

LENNOX INTERNATIONAL INC

Form 4

March 01, 2007

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHJERVEN ROBERT E

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 BOULEVARD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2007

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Chief Executive Officer

RICHARDSON, TX 75080

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

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

(City) (State) (Zip)

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	02/28/2007		M	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	02/28/2007		S	7,000	D \$ 34.01	907,630	D

value
\$0.01 per
share

Common
Stock, par

value	02/28/2007	S	2,100	D	\$ 34.02	905,530	D
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\$0.01 per
share

Common
Stock, par

value	02/28/2007	S	5,800	D	\$ 34.03	899,730	D
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\$0.01 per
share

Common
Stock, par

value	02/28/2007	S	1,300	D	\$ 34.04	898,430	D
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\$0.01 per
share

Common
Stock, par

value	02/28/2007	S	5,295	D	\$ 34.05	893,135	D
-------	------------	---	-------	---	----------	---------	---

\$0.01 per
share

Common
Stock, par

value	02/28/2007	S	500	D	\$ 34.06	892,635	D
-------	------------	---	-----	---	----------	---------	---

\$0.01 per
share

Common
Stock, par

value	02/28/2007	S	3,100	D	\$ 34.07	889,535	D
-------	------------	---	-------	---	----------	---------	---

\$0.01 per
share

Common
Stock, par

value	02/28/2007	S	1,800	D	\$ 34.075	887,735	D
-------	------------	---	-------	---	-----------	---------	---

\$0.01 per
share

Common
Stock, par

value	02/28/2007	S	900	D	\$ 34.08	886,835	D
-------	------------	---	-----	---	----------	---------	---

\$0.01 per
share

Common
Stock, par

value	02/28/2007	S	1,300	D	\$ 34.09	885,535	D
-------	------------	---	-------	---	----------	---------	---

\$0.01 per
share

Common
Stock, par
value

02/28/2007

S

1,700

D

\$ 34.1

883,835

D

\$0.01 per
share

Common
Stock, par
value

02/28/2007

S

900

D

\$ 34.11

882,935

D

\$0.01 per
share

Common
Stock, par
value

02/28/2007

S

600

D

\$ 34.12

882,335

D

\$0.01 per
share

Common
Stock, par
value

02/28/2007

S

700

D

\$ 34.13

881,635

D

\$0.01 per
share

Common
Stock, par
value

02/28/2007

S

2,300

D

\$ 34.14

879,335

D

\$0.01 per
share

Common
Stock, par
value

02/28/2007

S

1,200

D

\$ 34.15

878,135

D

\$0.01 per
share

Common
Stock, par
value

02/28/2007

S

800

D

\$ 34.16

877,335

D

\$0.01 per
share

Common
Stock, par
value

02/28/2007

S

100

D

\$ 34.17

877,235

D

\$0.01 per
share

Common
Stock, par
value

02/28/2007

S

1,200

D

\$ 34.18

876,035

D

\$0.01 per

share

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

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

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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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Se (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option	\$ 8.1875	02/28/2007		M	97,995	12/13/2001 ⁽¹⁾ 12/13/2007	Common Stock, par value \$0.01 per share

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHJERVEN ROBERT E 2140 LAKE PARK BOULEVARD RICHARDSON, TX 75080			Chief Executive Officer	

Signatures

William F. Stoll, Jr. for Robert E.
Schjerven 03/01/2007

__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) 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.

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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