SEC Form 4

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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 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol LENNOX INTERNATIONAL INC [LII]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>SCHJERVEN ROBERT E</u>			t ,	1	Director	10% Owner			
(1 aat)	(Firet)		3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)	Other (specify below)			
(Last) 2140 LAKE PAR	(First) RK BOULEVARD	(Middle)	02/28/2007		Chief Executive Officer				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filin	g (Check Applicable			
RICHARDSON	TX	75080		X	Form filed by One Rep	orting Person			
(City)	(State)	(Zip)			Form filed by More tha Person	n One Reporting			

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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code V		Amount (A) of (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, par value \$0.01 per share	02/28/2007		М		97,995	A	\$8.1875	958,130	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		43,500	D	\$34	914,630	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		7,000	D	\$34.01	907,630	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		2,100	D	\$34.02	905,530	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		5,800	D	\$34.03	899,730	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,300	D	\$34.04	898,430	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		5,295	D	\$34.05	893,135	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		500	D	\$34.06	892,635	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		3,100	D	\$34.07	889,535	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,800	D	\$34.075	887,735	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		900	D	\$34.08	886,835	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,300	D	\$34.09	885,535	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,700	D	\$34.1	883,835	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		900	D	\$34.11	882,935	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		600	D	\$34.12	882,335	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		700	D	\$34.13	881,635	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		2,300	D	\$34.14	879,335	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,200	D	\$34.15	878,135	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		800	D	\$34.16	877,335	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		100	D	\$34.17	877,235	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,200	D	\$34.18	876,035	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		800	D	\$34.19	875,235	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		3,200	D	\$34.2	872,035	D	
Common Stock, par value \$0.01 per share	02/28/2007		s		1,900	D	\$34.21	870,135	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,100	D	\$34.22	869,035	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,400	D	\$34.23	867,635	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,100	D	\$34.24	866,535	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		1,400	D	\$34.25	865,135	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		700	D	\$34.26	864,435	D	
Common Stock, par value \$0.01 per share	02/28/2007		S		900	D	\$34.27	863,535	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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exerci Expiration Dat (Month/Day/Ye	te	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)	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	\$8.1875	02/28/2007		М			97,995	12/13/2001 ⁽¹⁾	12/13/2007	Common Stock, par value \$0.01 per share	97,995	\$0	0	D	

Explanation of Responses:

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

Remarks:

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

William F. Stoll, Jr. for Robert

Ε.

<u>Schjerven</u>

03/01/2007

** 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.