П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subjec	t 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

	ROVAL
OMB Number:	3235-0287
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1		hours per response:	0.5
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	5. Relationship of R	eporting Person(s) to Issuer	

1. Name and Addres BOOTH STE	1 0	on	LENNOX INTERNATIONAL INC [LII]		ationship of Reporting Pe k all applicable) Director	erson(s) to Issuer 10% Owner
(Last) 2140 LAKE PAR	(First) RK BLVD.	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2003		Officer (give title below)	Other (specify below)
(Street) RICHARDSON	TX	75080	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting Person
(City)	(State)	(Zip)				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table 1 - Non-Derivative Securities Acquired, Disposed of, or Denencially Owned												
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		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)		(instr. 4)		
Common Stock, par value \$0.01 per share	07/30/2003		A ⁽¹⁾		191	A	\$13.06	10,877	D			
Common Stock, par value \$0.01 per share	06/27/2003		G ⁽²⁾	v	600	D	\$13.19	140,332	Ι	Booth Charitable Trust		
Common Stock, par value \$0.01 per share								52,116	Ι	Daughter Jessica		
Common Stock, par value \$0.01 per share								31,330	Ι	Son Nicholas		
Common Stock, par value \$0.01 per share								60,509	Ι	Spouse Beth		
Common Stock, par value \$0.01 per share								642,741	I	Steven R. Booth Trust		
Common Stock, par value \$0.01 per share								2,007,956	Ι	Trust FBO Richard Booth		

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y	nd 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Directors' Quarterly Stock Compensation

2. The reporting person has only a remainder interest in the trust and disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

Remarks:

Attorney-in-fact pursuant to power of attorney dated 5/17/02.

Carl E. Edwards, Jr., Attorney-08/01/2003

in-fact for Steven R. Booth ** 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.