
**UNITED STATES
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): January 21, 2019

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)

39-0619790
(IRS Employer
Identification No.)

11270 West Park Place, Milwaukee, Wisconsin 53224
(Address of principal executive offices, including zip code)

(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 13-e4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 21, 2019, A. O. Smith Corporation (“the Company”) publicly announced that Daniel L. Kempken, currently the Company’s Vice President and Controller, will succeed Charles T. Lauber as Senior Vice President, Corporate Development and Strategy with Mr. Kempken’s appointment to that position effective May 1, 2019. As Controller, Mr. Kempken is the Company’s “principal accounting officer” for purposes of the Securities Exchange Act of 1934, as amended. The effectiveness of Mr. Kempken’s appointment will coincide with the effectiveness of Mr. Lauber’s appointment as Chief Financial Officer of the Company on May 1, 2019.

The Company also publicly announced on January 21, 2019 that Helen E. Gurholt, 44, who is currently the Company’s Director of Accounting, will be appointed as Vice President and Controller of the Company effective May 1, 2019. As the Controller, Ms. Gurholt will assume the role of “principal accounting officer” from Mr. Kempken. Ms. Gurholt joined the Company in 2002 as an Accounting Supervisor and became Director of Accounting in 2013.

Ms. Gurholt will participate in the usual compensation and benefit programs available to an officer of the Company.

A copy of the Company’s News Release is attached as Exhibit 99.1 to this Current Report on Form 8-K (this “Current Report”) and is incorporated by reference here.

Item 9.01. Financial Statements and Exhibits

The following exhibit is being filed herewith:

(99.1) [News Release of A. O. Smith Corporation, dated January 21, 2019.](#)

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: January 24, 2019

By: /s/James F. Stern

James F. Stern

Executive Vice President, General Counsel and Secretary



News Release

A. O. Smith Corporation PO Box 245008 Milwaukee, WI 53224-9508 414-359-4000 NYSE:AOS

FOR IMMEDIATE RELEASE

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January 21, 2019
For Immediate Release

A. O. Smith Announces Kempken as SVP, Corporate Development and Strategy, and Gurholt as VP, Controller

Milwaukee, Wis. – A. O. Smith today announced that Dan Kempken, the company's current Vice President and Controller, has been named A. O. Smith's new Senior Vice President, Corporate Development and Strategy.

In his new role, Kempken will be responsible for partnering with the executive team to identify and define corporate strategic initiatives globally, as well as overseeing the company's merger, acquisition, divestiture, and joint venture activities.

Kempken, who joined A. O. Smith in 2011, earned a bachelor's of administration degree from the University of Wisconsin-Madison in 1995, and an MBA from Marquette University in 2017. He is also a Certified Public Accountant.

A. O. Smith today also announced that Helen Gurholt, the company's current Accounting Director, has been named A. O. Smith's new Vice President and Controller.

In her new role, Gurholt will be responsible for the accounting, financial planning and risk management functions for A. O. Smith.

Gurholt, who has been with A. O. Smith since 2002, holds a BBA in accounting and a BA in Spanish from the University of Wisconsin-Milwaukee. She is also a Certified Public Accountant.

Both Kempken and Gurholt's new roles will become effective on May 1, 2019.

About A. O. Smith Corporation

A. O. Smith Corporation, with headquarters in Milwaukee, Wis., is a global leader applying innovative technology and energy-efficient solutions to products manufactured and marketed worldwide. The company is one of the world's leading manufacturers of residential and commercial water heating equipment, as well as a manufacturer of water treatment and air purification products. For more information, visit www.aosmith.com.