SEC Form 4

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

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
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1. Name and Addres <u>ALVARADO</u>	s of Reporting Persor LINDA G	*	2. Issuer Name and Ticker or Trading Symbol <u>LENNOX INTERNATIONAL INC</u> [LII]		tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner		
(Last) 2140 LAKE PAR	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/03/2008		Officer (give title below)	Other (specify below)	
(Street) RICHARDSON		75080	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (C Form filed by One Reporti Form filed by More than C Person	ing 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)	, Transaction Dis Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock, Par Value \$0.01 Per Share	11/03/2008		М		11,348	Α	\$16.365	21,438	D	
Common Stock, Par Value \$0.01 Per Share	11/03/2008		М		9,900	A	\$19.03	31,338	D	
Common Stock, Par Value \$0.01 Per Share	11/03/2008		S		21,248	D	\$ <mark>30</mark>	10,090	D	
Common Stock, Par Value \$0.01 Per Share								8,174	Ι	Cimarron Holdings

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. Transa Code (8)		of Deri Sec Acq (A) o Disp of (I	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		e of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- qualified Stock Option (Right to Buy)	\$16.365	11/03/2008		М			11,348	12/14/2002 ⁽¹⁾	12/14/2008	Common Stock, Par Value \$0.01 Per Share	11,348	\$0	0	D	
Non- qualified Stock Option (Right to Buy)	\$19.0273	11/03/2008		М			9,900	12/11/1999 ⁽²⁾	12/11/2008	Common Stock, Par Value \$0.01 Per Share	9,900	\$0	0	D	

Explanation of Responses:

1. The option becomes exercisable in three equal annual installments commencing on 12/14/02.

2. The option becomes exercisable in three equal annual installments, commencing one year after the date of grant.

Remarks:

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

<u>/s/ Kenneth C. Fernandez,</u>							
attorney-in-fact for Ms. Linda	11/05/2008						
<u>G. Alvarado</u>							

** Signature of Reporting Person Date

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

* 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.