FORM 4

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

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

<b>STATEMENT</b>	<b>OF CHANGE</b>	S IN BENEFIC	IAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL								
OMB Number:	3235-0287							
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Name and Address of Reporting Person*     BOXER SCOTT J						2. Issuer Name and Ticker or Trading Symbol LENNOX INTERNATIONAL INC [ LII ]									Check all ap Dire	plicable) ctor		g Person(s) to Issuer  10% Owner Other (specify)	
(Last) (First) (Middle) 2140 LAKE PARK BOULEVARD						3. Date of Earliest Transaction (Month/Day/Year) 12/17/2007									X Officer (give title below) Other (spe below)  EVP, Pres/COO SEI				
(Street) RICHAR (City)	RDSON T		75080 (Zip)		- 4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)						Individual or Joint/Group Filing (Check Applicable ine)  X Form filed by One Reporting Person Form filed by More than One Reporting Person							
		Tab	le I - Nor	n-Deriv	vative	Se	curitie	s Acc	quired,	Dis	posed c	of, or	Ben	eficia	ally Own	ed			
1. Title of Security (Instr. 3)			Date I (Month/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ities Acquired (A) d Of (D) (Instr. 3, 4			nd Secur Benef	icially d Following	Forr (D)	wnership m: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code	v	Amount		(A) or (D)	Price	Trans	ransaction(s) nstr. 3 and 4)			(IIISU. 4)	
Common Stock, par value \$0.01 per share				12/17/2007		7			F		5,986		D \$36.4		337,452			D	
		Ta									sed of, onvertib				y Owned				
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	if any	cution Date, Tran		actior (Instr.	btr. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction ((Instr. 4)	,	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						v			Date Exercisal		Expiration Date	Title	of	nber					

Explanation of Responses:

## Remarks:

Attorney-in-fact pursuant to the power of attorney dated April 23, 2004.

William F. Stoll, Jr. for Scott J. Boxer

12/19/2007

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.

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 Number.