

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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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1. Name and Address of Reporting Person* <u>SCHWARTZ MICHAEL E</u> (Last) (First) (Middle) 2140 LAKE PARK BOULEVARD (Street) RICHARDSON TX 75080 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LENNOX INTERNATIONAL INC [LI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2005	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

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	(A) or (D)	Price			
Common Stock, par value \$0.01 per share	08/01/2005		M		22,100	A	\$8.1875	289,875 ⁽¹⁾	D	
Common Stock, par value \$0.01 per share	08/01/2005		S		800	D	\$24.37	289,075	D	
Common Stock, par value \$0.01 per share	08/01/2005		S		2,000	D	\$24.31	287,075	D	
Common Stock, par value \$0.01 per share	08/01/2005		S		5,800	D	\$24.28	281,275	D	
Common Stock, par value \$0.01 per share	08/01/2005		S		1,400	D	\$24.33	279,875	D	
Common Stock, par value \$0.01 per share	08/01/2005		S		2,500	D	\$24.3	277,375	D	
Common Stock, par value \$0.01 per share	08/01/2005		S		8,100	D	\$24.27	269,275	D	
Common Stock, par value \$0.01 per share	08/01/2005		S		800	D	\$24.32	268,475	D	
Common Stock, par value \$0.01 per share	08/01/2005		S		700	D	\$24.29	267,775	D	
Common Stock, par value \$0.01 per share	08/02/2005		M		26,400	A	\$19.0273	294,175	D	
Common Stock, par value \$0.01 per share	08/02/2005		M		42,100	A	\$16.21	336,275	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		400	D	\$24.6	335,875	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		500	D	\$24.56	335,375	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		2,500	D	\$24.51	332,875	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		1,900	D	\$24.47	330,975	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		1,000	D	\$24.43	329,975	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		700	D	\$24.59	329,275	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		600	D	\$24.52	328,675	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		3,100	D	\$24.46	325,575	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		1,800	D	\$24.42	323,775	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		100	D	\$24.58	323,675	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		100	D	\$24.49	323,575	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		2,300	D	\$24.45	321,275	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		5,500	D	\$24.57	315,775	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		22,400	D	\$24.4	293,375	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		3,900	D	\$24.48	289,475	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		17,900	D	\$24.44	271,575	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		3,000	D	\$24.41	268,575	D	
Common Stock, par value \$0.01 per share	08/02/2005		S		800	D	\$24.5	267,775	D	

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	3. Transaction Date (Month/Day/Year)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 8)	6. Date Exercisable and Expiration Date (Month/Day/Year)	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	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Non-Qualified Stock Option (right to buy)	\$8.1875	08/01/2005		C	12/13/2006 ⁽²⁾	Common Stock	\$8.1875	38,673	D	
Non-Qualified Stock Option (right to buy)	\$16.21	08/02/2005		M	05/17/2002 ⁽³⁾	Common Stock	\$16.21	0	D	
Non-Qualified Stock Option (right to buy)	\$19.0273	08/02/2005		M	12/10/1998 ⁽²⁾	Common Stock	\$19.0273	0	D	

Explanation of Responses:

- Includes 52 shares acquired through broker-administered dividend arrangement from cash dividends paid on ESPP shares, which is intended to qualify as an "employee stock purchase plan" under Section 423 of the Internal Revenue Code of 1986, as amended.
- The option becomes exercisable in three equal annual installments, commencing one year after the date of grant.
- The option becomes exercisable in three equal annual installments, commencing one year after December 13, 2001.

Remarks:

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

/s/ Kenneth C. Fernandez,
Attorney-in-fact for Michael G. Schwartz
Schwartz

** 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.

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