FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL
	OMB Number:	3235-0287
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l	hours per response:	0.5

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

1. Name and Address of Reporting Person* <u>COOPER JANET KATHERINE</u>							2. Issuer Name and Ticker or Trading Symbol LENNOX INTERNATIONAL INC [LII]									plicable)		
(Last) (First) (Middle) 2140 LAKE PARK BLVD.					3. Date of Earliest Transaction (Month/Day/Year) 12/11/2009											Other (below)		(specify
Street) RICHARDSON TX 75080 City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)								ine) X F F	idual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
	Tab	le I - Nor	n-Deriv	ative	Se	curiti	es Ac	quired	l, Dis	posed o	f, or	Bene	efici	ally Ov	ned			
Date						Execution Date,		Code	Transaction Disposed Code (Instr. 5)						curities neficially ned Following	Form (D) or	: Direct Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
										Amount	nt (A) or (D)		Price	、 Tra	nsaction(s)			(111501.4)
Stock, Par	4/2009	2009		G	V	5,714	4	D	\$	0	23,788		D					
Common Stock, Par Value \$0.01 Per Share 12/11/										2,541	1	Α	\$	0	26,329		D	
	Ta							,		,				y Own	ed			
2. Conversion or Exercise Price of Derivative Security	e (Month/Day/Year	Execution if any	Date, sy/Year)	Transaction Code (Instr. 8)		Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expirati (Month)	ion Da Day/Y	te ear) Expiration	Amour or Number of		ount nber	Derivati Security	derivative Securities Beneficiall Owned Following Reported	y O Fe D oi (I)	wnership orm: irect (D) r Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(F KE PARK DSON T (S Security (Ins Stock, Par Stock, Par	(First) (Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) KE PARK BLVD. CDSON TX 75080 (State) (Zip) Table I - Nor Security (Instr. 3) Stock, Par Value \$0.01 Per Share Stock, Par Value \$0.01 Per Share Table II - I ((Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year)	(First) (Middle) KE PARK BLVD. CDSON TX 75080 (State) (Zip) Table I - Non-Derive (Month/) Security (Instr. 3) Stock, Par Value \$0.01 Per Share 11/02 Stock, Par Value \$0.01 Per Share 12/13 Table II - Derivat (e.g., pt (Month/)Day/Year) 2. Transaction Date (Month/)Day/Year) 2. Conversion or Exercise Price of Derivative (Month/)Day/Year)	(First) (Middle) (First) (Middle) KE PARK BLVD. Table I - Non-Derivative Security (Instr. 3) Stock, Par Value \$0.01 Per Share Table II - Derivative S (e.g., puts, of Conversion or Exercise Price of Derivative (Month/Day/Year) 2. Tansaction Date (Month/Day/Year) Stock 3. Transaction Date (Month/Day/Year) Sa. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Date (Month/Day/Year) 2. Conversion Oate (Month/Day/Year) 2. Table II - Derivative S (e.g., puts, of Code (Month/Day/Year) 2. Table II - Derivative S (e.g., puts, of Code (Month/Day/Year) 2. Table II - Derivative S (e.g., puts, of Code (Month/Day/Year)	(First) (Middle) (KE PARK BLVD. (State) (Zip) Table I - Non-Derivative Se Security (Instr. 3) Stock, Par Value \$0.01 Per Share 11/04/2009 Stock, Par Value \$0.01 Per Share 12/11/2009 Table II - Derivative Security (e.g., puts, calls (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (e.g., puts, calls of Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year)	(First) (Middle) KE PARK BLVD. Table I - Non-Derivative Securities (Month/Day/Year) Stock, Par Value \$0.01 Per Share 2. Transaction Date (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warre (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Security Security Stock	(First) (Middle) KE PARK BLVD. Table I - Non-Derivative Securities Accurity (Instr. 3) Stock, Par Value \$0.01 Per Share Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (A) or Derivative Security Stock, Par Value \$0.01 Per Share Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (A) or Derivative Security (A) or Derivative Securities Acquired (A) or Derivative Security (A) or Derivative S	LENNOX INTERNATE Content Conte	LENNOX INTERNATION	Code V Amount	LENNOX INTERNATIONAL INC I	Code V Amount Code Corestion Conversion Corestice of Execution Date Corestice of Execution Corestice of Execution Conversion Corestice of Execution Conversion Corestice of Execution Code (Instr. grants) Code (Instr. gran	(First) (Middle) KE PARK BLVD. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) [2. Transaction Date (Month/Day/Year)] [3. Transaction Code (Instr. (Month/Day/Year)] [4. Securities Acquired (A) or (D) (Instr. 3, 4) (Month/Day/Year)] [5. Number Of (Month/Day/Year)] [6. Date Exercisable and Execution Date (Month/Day/Year)] [6. Date Exercisable and Execution Date (Month/Day/Year)] [7. Title and Amount or Number Of (Month/Day/Year)] [8. Date Exercisable and Execution Date (Month/Day/Year)] [8. Date Exercisable and Ex	Check all X Disposed Disp	LENNOX INTERNATIONAL INC LIII Surprise Lind Check all applicable X Director Officer (give title below) Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Expection Date, (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Expection Date, (Month/Day/Year) Stock, Par Value \$0.01 Per Share 11/04/2009 A 2.541 A \$0 26,329	Check all applicable X Director Officer (give title below)	LENNOX INTERNATIONAL INC LIII Check all applicable) X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable X Director 10% C Other Delow) Check all applicable Ch

Explanation of Responses:

Remarks:

Attorney-in-fact pursuant to the power of attorney dated December 11, 2008.

/s/ Kenneth C. Fernandez, attorney-in-fact for Ms. Janet 12/15/2009 Katherine Cooper

** 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.