



**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): July 14, 2004

**LENNOX INTERNATIONAL INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-15149  
(Commission File Number)

42-0991521  
(IRS Employer Identification No.)

2140 Lake Park Blvd.  
Richardson, Texas  
(Address of principal executive offices)

75080  
(Zip Code)

Registrant's telephone number, including area code: (972) 497-5000

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**ITEM 5. OTHER EVENTS AND REQUIRED FD DISCLOSURE.**

On July 14, 2004, Lennox International Inc. (the "Company") issued a press release announcing the appointment of Susan K. Carter as the Company's new chief financial officer. Ms. Carter will replace the Company's current chief financial officer, Richard Smith, who resigned. Mr. Smith will remain with the Company to assist with the transition until Ms. Carter's start date of August 16, 2004. For additional information, see the July 14, 2004 press release furnished as Exhibit 99.1 to this report.

**ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.**

**(c) Exhibits**

<b>EXHIBIT NUMBER</b>		<b>DESCRIPTION</b>
99.1	—	Press release dated July 14, 2004.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LENNOX INTERNATIONAL INC.

July 16, 2004

By: Date:/s/ Kenneth C. Fernandez

Name: Kenneth C. Fernandez

Title: Associate General Counsel

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EXHIBIT NUMBER	DESCRIPTION
99.1	— Press release dated July 14, 2004.

**Lennox International Appoints Chief Financial Officer**

Dallas, July 14/PRNewswire-FirstCall/ — Lennox International Inc. (NYSE: LII) announced the appointment of Susan K. Carter as the company's new chief financial officer, replacing current CFO Richard Smith who has resigned to pursue other interests. Smith will remain with the company to assist with the transition until Carter's start date of August 16.

(Photo: <http://www.newscom.com/cgi-bin/prnh/20040714/DAW041>)

Logo: <http://www.newscom.com/cgi-bin/prnh/20020304/DAM053LOGO>)

Carter comes to LII from Cummins Inc., a \$6.3 billion global power leader and manufacturer of engines, electric power generation systems, and engine-related products, where she had served as vice president, finance since 2002. Prior to her career at Cummins, she had been vice president and CFO, Transportation & Power Systems for Honeywell, Inc., formerly AlliedSignal, Inc. She had also previously served in senior financial management positions at AlliedSignal, Crane Co., and DeKalb Corporation. Carter is a certified public accountant with a B.S. in Accounting from Indiana University and a M.B.A. from Northern Illinois University.

“Over the past 23 years of her career, Susan has acquired a tremendous range and depth of experience in financial management from both the business unit and corporate perspectives, most of it from working in senior positions in manufacturing organizations,” said Bob Schjerven, LII chief executive officer. “Her extensive knowledge and expertise will prove invaluable to us going forward.”

Operating in over 100 countries, Lennox International Inc. is a global leader in the heating, ventilation, air conditioning, and refrigeration markets. Lennox International stock is traded on the New York Stock Exchange under the symbol “LII”. Additional information is available at: [www.lennoxinternational.com](http://www.lennoxinternational.com) or by contacting Bill Moltner, vice president, investor relations, at 972-497-6670.

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