

SMITH A O CORP  
Form 8-K  
April 02, 2004

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

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Date of Report  
(Date of earliest  
event reported):

April 2, 2004

**A. O. Smith Corporation**

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(Exact name of registrant as specified in its charter)

Delaware

1-475

39-0619790

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(State or Other Jurisdiction  
of Incorporation)

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(Commission File Number)

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(I.R.S. Employer  
Identification No.)

P.O. Box 245008, Milwaukee, Wisconsin 53224-9508

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(Address of principal executive offices, including zip code)

(414) 359-4000

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(Registrant's telephone number, including area code)

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Item 5. Other Events and Regulation FD Disclosure

On April 2, 2004, A. O. Smith Corporation (the Company) issued a news release reducing the Company's first quarter earnings estimate. 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 herein.

On April 2, 2004, the Company held a Conference Call at 10:00 a.m. Eastern Time in connection with the Company's announcement reducing the first quarter earnings estimate. A copy of the Company's script for such conference call is attached as Exhibit 99.2, to this Current Report and is incorporated by reference herein.

Item 7. Financial Statements and Exhibits

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- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits. The following exhibit is being filed herewith:
  - (99.1) News Release of A. O. Smith Corporation, dated April 2, 2004.
  - (99.2) Script from the Conference Call held on April 2, 2004 at 10:00 a.m. Eastern Time.

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**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: April 2, 2004

By: /s/ Kenneth W. Krueger

Kenneth W. Krueger  
Senior Vice President and  
Chief Financial Officer

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**A. O. SMITH CORPORATION**

Exhibit Index to Current Report on Form 8-K Dated April 2, 2004.

Exhibit  
Number    Description

- 99.1    News Release of A. O. Smith Corporation, dated April 2, 2004.
- 99.2    Script from the Conference Call held on April 2, 2004 at 10:00 a.m. Eastern Time.