

LENNOX INTERNATIONAL INC

Form 4

December 08, 2010

**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 OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BOOTH STEVEN R

2. Issuer Name **and** Ticker or Trading  
Symbol  
LENNOX INTERNATIONAL INC  
[LIH]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
2140 LAKE PARK BLVD.  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/06/2010

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

RICHARDSON, TX 75080-2254

(City) (State) (Zip)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3)                | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock, Par<br>Value<br>\$0.01 Per<br>Share | 12/06/2010                              |                                                             | S <sup>(1)</sup>                     | 8,575 D                                                                 | \$<br>46.5112<br><sup>(2)</sup>                                                                                    | 1,829,543 I                                                             | Trust Fbo<br>Richard<br>Booth <sup>(3)</sup>                      |
| Common<br>Stock, Par<br>Value<br>\$0.01 Per<br>Share | 12/07/2010                              |                                                             | S <sup>(1)</sup>                     | 25,000 D                                                                | \$<br>47.2247<br><sup>(4)</sup>                                                                                    | 1,804,543 I                                                             | Trust Fbo<br>Richard<br>Booth <sup>(3)</sup>                      |
| Common<br>Stock, Par                                 |                                         |                                                             |                                      |                                                                         | 54,363                                                                                                             | D                                                                       |                                                                   |

Value  
\$0.01 Per  
Share  
  
Common  
Stock, Par  
Value  
\$0.01 Per  
Share  
  
Common  
Stock, Par  
Value  
\$0.01 Per  
Share  
  
Common  
Stock, Par  
Value  
\$0.01 Per  
Share  
  
Common  
Stock, Par  
Value  
\$0.01 Per  
Share

53,139

I

Daughter,  
Jessica

32,355

I

Son,  
Nicholas

60,509

I

Spouse,  
Beth <sup>(3)</sup>

642,741

I

Steven R.  
Booth  
Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships                          |
|---------------------------------------------------------------------|----------------------------------------|
|                                                                     | Director   10% Owner   Officer   Other |
| BOOTH STEVEN R<br>2140 LAKE PARK BLVD.<br>RICHARDSON, TX 75080-2254 | X                                      |

## Signatures

/s/ Robert L. Villasenor, attorney-in-fact for Steven R.  
Booth

12/08/2010

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) This sale was effected pursuant to a Rule 10b5-1 trading plan.
- (2) This price reflects the weighted average of shares sold. The prices range from \$46.50 to \$46.54.
- (3) The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (4) This price reflects the weighted average of shares sold. The prices range from \$47.00 to \$47.38.

### Remarks:

Attorney-in-fact pursuant to the power of attorney dated May 12, 2010.

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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