

PETRO JOHN V
Form 4
April 17, 2007

FORM 4

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

OMB APPROVAL

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

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)
UNIVERSITY CENTRE I, SUITE
200, 1300 SOUTH UNIVERSITY
DRIVE

3. Date of Earliest Transaction
(Month/Day/Year)
04/13/2007

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Vice President Operations

(Street)
FORT WORTH, TX 76107

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 Ownership: Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock \$1 par value	04/13/2007		M		2,802	A	\$ 24.25 2,802 D
Common Stock \$1 par value	04/13/2007		S		2,802	D	\$ 51.3653 0 D
Common Stock \$1 par value	04/13/2007		M		1,685	A	\$ 17.6 1,685 D
Common Stock \$1 par value	04/13/2007		S		1,685	D	\$ 0 D

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Stock \$1 par value						51.3653	
Common Stock \$1 par value	04/13/2007		M	513	A	\$ 8.43	513 D
Common Stock \$1 par value	04/13/2007		S	513	D	\$ 51.3653	0 D

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

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(9-02)

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 Amount Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Incentive Stock Option Right-to-Buy	\$ 24.25	04/13/2007		M	2,802	07/10/2001	07/10/2011	Common Stock	2,802
Incentive Stock Option Right-to-Buy	\$ 17.6	04/13/2007		M	1,685	03/27/2002	03/27/2012	Common Stock	1,685
Incentive Stock Option Right-to-Buy	\$ 8.43	04/13/2007		M	513	04/02/2003	04/02/2013	Common Stock	513

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PETRO JOHN V UNIVERSITY CENTRE I, SUITE 200			Vice President Operations	

1300 SOUTH UNIVERSITY DRIVE
FORT WORTH, TX 76107

Signatures

Dana Perry

04/17/2007

__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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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