

REPORTING Smith Investment Company - 8,067,252

PERSON 8 SHARED DISPOSITIVE POWER

WITH -0-

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

Smith Investment Company	- 8,067,252
Lloyd B. Smith	- 0
Arthur O. Smith	- 0

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

Lloyd B. Smith	/x/
Arthur O. Smith	/x/

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

Smith Investment Company	- 92.7%
Lloyd B. Smith	- 0%
Arthur O. Smith	- 0%

12 TYPE OF REPORTING PERSON*

Smith Investment Company	- CO
Lloyd B. Smith	- IN
Arthur O. Smith	- IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1(a) Name of Issuer:
A. O. Smith Corporation

Item 1(b) Address of Issuer's Principal Executive Officers:
11270 West Park Place
Milwaukee, Wisconsin 53224

Item 2(a) Name of Person Filing:
Smith Investment Company I.R.S. I.D. No. 39-6043416
Lloyd B. Smith -- S.S. No. ###-##-####
Arthur O. Smith -- S.S. No. ###-##-####

Item 2(b) Address of Principal Business Office or, if note, Residence:

Smith Investment Company
11270 West Park Place
Milwaukee, Wisconsin 53224

Lloyd B. Smith
11270 West Park Place
Milwaukee, Wisconsin 53224

Arthur O. Smith
11270 West Park Place
Milwaukee, Wisconsin 53224

Item 2(c) Citizenship
Nevada -- Smith Investment Company
United States -- Lloyd B. Smith and Arthur O. Smith

Item 2(d) Title of Class or Securities:
Class A Common Stock, \$5.00 par value

Item 2(e) CUSIP Number
831-865-10-0

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or
13d-2(b), check whether the person filing is a:
Not applicable

Item 4. Ownership

As of December 31, 1998, Smith Investment Company owned 8,067,252 shares of A. O. Smith Corporation Class A Common Stock or approximately 92.7% of the outstanding stock. Smith Investment Company has sole power to vote and dispose of such shares.

Mr. Arthur O. Smith is a director of Smith Investment Company. He retired as Chairman and Chief Executive Officer of Smith Investment Company in January 1999. During 1993, Mr. Lloyd B. Smith retired as Vice President and a director of Smith Investment Company.

On December 31, 1998, Arthur O. Smith owned beneficially 235,590 shares, and his wife owned of record and beneficially 6,970 shares of the outstanding common stock of Smith Investment Company ("SICO") and 399,560 shares were held in various trusts for the benefit of the wife and issue of Arthur O. Smith. On December 31, 1998, Lloyd B. Smith owned beneficially 1,924 shares of the outstanding common stock of SICO and 624,086 shares were held in various trusts for the benefit of the wife and issue of Lloyd B. Smith. In addition, Messrs. Smith were trustees of various trusts for the benefit of persons other than themselves, their wives and issue, which trusts held an aggregate of 1,003,520 shares of the common stock of SICO outstanding on December 31, 1998. Messrs. Smith have shared investment and voting power on all trusts for which they are co-trustees. On all other trusts one or the other shares trust powers with at least one other person. The shares of common stock of SICO held beneficially by Messrs. Smith and their wives, together with shares held by Messrs. Smith in trust for others comprised 68.5% of the 3,317,066 outstanding shares of common stock of SICO on December 31, 1998. Messrs. Smith disclaim that any of the foregoing interests in the common stock of SICO constitute beneficial ownership of any Class A Common Stock of A. O. Smith Corporation.

Item 5 Ownership of Five Percent or Less of a Class:

Not applicable

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Not applicable

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

Not applicable

Item 8 Identification and Classification of Members of the Group:

Not applicable

Item 9 Notice of Dissolution of Group:

Not applicable

Item 10 Certification

Not applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

SMITH INVESTMENT COMPANY

/s/ Bruce M. Smith
Bruce M. Smith, Chairman & CEO
February 2, 1999

/s/ Lloyd B. Smith
Lloyd B. Smith
February 2, 1999

/s/ Arthur O. Smith
Arthur O. Smith
February 2, 1999