AZZ INC
Form 3
November 27, 2013

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â Steines Robert Joseph

(Last) (First) (Middle)

ONE MUSEUM PLACE, SUITE 500,Â 3100 WEST 7TH STREET

(Street)

FORT WORTH,Â TXÂ 76107

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
11/18/2013

3. Issuer Name **and** Ticker or Trading Symbol
AZZ INC [AZZ]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
_____ 10% Owner
__X__ Officer (give title below)
VP & Chief Accounting Officer
_____ Other (specify below)

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

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

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

Persons who 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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares		or Indirect (I) (Instr. 5)	
STOCK APPRECIATION RIGHTS	Â (1)	Â (1)	COMMON STOCK	759	$ (2)	D	Â
Restricted Stock Units	Â (3)	Â (3)	COMMON STOCK	335	$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Steines Robert Joseph ONE MUSEUM PLACE, SUITE 500 3100 WEST 7TH STREET FORT WORTH,Â TXÂ 76107	Â	Â	Â VP & Chief Accounting Officer	Â

Signatures

DANA PERRY	11/27/2013
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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) On March 1, 2014, and the subsequent first day in the month of March through 2016 (each, a "Vesting Date"), one-third (1/3) of the Stock Appreciation Rights granted hereby shall vest, and on the March 1, 2016 (the "Final Vesting Date"), any of such Stock Appreciation Rights that are not yet vested shall vest, such that on the Final Vesting Date, all of the Stock Appreciation Rights granted hereby shall be vested on or prior to the Final Vesting Date.

(2) 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.

(3) If the Awardee remains continuously employed by the Company or an Affiliate through the Vesting Date, the Restricted Stock Unit Awards shall vest as of the Vesting Date. Upon the vesting of such Restricted Stock Unit Awards (either pursuant to the immediately preceding sentence or to the other provisions of this Agreement), the Company shall electronically register one share of Common Stock in the Awardee's name for each vested Restricted Stock Unit Award. As used herein, the term "Vesting Date" shall mean March 1, 2016.

(4) The base price of such RSU 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.

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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