PETRO JOHN V
Form 4/A
March 22, 2011

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * PETRO JOHN V	2. Issuer Name **and** Ticker or Trading Symbol AZZ INC [AZZ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last)　(First)　(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/04/2011	_____ Director　　_____ 10% Owner __X__ Officer (give title _____ Other (specify below)　　below) 　　SENIOR VP OPERATIONS
ONE MUSEUM PLACE, SUITE 500, 3100 WEST 7TH STREET		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year) 03/21/2011	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
FORT WORTH, TX 76107		
(City)　(State)　(Zip)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK	03/04/2011		M		10,110	A	$ 35.88	10,110	D	
COMMON STOCK	03/04/2011		D		9,238	D	$ 42.08	872	D	
COMMON STOCK	03/01/2011		M		1,887	A	$ 41.81	2,759	D	
COMMON STOCK	03/01/2011		D		782 (1)	D (1)	$ 41.81	1,977	D	
COMMON STOCK	03/02/2011		M		2,608	A	$ 41.9	4,585	D	

| COMMON STOCK | 03/02/2011 | | | D | 1,081 | D | $ 41.9 | 3,504 | | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and 4
								Date Exercisable	Expiration Date	Title
				Code	V	(A)	(D)			
STOCK APPRECIATION RIGHTS	$ 35.88	03/04/2011		M		10,110		03/01/2011	04/29/2011	COMMON STOCK
RESTRICTED STOCK UNITS	$ 41.81	03/01/2011		M		1,887		02/28/2011	04/28/2011	COMMON STOCK
RESTRICTED STOCK UNITS	$ 41.9	03/02/2011		M		2,608		02/28/2011	04/28/2011	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PETRO JOHN V ONE MUSEUM PLACE, SUITE 500 3100 WEST 7TH STREET FORT WORTH, TX 76107			SENIOR VP OPERATIONS	

Signatures

DANA PERRY	03/22/2011
**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)   Table 1, Row 4, Column 4 inadvertantly reported as "A" Acquired Securities. The aforementioned line item should have been reported as "D" Disposed Securities.

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.