

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | |
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|--|---|---|
| 1. Name and Address of Reporting Person* <u>ROMOSER W DAVID</u> (Last) (First) (Middle) <u>A. O. SMITH CORPORATION</u> <u>11270 WEST PARK PLACE</u> (Street) <u>MILWAUKEE WI 53224</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>SMITH A O CORP [AOS]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <u>Senior VP, Gen. Counsel & Sec</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>04/24/2007</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-----------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 04/24/2007 | | M ⁽¹⁾ | | 2,625 | A | \$29.0313 | 50,662 | D | |
| Common Stock | 04/24/2007 | | M ⁽¹⁾ | | 175 | A | \$15.135 | 50,837 | D | |
| Common Stock | 04/24/2007 | | M ⁽¹⁾ | | 4,675 | A | \$26.88 | 55,512 | D | |
| Common Stock | 04/24/2007 | | M ⁽¹⁾ | | 4,475 | A | \$28.7 | 59,987 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 9,050 | D | \$38 | 50,937 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 1,700 | D | \$38.01 | 49,237 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 200 | D | \$38.016 | 49,037 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 200 | D | \$38.02 | 48,837 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 600 | D | \$38.03 | 48,237 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 2,300 | D | \$38.04 | 45,937 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 1,400 | D | \$38.05 | 44,537 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 1,383 | D | \$38.06 | 43,154 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 200 | D | \$38.068 | 42,954 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 1,617 | D | \$38.07 | 41,337 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 1,700 | D | \$38.08 | 39,637 | D | |
| Common Stock | 04/24/2007 | | S ⁽²⁾ | | 100 | D | \$38.09 | 39,537 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-------|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Employee Stock Options (Right to Buy) ⁽³⁾ | \$29.0313 | 04/24/2007 | | M ⁽¹⁾ | | | 2,625 | 10/12/2000 | 10/13/2009 | Common Stock | 2,625 | \$0 | 45,808 | D | |
| Employee Stock Options (Right to Buy) ⁽⁴⁾ | \$15.135 | 04/24/2007 | | M ⁽¹⁾ | | | 175 | 10/08/2002 | 10/09/2011 | Common Stock | 175 | \$0 | 45,633 | D | |

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-------|--|-----------------|---|--|--|---|--|-------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | | | | | | Title |
| Employee Stock Options (Right to Buy) ⁽⁵⁾ | \$26.88 | 04/24/2007 | | M ⁽¹⁾ | | | 4,675 | 10/10/2003 | 10/11/2012 | Common Stock | 4,675 | \$0 | 40,958 | D | |
| Employee Stock Options (Right to Buy) ⁽⁶⁾ | \$28.7 | 04/24/2007 | | M ⁽¹⁾ | | | 4,475 | 10/06/2004 | 10/07/2013 | Common Stock | 4,475 | \$0 | 36,483 | D | |

Explanation of Responses:

- The exercises reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 10, 2006.
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 10, 2006.
- Granted on October 13, 1999, under the A. O. Smith Corporation Long-Term Executive Incentive Compensation Plan, a Rule 16b-3 Plan.
- Granted on October 9, 2001, under the A. O. Smith Corporation Long-Term Executive Incentive Compensation Plan, a Rule 16b-3 Plan.
- Granted on October 11, 2002, under the A. O. Smith Combined Executive Incentive Compensation Plan, a Rule 16b-3 Plan.
- Granted on October 7, 2003, under the A. O. Smith Combined Executive Incentive Compensation Plan, a Rule 16b-3 Plan.

Remarks:

W. David Romoser

04/25/2007

** 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.