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AZZ INC Form 4											
March 04, 2010									OMB A	PPROV	'AL
		STATES		RITIES A shington			COMMISSIC	ON	OMB Number:		5-0287
Check this box if no longer					DENEE			T	Expires:	Janua	ary 31, 2005
subject to Section 16. Form 4 or	F CHANGES IN BENEFICIAL OWNERS SECURITIES					DF Estimated burden ho response		urs per			
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	-	a) of the I	Public U	Jtility Hol	ding Cor		nge Act of 1934 of 1935 or Sec 940				
(Print or Type Respon	ises)										
1. Name and Address of Reporting Person <u>*</u> BOWEN MARTIN C			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				,
				NC [AZZ]			(C	heck	all applicabl	e)	
(Last) (First) (Middle) ONE MUSEUM PLACE SUITE			3. Date of Earliest Transaction (Month/Day/Year) 03/04/2010				X_ Director 10% Owner Officer (give title Other (specify below) below)				
500, 3100 WEST	7TH STRE	EET					below)		below)		
() FORT WORTH,	Street) TX 76107			endment, D onth/Day/Yea	-	ıl	6. Individual o Applicable Line _X_ Form filed Form filed b) by On	e Reporting P	erson	
		(Zin)					Person				
	State)	(Zip)					cquired, Dispose			•	
	nsaction Date th/Day/Year)	2A. Deemo Execution any (Month/Da	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)	For (D) (I)	Ownership rm: Direct) or Indirect str. 4)	7. Natur Indirect Benefic Owners (Instr. 4	ial hip
Reminder: Report on	a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly o	or indirectly.				
					inforn requii	nation cont red to respo iys a currer	pond to the col ained in this for ond unless the f ntly valid OMB c	rm ar iorm	e not	SEC 1474 (9-02	
	Tab					posed of, or convertible s	Beneficially Own securities)	ed			
1. Title of Derivative	2.	3. Trans	action Da	ate 3A. Dee	emed	4.	5. Number 6.	Date	Exercisable	and 7.	Title an

1. Title of Derivative	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount
Security	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof Derivative	Expiration Date	Underlying Securitie
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	l of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	An or Nu of Sha
STOCK APPRECIATION RIGHTS	<u>(1)</u>	03/04/2010		А		2,382		(2)	(2)	COMMON STOCK	2,

Reporting Owners

Reporting Owner Name / Address		Relationships								
	Reporting Owner Plane / Planess				Other					
BOWEN MARTIN C ONE MUSEUM PLACE SU 3100 WEST 7TH STREET FORT WORTH, TX 76107	UITE 500	Х								
Signatures										
DANA PERRY	03/04/201	0								
<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).
- (1) THE BASE PRICE OF SUCH SAR SHALL BE DETERMINED BY THE CLOSING PRICE OF ONE SHARE OF COMMON STOCK ON THE NEW YORK STOCK EXCHANGE FOR THE GRANT DATE OF SUCH AWARDS.
- (2) ON EACH OF THE FIRST THREE ANNIVERSARIES OF THE EFFECTIVE DATE, ONE-THIRD (1/3) OF THE STOCK APPRECIATION RIGHTS GRANTED HEREBY SHALL VEST.

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.