

LENNOX INTERNATIONAL INC  
Form 4  
August 13, 2008

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**BOXER SCOTT J**

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 BOULEVARD**  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**08/11/2008**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**LII EVP/President SEI**

**RICHARDSON, TX 75080**

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, Par Value \$0.01 Per Share	08/11/2008		M		17,100	A	\$ 16.21
					361,461		
Common Stock, Par Value \$0.01 Per Share	08/11/2008		M		26,400	A	\$ 19.0273
					387,861		
Common Stock, Par Value \$0.01 Per Share	08/11/2008		S		5,000	D	\$ 37.5
					382,861		

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Value \$0.01 Per Share							
Common Stock, Par Value	08/11/2008	S	5,000	D	\$ 37.75	377,861	D
\$0.01 Per Share							
Common Stock, Par Value	08/11/2008	S	7,100	D	\$ 38	370,761	D
\$0.01 Per Share							
Common Stock, Par Value	08/11/2008	S	3,100	D	\$ 38.5	367,661	D
\$0.01 Per Share							
Common Stock, Par Value	08/11/2008	S	300	D	\$ 38.51	367,361	D
\$0.01 Per Share							
Common Stock, Par Value	08/11/2008	S	500	D	\$ 38.52	366,861	D
\$0.01 Per Share							
Common Stock, Par Value	08/11/2008	S	700	D	\$ 38.53	366,161	D
\$0.01 Per Share							
Common Stock, Par Value	08/11/2008	S	1,300	D	\$ 38.54	364,861	D
\$0.01 Per Share							
Common Stock, Par Value	08/11/2008	S	2,500	D	\$ 38.55	362,361	D
\$0.01 Per Share							
Common Stock, Par Value	08/11/2008	S	400	D	\$ 38.56	361,961	D

\$0.01 Per Share

Common Stock, Par Value

08/11/2008

S 900 D \$ 38.57 361,061 D

\$0.01 Per Share

Common Stock, Par Value

08/11/2008

S 1,100 D \$ 38.58 359,961 D

\$0.01 Per Share

Common Stock, Par Value

08/11/2008

S 800 D \$ 38.59 359,161 D

\$0.01 Per Share

Common Stock, Par Value

08/11/2008

S 500 D \$ 38.6 358,661 D

\$0.01 Per Share

Common Stock, Par Value

08/11/2008

S 1,100 D \$ 38.61 357,561 D

\$0.01 Per Share

Common Stock, Par Value

08/11/2008

S 13,200 D \$ 38.75 344,361 D

\$0.01 Per Share

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.**

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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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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