FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL 3235-0104

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

| | | | | vent Requiring /Year) .3 | Statement | 3. Issuer Name and Ticker or Trading Symbol SMITH A O CORP [AOS] | | | | | |
|--|---------|-------|--|--|---|---|----------------------------------|--|--|--|--|
| (Last) (First) (Middle) A. O. SMITH CORPORATION | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) Director | 10% Owner | 5. If <i>i</i> | 5. If Amendment, Date of Original Filed (Month/Day/Year) | | |
| 500 TENNESSEE WALTZ PARKWAY (Street) ASHLAND CITY TN 37015 | | | | | X Officer (give title below) Senior VP and Presiden | Other (specify b | elow) | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | | | | | | | | | |
| Table I - Non-Derivative Securities Beneficially Owned | | | | | | | | | | | |
| 1. Title of Security (Instr. 4) | | | | | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | | ture of Indirect Beneficial Ownership (Instr. 5) | | | |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 4) | | | | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) | |
| | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | | | |
| Restricted Stock Units | | | | (1) | (1) | Common Stock | 3,150 | 0 | D | | |
| Employee Stock Options (Right to Buy) | | | | (2) | (2) | Common Stock | 10,300 | 0 | D | | |
| | | | | | | | | | | | |

Explanation of Responses:

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1. Restricted stock units were granted under the A. O. Smith Combined Incentive Compensation Plan, a transaction exempt under Rule 16b-3: 1,050 restricted stock units were granted on 02/08/2010; 800 restricted stock units were granted on 02/07/2011; and 1,300 restricted stock units were granted on 02/07/2012. The restricted stock units become payable in Common Stock on the vesting date, which is three years after the grant date.

2. Employee stock options were granted under the A. O. Smith Combined Incentive Compensation Plan, a transaction exempt under Rule 16b-3: 1,950 employee stock options were granted on 02/09/2009 and became exercisable in three annual installments of 1/3 of the award starting on 02/09/2010; 2,8500 employee stock options were granted on 02/07/2011 and became exercisable in three annual installments of 1/3 of the award starting on 02/07/2012; 3,500 employee stock options were granted on 02/13/2012 and become exercisable in three annual installments of 1/3 of the award starting on 02/07/2012; 3,500 employee stock options were granted on 02/13/2012 and become exercisable in three annual installments of 1/3 of the award starting on 02/07/2012; 3,500 employee stock options were granted on 02/13/2012 and become exercisable in three annual installments of 1/3 of the award starting on 02/07/2012; 3,500 employee stock options were granted on 02/13/2012 and become exercisable in three annual installments of 1/3 of the award starting on 02/07/2012; 3,500 employee stock options were granted on 02/13/2012 and become exercisable in three annual installments of 1/3 of the award starting on 02/07/2012; 3,500 employee stock options were granted on 02/13/2012 and become exercisable in three annual installments of 1/3 of the award starting on 02/07/2012; 3,500 employee stock options were granted on 02/13/2012 and become exercisable in three annual installments of 1/3 of the award starting on 02/07/2012; 3,500 employee stock options were granted on 02/13/2012 and become exercisable

Remarks:

<u>James F. Stern, Attorney-in-Fact for Kevin J.</u>
<u>Wheeler</u>

<u>01/09/2013</u>

** Signature of Reporting Person

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 5 (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.

POWER OF ATTORNEY

Know all by these presents, that, for good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, the undersigned hereby constitut (1) execute for and on behalf of the undersigned (in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder (the (2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete and execute any such Documents and timely fil (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best in the undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or this Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Documents with respect to the undersigned's holdings

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 7th day of January, 2013.

/s/Kevin J. Wheeler