

SMITH A O CORP  
Form 8-K  
July 12, 2018

**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): July 11, 2018**

**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)**

**11270 West Park Place, Milwaukee, Wisconsin 532245**

**39-0619790**  
**(IRS Employer**

**Identification No.)**

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**(Address of principal executive offices, including zip code)**

**(414) 359-4000**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

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:

Written communications 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 240.14a-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 13e-4(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 Principal Officers; Election of Directors; Appointment of Principal Officers.**

On July 11, 2018, A. O. Smith Corporation (the Company) announced that Ajita G. Rajendra will be transitioning from Chairman and Chief Executive Officer to Executive Chairman of the Company, effective September 1, 2018.

As a result, Kevin J. Wheeler, the Company's President and Chief Operating Officer, will assume the role of Chief Executive Officer of the Company on that date in addition to serving in his capacity as the Company's President. Mr. Wheeler joined the Company in 1994 as regional sales manager and was named senior vice president and general manager of the North America, India and Europe water heating business in 2011. He became president of that business in 2013. He became President and Chief Operating Officer of the Company effective June 1, 2017 and was elected to the Board of Directors in July 2017.

A copy of the Company's news release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(a) Not applicable.

(b) Not applicable.

(c) Not applicable.

(d) Exhibits. The following exhibit is being filed herewith.

**EXHIBIT INDEX**

**Exhibit Number**

99.1 News Release of A. O. Smith Corporation, dated July 11, 2018.

**SIGNATURE**

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.

Date: July 12, 2018

**A.O. SMITH CORPORATION**

By: /s/ James F. Stern  
James F. Stern  
Executive Vice President, General

Counsel and Secretary