

LENNOX INTERNATIONAL INC

Form 4

January 04, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Young Douglas L

2. Issuer Name **and** Ticker or Trading
Symbol

LENNOX INTERNATIONAL INC
[LII]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

2140 LAKE PARK BLVD.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/02/2008

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
EVP, President & COO LII RHC

4. 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

RICHARDSON, TX 75080

(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)
Common Stock, par value \$0.01 per share	01/02/2008		M ⁽¹⁾	9,900 A	\$ 19.313	103,629	D
Common Stock, par value \$0.01 per share	01/02/2008		M ⁽¹⁾	20,300 A	\$ 13.375	123,929	D
Common Stock, par	01/02/2008		M ⁽¹⁾	25,100 A	\$ 11.219	149,029	D

value
\$0.01 per
share

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

200

D

\$ 40

148,829

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

200

D

\$ 40.02

148,629

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

200

D

\$ 40.03

148,429

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

200

D

\$ 40.04

148,229

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

200

D

\$ 40.05

148,029

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

300

D

\$ 40.06

147,729

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

300

D

\$ 40.07

147,429

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

100

D

\$ 40.09

147,329

D

Common
Stock, par
value

01/02/2008

S⁽¹⁾

100

D

\$ 40.1

147,229

D

\$0.01 per share							
Common Stock, par value	01/02/2008	<u>S⁽¹⁾</u>	300	D	\$ 40.11	146,929	D
\$0.01 per share							
Common Stock, par value	01/02/2008	<u>S⁽¹⁾</u>	300	D	\$ 40.12	146,629	D
\$0.01 per share							
Common Stock, par value	01/02/2008	<u>S⁽¹⁾</u>	400	D	\$ 40.13	146,229	D
\$0.01 per share							
Common Stock, par value	01/02/2008	<u>S⁽¹⁾</u>	100	D	\$ 40.14	146,129	D
\$0.01 per share							
Common Stock, par value	01/02/2008	<u>S⁽¹⁾</u>	300	D	\$ 40.15	145,829	D
\$0.01 per share							
Common Stock, par value	01/02/2008	<u>S⁽¹⁾</u>	100	D	\$ 40.16	145,729	D
\$0.01 per share							
Common Stock, par value	01/02/2008	<u>S⁽¹⁾</u>	200	D	\$ 40.17	145,529	D
\$0.01 per share							
Common Stock, par value	01/02/2008	<u>S⁽¹⁾</u>	100	D	\$ 40.2	145,429	D
\$0.01 per share							
Common Stock, par value	01/02/2008	<u>S⁽¹⁾</u>	300	D	\$ 40.21	145,129	D
\$0.01 per							

share

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

200

D

\$ 40.22

144,929

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

200

D

\$ 40.23

144,729

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

100

D

\$ 40.24

144,629

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

900

D

\$ 40.25

143,729

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

600

D

\$ 40.26

143,129

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

100

D

\$ 40.28

143,029

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

300

D

\$ 40.29

142,729

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

500

D

\$ 40.3

142,229

D

Common
Stock, par
value
\$0.01 per
share

01/02/2008

S⁽¹⁾

100

D

\$ 40.32

142,129

D

Edgar Filing: LENNOX INTERNATIONAL INC - Form 4

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

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.

SEC 1474
(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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 11.219	01/02/2008		M	25,100	12/08/2000 ⁽²⁾ 12/08/2009	Common Stock, par value \$0.01 per share
Non-Qualified Stock Option (right to buy)	\$ 13.375	01/02/2008		M	20,300	12/13/2003 ⁽²⁾ 12/13/2009	Common Stock, par value \$0.01 per share
Non-Qualified Stock Option (right to buy)	\$ 19.313	01/02/2008		M	9,900	07/29/2000 ⁽²⁾ 07/29/2009	Common Stock, par value \$0.01 per share

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Young Douglas L
2140 LAKE PARK BLVD.
RICHARDSON, TX 75080

EVP, President & COO LII RHC

Signatures

William F. Stoll, Jr. for Douglas L.
Young

01/04/2008

__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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 11/1/2007.
- (2) The option becomes exercisable in three equal annual installments, commencing one year after the date of grant.

Remarks:

Attorney-in-fact pursuant to Power of Attorney dated 10/16/2006.

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.