

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 10-Q

X QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934 For the quarterly period ended September 30, 1998

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934 For the transition period from \_\_\_\_\_ to  
\_\_\_\_\_

Commission File Number 1-475

A.O. SMITH CORPORATION

Delaware  
(State of Incorporation)

39-0619790  
(IRS Employer ID Number)

P. O. Box 23972, Milwaukee, Wisconsin 53223-0972  
Telephone: (414) 359-4000

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months and (2) has been subject to such filing requirements for the past 90 days. Yes X No

Class A Common Stock Outstanding as of October 31, 1998: 8,705,835 shares

Common Stock Outstanding as of October 31, 1998: 14,585,751 shares

Exhibit Index Page 15

Index

A. O. Smith Corporation

Part I. Financial Information

Item 1. Financial Statements (Unaudited)

Condensed Consolidated Statements of Earnings and Retained Earnings - Three and nine months ended September 30, 1998 and 1997	3
Condensed Consolidated Balance Sheet - September 30, 1998 and December 31, 1997	4
Condensed Consolidated Statement of Cash Flows - Nine months ended September 30, 1998 and 1997	5
Notes to Condensed Consolidated Financial Statements - September 30, 1998	6-7

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations	8-12
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Part II. Other Information

Item 1. Legal Proceedings	13
Item 4. Submission of Matters to a Vote of Security Holders	13
Item 5. Other	13
Item 6. Exhibits and Reports on Form 8-K	13
Signatures	14
Index to Exhibits	15

PART I--FINANCIAL INFORMATION  
ITEM 1--FINANCIAL STATEMENTS

A.O. SMITH CORPORATION  
CONDENSED CONSOLIDATED STATEMENT OF EARNINGS  
AND RETAINED EARNINGS  
Three and Nine months ended September 30, 1998 and 1997  
(000 omitted except for per share data)  
(unaudited)

EARNINGS	Three Months Ended September 30		Nine Months Ended September 30	
	1998	1997	1998	1997
Electric Motor Technologies	\$ 135,309	\$ 94,081	\$ 360,913	\$ 298,779
Water Systems Technologies	71,685	68,872	220,534	211,218
Storage & Fluid Handling Technologies	36,260	43,011	111,442	117,153
NET SALES	243,254	205,964	692,889	627,150
Cost of products sold	196,232	167,060	552,245	496,806
Gross profit	47,022	38,904	140,644	130,344
Selling, general and administrative expenses	26,324	25,013	80,605	82,251
Interest expense	1,974	1,913	5,191	6,602
Interest income	(258)	(3,010)	(3,279)	(6,370)
Other expense - net	927	394	2,341	2,085
Provision for income taxes	18,055	14,594	55,786	45,776
Earnings before equity in loss of joint ventures	11,699	9,676	36,199	29,773
Equity in loss of joint ventures	(725)	(667)	(2,418)	(1,965)
EARNINGS FROM CONTINUING OPERATIONS	10,974	9,009	33,781	27,808
EARNINGS FROM DISCONTINUED OPERATIONS				
Earnings (less related income tax provisions of \$548 and \$7,698)	-	980	-	15,231
Gain on disposition (less related income tax provision of \$58,056)	-	-	-	94,616
NET EARNINGS	10,974	9,989	33,781	137,655
RETAINED EARNINGS				
Balance at beginning of period	483,896	446,229	466,514	325,361
Cash dividends on common shares	(2,832)	(2,988)	(8,257)	(9,786)
BALANCE AT END OF PERIOD	\$ 492,038	\$ 453,230	\$ 492,038	\$ 453,230
BASIC EARNINGS PER COMMON SHARE (note 5)				
Continuing Operations	\$.47	\$.34	\$1.43	\$.98
Discontinued Operations	-	.04	-	3.86
NET EARNINGS	\$.47	\$.38	\$1.43	\$4.84
DILUTED EARNINGS PER COMMON SHARE (note 5)				
Continuing Operations	\$.46	\$.33	\$1.39	\$.96
Discontinued Operations	-	.04	-	3.79
NET EARNINGS	\$.46	\$.37	\$1.39	\$4.75
DIVIDENDS PER COMMON SHARE (note 5)	\$.12	\$.11	\$.35	\$.34

See accompanying notes to unaudited condensed consolidated financial statements.

PART I--FINANCIAL INFORMATION  
ITEM 1--FINANCIAL STATEMENTS

A.O. SMITH CORPORATION  
CONDENSED CONSOLIDATED BALANCE SHEET  
September 30, 1998 and December 31, 1997  
(000 omitted)

	(unaudited) September 30, 1998	December 31, 1997
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents (note 2)	\$ 26,191	\$145,896
Receivables	146,769	126,232
Inventories (note 3)	86,985	79,049
Deferred income taxes	11,487	11,849
Other current assets	12,863	2,702
	-----	-----
TOTAL CURRENT ASSETS	284,295	365,728
Property, plant and equipment	488,471	450,147
Less accumulated depreciation	255,860	242,391
	-----	-----
Net property, plant and equipment	232,611	207,756
Investments in and advances to joint ventures	31,253	25,605
Other assets	72,913	65,644
Goodwill	141,493	51,783
	-----	-----
TOTAL ASSETS	\$ 762,565	\$ 716,516
	=====	=====
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Trade payables	\$ 74,869	\$ 61,299
Accrued payroll and benefits	30,639	26,397
Product warranty	8,002	7,972
Accrued income taxes	883	6,607
Long-term debt due within one year	4,629	5,590
Other current liabilities	23,478	20,017
	-----	-----
TOTAL CURRENT LIABILITIES	142,500	127,882
Long-term debt (note 4)	126,933	100,972
Other liabilities	55,291	59,515
Deferred income taxes	44,708	28,442
STOCKHOLDERS' EQUITY: (note 5)		
Class A common stock, \$5 par value: authorized 14,000,000 shares; issued 8,753,889	43,769	29,192
Common stock, \$1 par value: authorized 60,000,000 shares; issued 23,795,473	23,795	15,861
Capital in excess of par value	51,066	72,542
Retained earnings (note 4)	492,038	466,514
Cumulative foreign currency translation adjustments	(1,525)	(1,579)
Treasury stock at cost	(216,010)	(182,825)
	-----	-----
TOTAL STOCKHOLDERS' EQUITY	393,133	399,705
	-----	-----
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 762,565	\$ 716,516
	=====	=====

See accompanying notes to unaudited condensed consolidated financial statements

PART I--FINANCIAL INFORMATION  
ITEM 1--FINANCIAL STATEMENTS

A.O. SMITH CORPORATION  
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS  
Nine Months Ended September 30, 1998 and 1997  
(000 omitted)  
(unaudited)

	Nine Months Ended September 30	
	1998	1997
	-----	-----
OPERATING ACTIVITIES CONTINUING		
Net earnings	\$ 33,781	\$ 27,808
Adjustments to reconcile net earnings to net cash provided by operating activities:		
Depreciation and amortization	21,751	19,390
Equity in loss of joint ventures	2,418	1,965
Net change in current assets and liabilities	(6,963)	4,679
Net change in noncurrent assets and liabilities	2,751	432
Other - net	702	1,042
	-----	-----
CASH PROVIDED BY OPERATING ACTIVITIES	54,440	55,316
	-----	-----
INVESTING ACTIVITIES		
Capital expenditures	(20,116)	(33,460)
Capitalized purchased software costs	(1,308)	(1,094)
Investment in joint ventures	(8,066)	(10,281)
Acquisition of business	(126,456)	(60,918)
	-----	-----
CASH USED BY INVESTING ACTIVITIES	(155,946)	(105,753)
	-----	-----
CASH USED BY CONTINUING OPERATIONS BEFORE FINANCING ACTIVITIES	(101,506)	(50,437)
	-----	-----
DISCONTINUED		
Cash provided / (used) by discontinued operations before financing activities	(2,095)	503,754
FINANCING ACTIVITIES		
Long-term debt incurred	30,590	-
Long-term debt retired	(5,590)	(143,768)
Purchase of common stock held in treasury	(33,244)	(125,168)
Proceeds from common stock options exercised	232	3,455
Tax benefit from exercise of stock options	165	571
Dividends paid	(8,257)	(9,786)
	-----	-----
CASH USED BY FINANCING ACTIVITIES	(16,104)	(274,696)
	-----	-----
Net increase / (decrease) in cash and cash equivalents	(119,705)	178,621
Cash and cash equivalents-beginning of period (note 2)	145,896	6,405
	-----	-----
CASH AND CASH EQUIVALENTS AT END OF PERIOD	\$ 26,191	\$ 185,026
	=====	=====

See accompanying notes to unaudited condensed consolidated financial statements.

A. O. SMITH CORPORATION  
NOTES TO CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
September 30, 1998  
(unaudited)

1. Basis of Presentation

The financial statements presented herein are based on interim figures and are subject to audit. In the opinion of management, all adjustments consisting of normal accruals considered necessary for fair presentation of the results of operations and of financial position have been made. The results of operations for the nine-month period ended September 30, 1998 are not necessarily indicative of the results expected for the full year. The consolidated balance sheet as of December 31, 1997 is derived from the audited financial statements but does not include all disclosures required by generally accepted accounting principles. Certain prior year amounts have been reclassified to conform to the 1998 presentation.

2. Statement of Cash Flows

For purposes of the Consolidated Statement of Cash Flows, cash and cash equivalents include short-term investments held primarily for cash management purposes. These investments normally mature within three months from the date of acquisition.

3. Inventories

(000 omitted)	September 30, 1998	December 31, 1997
-----	-----	-----
Finished products	\$ 52,919	\$ 45,091
Work in process	16,202	19,656
Raw materials	46,690	42,870
Supplies	1,563	1,634
	-----	-----
	117,374	109,251
Allowance to state inventories at LIFO cost	 30,389	 30,202
	-----	-----
	\$ 86,985	\$ 79,049
	=====	=====

4. Long-Term Debt

On July 1, 1998 the company issued \$30 million in senior notes under a loan facility with The Prudential Insurance Company of America. The notes mature in 2018 and carry an interest rate of 6.66%.

The company's long-term credit agreements contain certain conditions and provisions which restrict the company's payment of dividends. Under the most restrictive of these provisions, retained earnings of \$63.2 million were unrestricted as of September 30, 1998 for cash dividends and treasury stock purchases.

5. Stockholders' Equity

On June 9, 1998 the company's Board of Directors declared a three-for-two stock split of the company's Class A Common Stock and Common Stock to be effected in the form of a stock dividend to shareholders of record on July 31, 1998 and payable on August 17, 1998. All earnings and dividend per share calculations presented in this report include the impact of the stock split. At September 30, 1998, 31,740 and 9,228,731 shares of Class A Common Stock and Common Stock, respectively, were held as Treasury Stock.

6. Comprehensive Earnings

Statement of Financial Accounting Standards (SFAS) No. 130 - "Reporting Comprehensive Income" requires the company to disclose comprehensive earnings, consisting of net earnings and all other non-owner changes in equity during the period. The company's comprehensive earnings for the third quarter 1998 and 1997 were \$11,202,000 and \$10,239,000, respectively. Comprehensive earnings for the first nine months of 1998 and 1997 were \$33,814,000 and \$136,893,000, respectively. Comprehensive earnings, for all periods presented, was comprised of net earnings and foreign currency translation adjustments, net of any related income tax expense.

7. New Accounting Standard

In June 1998, the Financial Accounting Standards Board issued SFAS No.133, "Accounting for Derivative Instruments and Hedging Activities", which is required to be adopted in years beginning after June 15, 1999. Early adoption of the Statement is permitted. The Statement will require the company to recognize all derivatives in the balance sheet at fair value. The company has not yet determined what the effect of Statement No. 133 will be on earnings and the financial position of the company.

PART I - FINANCIAL INFORMATION  
ITEM 2 - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL  
CONDITION AND RESULTS OF OPERATIONS

RESULTS OF OPERATIONS  
FIRST NINE MONTHS OF 1998 COMPARED TO 1997

Sales totaled \$243.3 million in the third quarter of 1998, an 18 percent increase over 1997 third quarter sales of \$206.0 million. Significantly higher sales at Electric Motor Technologies primarily due to the July 1, 1998 acquisition of General Electric's compressor motor facility in Scottsville, KY., coupled with modestly higher sales at Water Systems Technologies more than offset a 16 percent decline in sales at Storage & Fluid Handling Technologies. Sales for the first nine months of 1998 were \$692.9 million or more than 10 percent higher than the \$627.2 million of sales in the same period last year. Acquisitions contributed approximately \$50 million of the nearly \$66 million increase in sales.

Third quarter earnings from continuing operations increased nearly 22 percent to \$11.0 million compared with the \$9.0 million earned in last year's third quarter. Significantly higher operating profits at Electric Motors and moderately higher profits at Water Systems more than offset lower interest income and a significant decline in operating profit at Storage & Fluid Handling. Earnings from continuing operations for the first nine months of 1998 were \$33.8 million compared with \$27.8 million for the first nine months of 1997. On a per share basis, third quarter diluted earnings from continuing operations increased from \$0.33 in 1997 to \$0.46 in 1998. Diluted earnings per share for the first nine months of 1998 were \$1.39 compared with \$0.96 in the same period last year. Earnings per share for the 1998 third quarter and nine months also benefited from the company's stock repurchase program.

On June 9, 1998 the company's Board of Directors declared a three-for-two stock split of the company's Class A Common Stock and Common Stock. The stock split was effected in the form of a stock dividend to stockholders of record on July 31, 1998 and was paid on August 17, 1998. All earnings and dividend per share calculations presented in this report include the impact of the stock split.

The company's third quarter gross profit margin increased to 19.3 percent compared with the 18.9 percent rate generated in the third quarter of 1997, as higher motor manufacturing volumes generated improvement in operating efficiencies. The gross profit margin for the first nine months of 1998 declined to 20.3 percent from 20.8 percent in the prior year as a result of lower pricing for motors and declines in profitability in the Storage and Fluid Handling business segment.

Third quarter sales of \$135.3 million for the Electric Motor Technologies platform were nearly 44 percent higher than sales in the third quarter of 1997. On July 1, 1998 the company acquired the Scottsville, KY compressor motor business for \$126.5 million, subject to final adjustment. The compressor motor operation manufactures

one-half through six horsepower motors used primarily in residential and light commercial unitary air conditioning applications. The acquisition contributed approximately \$30 million to the segment's sales during the third quarter. An improvement in demand for air conditioning and subfractional horsepower motors also contributed to higher sales in the third quarter. Year-to-date sales for the electric motor segment were \$360.9 million in 1998, compared with \$298.8 million in 1997. The 21 percent increase in sales for the first nine months of 1998 reflects both internally generated growth as well as the company's ongoing electric motor acquisition activities.

Operating profit for the Electric Motor Technologies segment improved significantly compared with the third quarter of 1997, reflecting the aforementioned volume-related improvement in operating efficiencies as well as the acquisition of the Scottsville operation. Acquisition activities also contributed to a significant increase in profits for the nine months ending September 30, 1998.

Third quarter sales for Water Systems Technologies were \$71.7 million or 4 percent higher than 1997's third quarter sales of \$68.9 million, due primarily to improved pricing and stronger commercial unit volumes. Sales for the first nine months of 1998 were \$220.5 million, compared with \$211.2 million for the first nine months of 1997. Operating profits for the third quarter and first nine months of 1998 were higher than the same periods last year due to the increased volume and stronger pricing of commercial product.

Third quarter sales for the Storage & Fluid Handling segment were \$36.3 million, or 16 percent lower than the \$43.0 million generated in the same period in 1997. Sales declined more than 30 percent in the segment's fiberglass pipe business and less than 10 percent in the storage tank operation. The decline in third quarter sales was primarily the result of lower demand for fiberglass pipe and storage tanks in the chemical, food processing and petroleum production markets. The soft demand is attributed to weak prices in the oil and chemical markets and the corresponding lower capital spending by the segment's customers. Sales for the first nine months of 1998 were \$111.4 million compared with \$117.2 million for the comparable period in 1997.

Third quarter operating profits for the Storage & Fluid Handling business were significantly lower than the third quarter of 1997 as a result of the substantial decline in sales of fiberglass product. Operating profits were slightly lower for the nine months ending September 30, 1998, than the comparable period in 1997, as cost reduction programs partially offset the impact of the lower volumes.

Selling, general and administrative (SG&A) expenses for the third quarter were \$1.3 million higher than the third quarter of 1997, while year-to-date SG&A expenses were \$1.6 million less than the first nine months of 1997. The 1998 third quarter increase was partially due to additional costs associated with the recent acquisition. The year-to-date comparison reflects the cost reduction activities taken at mid-year 1997.



associated with the divestiture of the company's automotive business and general cost reduction programs in the company's remaining operations in the latter part of 1997.

The company recognized year-to-date net interest expense of \$1.9 million in 1998, compared with net interest expense of \$0.2 million in the same period of 1997. The year-to-year increase in net interest expense was the result of acquisition activities as well as the company's use of funds for its stock repurchase program.

The effective tax rates for the third quarter of 1998 and year to date periods for both 1997 and 1998 were approximately 35 percent, as the company continues to benefit from its foreign sales corporation and research and development tax credits.

After-tax equity in losses of the company's Chinese joint ventures were \$0.7 million in both the third quarter of 1998 and 1997. Losses for the nine months ending September 30, 1998 were approximately \$2.4 million compared with \$2.0 million in 1997 as the company experienced start up costs associated with its new manufacturing operation.

The company is currently negotiating to acquire the minority interests in its two Chinese joint ventures and could complete these negotiations as early as the fourth quarter of 1998. If the buyout is completed, these entities will be fully consolidated in the company's financial statements.

For 1999, the company expects the difficulties at its Storage and Fiberglass Products businesses to persist and therefore is continuing to review numerous alternatives to improve the operations of this business. The company is cautiously optimistic about the market for the products of its Water Systems business segment. The company believes the Electric Motors business will improve over 1998 as it benefits from the incremental business of the Scottsville acquisition as well as the "Tier One" supply agreement signed with York International on July 6, 1998.

The company continues to aggressively pursue accretive acquisitions such as the Uppco C-Frame motor business (March 1997), and the previously discussed Scottsville compressor motor business. The company considers the pursuit of acquisitions to be a very important element in its strategy for growth. Although the company believes 1999 earnings, excluding acquisitions, will increase over 1998 levels, accretive acquisitions will be required to achieve its target of 15 percent annual growth in earnings per share.

During 1997, the Financial Accounting Standards Board issued Statement of Financial Accounting Standard (SFAS) No. 131, "Disclosure about Segments of an Enterprise and Related Information", which is effective for the company for the year ended December 31, 1998. Implementation of this statement will not have any impact on A.O. Smith Corporation's results of operations, financial position or cash flows.

During the first nine months of 1998, the company was a party to futures contracts for the purposes of hedging a portion of certain raw material purchases. The company was

also a party to forward foreign exchange contracts to hedge foreign currency transactions consistent with its committed exposures. Had these contracts not been in place, the net earnings of the company would not have been materially affected. As discussed in Note 7 to the financial statements, the Financial Accounting Standards Board has issued SFAS No. 133, "Accounting for Derivative Instruments and Hedging Activities". The company has not yet determined what the effect of SFAS No. 133 will be on earnings and the financial position of the company.

#### Liquidity & Capital Resources

The company's working capital was \$141.8 million at September 30, 1998 compared to \$237.8 million at the end of December 1997, a decline of \$96 million. The reduction was primarily a result of a decline in cash and cash equivalents in the amount of \$119.7 million as the company completed the acquisition of the Scottsville compressor motor business for \$126.5 million during the third quarter. The majority of the increase in the remaining working capital accounts was due to the acquisition.

Capital expenditures during the first nine months of 1998 were \$20.1 million compared to \$33.5 million through September 30, 1997. Primarily as a result of lower capital expenditures, cash flow from continuing operations for the first nine months of 1998 was \$14.5 million higher than for the same period last year when adjusted for acquisitions. The company expects lower capital spending in 1998 compared with 1997, and it expects capital expenditures to be covered by 1998 cash flow.

The company repurchased 1,188,450 shares of its common stock during the first nine months of 1998 under its stock repurchase program. Since the program's inception in January 1997, approximately 8.4 million shares have been repurchased. As of the end of September 1998, \$24.2 million remained of the \$50 million authorization granted in December 1997.

At its October 6, 1998 meeting, A. O. Smith's Board of Directors declared a regular quarterly dividend of \$.12 per share on its common stock (Classes A and Common). The dividend is payable on November 16, 1998 to shareholders of record October 30, 1998.

#### Year 2000

A.O. Smith continues the efforts begun several years ago, addressing potential problems related to the Year 2000. It has organized its activities to prepare for the Year 2000 under a company-wide plan that involves: Assessment, Modification or Replacement, and Testing.

The company has completed the assessment phase which included an inventory of all information technology (IT) systems (computer hardware, operating systems, and application software); all non-information technology systems (equipment, machinery, and telephone systems); and the identification of key vendors, service providers, and business

partners considered to have a material relationship with the company. Risks on all IT and non-IT systems or relationships have been assessed and plans to remedy potential problems have been formulated. The testing and implementation phases for renovated Information Technology (IT) systems are underway. Implementation of Year 2000-ready systems will be completed in early 1999. Costs specifically associated with renovating software for Year 2000 readiness are funded through operating cash flows and expensed as incurred. Year 2000-related costs have not had a material effect on the Company's financial position or results of operations. The Company expects to incur total Year 2000-related costs of approximately \$2.0 million of which remaining costs are estimated to be \$750,000.

The Company believes there is a high probability that all critical information and non-information technology systems and processes will be substantially Year 2000 ready and allow the Company to continue operations beyond the Year 2000 without a material impact on its financial position or results of operations.

Unanticipated problems, primarily external issues, may be identified, and could result in an undetermined financial risk. No contingency plans have been developed for such possibilities.

#### Forward Looking Statements

Certain statements in this report are forward-looking statements. Although the company believes that its expectations are based upon reasonable assumptions within the bounds of its knowledge of its business, there can be no assurance that its financial goals will be realized. Although a significant portion of the company's sales are derived from the replacement of previously installed product and such sales are therefore less volatile, numerous factors may affect actual results and may cause results to differ materially from those expressed in forward-looking statements made by or on behalf of the company. Among such numerous factors the company includes the continued growth of the worldwide heating, ventilating and air conditioning market; the weather and its impact on the heating and air conditioning market; the pricing environment for residential water heaters; capital spending trends in the oil, petrochemical, chemical, and food processing markets; the successful execution of its acquisition strategy; and the successful development of the company's business venture in China.

PART II - OTHER INFORMATION  
ITEM 1 - LEGAL PROCEEDINGS

The company is involved in various unresolved legal actions, administrative proceedings and claims in the ordinary course of its business involving product liability, property damage, insurance coverage, patents and environmental matters including the disposal of hazardous waste. Although it is not possible to predict with certainty the outcome of these unresolved legal actions or the range of possible loss or recovery, the company believes these unresolved legal actions will not have a material effect on its financial position or results of operations.

There have been no material changes in the environmental matters previously reported in Part 1, Item 3 in the company's annual report on Form 10-K for the year ended December, 1997 which is incorporated herein by reference.

ITEM 4 - SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

None.

ITEM 5 - OTHER INFORMATION

On August 11, 1998 the Board of Directors elected two new directors, William F. Buehler and Robert N. Pokelwaldt. Mr. Buehler is executive vice president-business operations with Xerox Corporation in Stamford, Connecticut. Mr. Pokelwaldt is chairman and chief executive officer of York International Corporation, York, Pennsylvania.

ITEM 6 - EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits

(27) Financial Data Schedule

(b) Reports on Form 8-K

A Form 8-K Report was filed by the corporation on July 15, 1998. The Form 8-K stated that on July 1, 1998 the corporation acquired substantially all of the assets of the General Electric Industrial Control Systems Division of General Electric Company ("GE") that related to GE's hermetic electric motors operations located in Scottsville, Kentucky.

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 thereunto duly authorized.

A. O. SMITH CORPORATION

November 13, 1998

\_\_\_\_\_  
John J. Kita  
Vice President,  
Treasurer and Controller

November 13, 1998

\_\_\_\_\_  
G. R. Bomberger  
Executive Vice President  
and Chief Financial Officer

INDEX TO EXHIBITS

Exhibit  
Number Description

(27) Financial Data Schedule

(27.1) Restated Financial Data Schedule

The schedule contains summary financial information extracted from the condensed consolidated financial statements of A.O.SMITH CORPORATION as and for the period ended and is qualified in its entirety by reference to such financial statements.

	1,000
9-MOS	
	DEC-31-1998
	SEP-30-1998
	3,091
	23,100
	146,769
	0
	86,985
	284,295
	488,471
	(255,860)
	762,565
142,500	
	126,933
67,564	
	0
	0
	325,569
762,565	
	692,889
	692,889
	552,245
	552,245
	79,667
	0
	5,191
	55,786
	19,587
33,781	
	0
	0
	0
	33,781
	1.43
	1.39

The schedule contains summary financial information extracted from the condensed consolidated financial statements of A.O.SMITH CORPORATION as and for the period ended and is qualified in its entirety by reference to such financial statements.

	1,000
9-MOS	
	DEC-31-1997
	SEP-30-1997
	3,938
	181,088
	130,865
	0
	84,366
	416,739
	440,407
	(238,416)
	768,888
150,287	
	100,985
45,055	
	0
	0
	385,051
768,888	
	627,150
	627,150
	496,806
	496,806
	77,966
	0
	6,602
	45,776
	16,003
27,808	
	109,847
	0
	0
	137,644
	4.84
	4.75