Edgar Filing: SMITH A O CORP - Form 4

Form 4	CORP										
October 27,	2005										
									OMB APPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287		
Check th if no lon subject to Section 1 Form 4 co	ger STATE o STATE 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
Form 5 obligations may continue.Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 19401(b).30(h) of the Investment Company Act of 1940											
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> KITA JOHN J			8					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date o	f Earliest T	Transaction			(Check	k all applicable)		
A. O. SMIT CORPORA PARK PLA	(Month/Day/Year) 10/26/2005					Director 10% Owner X Officer (give title Other (specify below) below) V.P., Treasurer & Controller					
	(Street)			endment, D nth/Day/Yea	ate Origina ar)	1		6. Individual or Joi Applicable Line) _X_ Form filed by O			
MILWAUK	KEE,, WI 53224							Form filed by M Person	ore than One Re	porting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Secur	ities Acqu	iired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deeme Execution I any (Month/Da			1 、					Securities Beneficially Owned Following	OwnershipIndirForm:BeneDirect (D)Ownedor Indirect(Instr	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
Common Stock	10/26/2005			М	20,900	А	\$ 13.563	32,697	D		
Common Stock	10/26/2005			S	20,900	D	\$ 31.869	11,797	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transactic Code (Instr. 8)	5. Number of iorDerivative 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 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D))	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy) (1)	\$ 13.563	10/26/2005		М	20,9	900	10/09/2001	10/10/2010	Common Stock	20,900

Reporting Owners

Reporting Owner Name / Address	Relationships							
L O	Director	10% Owner	Officer	Other				
KITA JOHN J A. O. SMITH CORPORATION 11270 WEST PARK PLACE MILWAUKEE,, WI 53224			V.P., Treasurer & Controller					
Signatures								
W. David Romoser, Attorney-in- J. Kita	Fact for J	ohn	10/27/2005					
<u>**</u> Signature of Reporting Pers	son		Date					
Explanation of Res	pons	es:						

- * 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).
- Granted on 10/10/2000 under the A. O. Smith Corporation Long-Term Executive Incentive Compensation Plan, a transaction exempt (1) under Rule 16b-3.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.