

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

FORM 144
NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

OMB APPROVAL	
OMB Number: 3235-0101	
Expires: July 31, 2023	
Estimated average burden hours per response 1.00	
SEC USE ONLY	
DOCUMENT SEQUENCE NO.	
CUSIP NUMBER	
WORK LOCATION	

1 (a) NAME OF ISSUER (Please type or print)		(b) IRS IDENT. NO.	(c) S.E.C. FILE NO.
A.O. SMITH CORPORATION		390619790	001-00475
1 (d) ADDRESS OF ISSUER		STATE ZIP CODE	
11270 W. Park Place		WI 53224	
STREET		CITY	
CITY		Milwaukee	
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD		(c) ADDRESS STREET	CITY
DAVID WARREN		Same as above	
RELATIONSHIP TO ISSUER		STATE ZIP CODE	
Affiliate		WI 53224	
AREA CODE		NUMBER	
(c) TELEPHONE NO.		STATE ZIP CODE	
WORK LOCATION			

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a) Title of the Class of Securities To Be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY		(c) Number of Shares or Other Units To Be Sold (See instr. 3(c))	(d) Aggregate Market Value (See instr. 3(d))	(e) Number of Shares or Other Units Outstanding (See instr. 3(e))	(f) Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.)	(g) Name of Each Securities Exchange (See instr. 3(g))
Common	Morgan Stanley Smith Barney LLC 1 New York Plaza, 38th Floor New York, NY 10004	Broker-Dealer File Number		30,392	\$2,151,145.76	160,456,000	05/11/2021	NYSE

INSTRUCTIONS:

- (a) Name of issuer
(b) Issuer's I.R.S. Identification Number
(c) Issuer's S.E.C. file number, if any
(d) Issuer's address, including zip code
(e) Issuer's telephone number, including area code
- (a) Name of person for whose account the securities are to be sold
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
(c) Such person's address, including zip code
- (a) Title of the class of securities to be sold
(b) Name and address of each broker through whom the securities are intended to be sold
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
(f) Approximate date on which the securities are to be sold
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.

Check the applicable paragraph below:

- ☒ I have executed Form 144 for you to file with the SEC and primary Exchange at the time I instruct you to sell the securities.
- ☐ I have filed (or will file) SEC Form 144 with the SEC and primary Exchange, under Rule 144 and attach herewith a true copy of the Form which I have filed (or will file).
- ☐ No Form 144 is required. All sales made by me and all persons whose sales must be aggregated with mine during the three months prior to the date of this sale, do not and will not exceed 5,000 shares or \$50,000 in market value. I am enclosing herewith the data customarily required to be completed in Table I and Table II of the Form 144, for your information and files.

The undersigned does not know or have any reason to believe that if the Issuer is a reporting company, it is not current in its reports to the SEC as required by Rule 144(c)(1) (i.e., that the Issuer has filed the reports required to be filed by Sections 13 or 15(d) of the '34 Act for a period of at least 90 days immediately preceding the date of the proposed sale of stock and, in addition, has filed the most recent annual report required to be filed thereunder) or, if it is not a reporting company, that it does not have publicly available the information required by SEC Rule 15c2-11.

I agree to notify you promptly if there are any changes to the facts or representations set forth in this letter or in the accompanying Form 144 (if applicable).

I hereby authorize you, if you deem it necessary, to contact the Issuer, its counsel, its transfer agent, and their agents and representatives concerning this transaction.

You and your agents and representatives, the Issuer, its transfer agent and their agents and representatives may rely on the accuracy of the information contained in this letter.


PRINT NAME OF SELLER

David R. Warren

AMT6SS

EFS REFERENCE NUMBER

05/11/2021

DATE

Very truly yours,


SIGNATURE OF SELLER