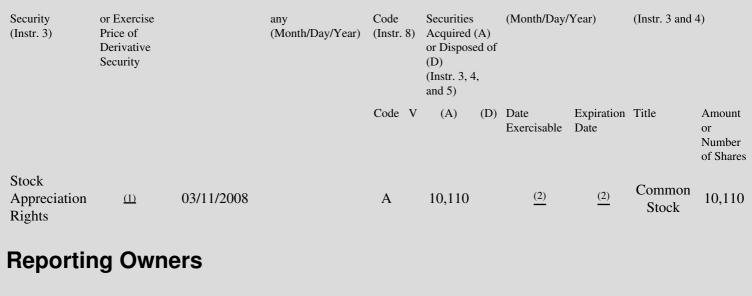
## Edgar Filing: AZZ INC - Form 4

AZZ INC										
Form 4										
March 12, 2008										
<b>FORM</b>	4		CECU			CHANGE			PPROVAL	
	UNITED	STATES		RITIES A Ashington			COMMISSIO	N OMB Number:	3235-0287	
Check this b if no longer								Expires:	January 31, 2005	
subject to Section 16. Form 4 or	STATEN	STATEMENT OF CHANGES IN BENEFICIAL OW SECURITIES						Estimated burden hou response	average urs per	
Form 5 obligations may continu <i>See</i> Instructi 1(b).	e. Section 17(	(a) of the l	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 940			
(Print or Type Res	ponses)									
1. Name and Address of Reporting Person <u>*</u> Pendley Timothy E			2. Issuer Name <b>and</b> Ticker or Trading Symbol AZZ INC [AZZ]			Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (	Middle)	3. Date of Earliest Transaction			(Check all applicable)				
UNIVERSITY CENTRE I, SUITE 200, 1300 SOUTH UNIVERSITY DRIVE			(Month/Day/Year) 03/11/2008				Director 10% Owner X Officer (give title Other (specify below) below) VP Galvanizing Services			
(Street)			4. If Amendment, Date Original			ıl	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
FORT WORT	H, TX /610/						Person	inore than one it	epotting	
(City)	(State)	(Zip)	Tat	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	Transaction Date (onth/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report	on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly of	or indirectly.			
					inforn requit displa	Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.				
	Tab					posed of, or convertible :	Beneficially Owner securities)	1		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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Reporting Owner Name / Address		Relationships					
			10% Owner	Officer	Other		
Pendley Timothy E UNIVERSITY CENTRE 1300 SOUTH UNIVERSI FORT WORTH, TX 7610			VP Galvanizing Services				
Signatures							
Dana Perry	03/12/2008						
<u>**</u> Signature of Reporting Person	Date						

## **Explanation of Responses:**

- \* 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).
- The base price of such SAR, which shall be the average of the closing price of one share of Common Stock on the New York Stock (1) Exchange for those days on which it trades during the period of thirty-calendar days immediately following the Grant Date (the "Base Price").
- (2) The SAR shall vest and be exercisable in full on the third anniversary of the Grant Date (the "Normal Vesting Date").

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.