

AZZ INC
Form 8-K
March 11, 2003

FORM 8-K
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): March 7, 2003

AZZ incorporated

(Exact name of Registrant as specified in its charter)

TEXAS
(State or Other Jurisdiction

1-12777
Commission File No.

75-0948250
(I.R.S. Employer

of Incorporation or Organization)

Identification Number)

University Center 1, Suite 200

1300 South University Drive

Fort Worth, TX 76107

(Address of principal executive offices,

Including zip code)

Registrant's Telephone Number, including Area Code: (817) 810-0095

ITEM 5. OTHER EVENTS

AZZ incorporated (the Registrant) entered into an amendment dated as of March 7, 2003 (the Second Amendment) to its Amended and Restated Revolving and Term Credit Agreement dated as of November 1, 2001 (as since amended the Credit Agreement) with Bank of America, N. A. which amended certain terms and provisions of the Credit Agreement by reducing the amortization on the Term Note, extending the maturity date of the Term Note and the Revolving Note and revising the provisions of various financial covenants, including the rolling ninety day EBITDA covenant as of December 31, 2002 which brought Registrant back into compliance with that covenant. A fee of approximately \$225,000 was paid for this amendment.

FORWARD LOOKING STATEMENTS

Except for the statements of historical fact, this report may contain forward-looking statements that involve risks and uncertainties that are detailed from time to time in documents filed by the Company with the SEC. Those risks, uncertainties, and factors include, but are not limited to: change in demand, prices and raw material cost, including zinc which is used in the hot dip galvanizing process; changes in the economic conditions of the various markets the Company serves, foreign and domestic, acquisition opportunities, adequacy of financing, and availability of experienced management employees to implement the Company's growth strategy; and customer demand and response to products and services offered by the Company. The Company can give no assurance that such expectations will prove to be correct.

ITEM 7. EXHIBITS

The following exhibit is filed as part of this report.

Exhibit 10(32) Second Amendment to Amended and Restated Revolving and
Term Loan Credit Agreement dated March 7, 2003

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DATE: 3/10/ 2003

AZZ incorporated

By: /s/ Dana Perry

Dana Perry

Vice President Finance

