is intended	I to satisfy	
the af							the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												
		Tal	ble I - Nor	n-Dori	vativ	<u> </u>	curitics	Ac	boriur	Die	nosod o	f or Bor	oficia		4				
				1						015		-		-					
1. Title of	Security (Ins	tr. 3)		2. Tran Date	nsaction		2A. Deeme Execution	. Deemed ecution Date.		3. 4. Securities Acquired (A) Transaction Disposed Of (D) (Instr. 3,			d (A) or tr. 3. 4 an	or 5. Amount of and Securities		6. Ov		7. Nature of Indirect	
				(Month	(Month/Day/Year)		if any (Month/Day/Year		Code (Instr. 5)		(_ ) (	, , ,, . <b></b>		Owned Following (I) (I Reported		r Indirect	Beneficial Ownership		
											- Report		(Instr. 4)						
						Code			v	Amount	(A) or (D)	Price	Transa (Instr. 3						
Common Stock										<u> </u>				1	.425	1	D		
Common Stock														1	.,423		D		
			Table II -									or Bene ble secu		v Owned					
		1			• •	oun	, T		, <b>,</b>				,	1			L	<u> </u>	
1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution I		4. Transaction		tr. Securities Acquired (A) or Disposed		6. Date Exercisable and Expiration Date (Month/Day/Year) Exercisable and Amount of Securities Underlying			Amount o	f	8. Price o Derivative	derivativ	e	Ownershi		
Security (Instr. 3)	Instr. 3) Price of (Month/Day Derivative			(Year)	Code ( 8)	Instr.							Security (Instr. 5)	Securitie Beneficia		Form: Direct (D) or Indirect	Beneficial Ownership		
				,,	•,				Derivative So (Instr. 3 and				Security		Owned			(Instr. 4)	
Security							of (D) (Instr. 5, 4 and 5)					10 4)		Following Reported	ď	(I) (Instr. 4)	'		
				ľ									Amoun	1	Transaction(s (Instr. 4)				
													or Number						
					<b>.</b>				Date		Expiration		of						
<u> </u>					Code	v	(A)	(D)	Exercisa	910	Date	Title	Shares				<u> </u>		
Restricted Stock	\$ <mark>0</mark>	04/09/2024			Α		1.626 <sup>(1)</sup>		(2)		(2)	Common	1,626	\$86.14	8,194	(3)	D		
Units	, v	01/09/2024					1,020					Stock	1,020	000.14	0,194			1	

Explanation of Responses:

1. Payment of retainer in Restricted Stock Units under the A. O. Smith Nonqualified Deferred Compensation Plan based on the average of the high and the low price of Common Stock on April 9, 2024.

2. The Plan permits the participant to defer the receipt of the award, and Mr. Larsen has made a deferral.

3. The Restricted Stock Units receive a quarterly dividend pursuant to a dividend reinvestment feature of the A. O. Smith Nonqualified Deferred Compensation Plan. The total amount of the dividends received was 129 units of Restricted Stock Units.

**Remarks:** 

James F. Stern, Attorney-in-Fact for Michael M. Larsen

04/10/2024

\*\* Signature of Reporting Person

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on Date

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

 $^{\ast}$  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.