### Edgar Filing: LENNOX INTERNATIONAL INC - Form 4

		ugui i iii						v/ \∟ II				
LENNOX IN Form 4 July 19, 2006	TERNATIONAL	L INC										
FORM	4										PPROVAL	
	UNITEDS	TATES				ND EXC D.C. 205		NGE	COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 10 Form 4 or Form 5	er <b>STATEM</b> 6.	x STATEMENT OF CHANGES IN BENEFICIAL OWNERSH SECURITIES								Expires: Estimated burden ho response	urs per	
obligation may conti	Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940											
(Print or Type R	lesponses)											
BROWN DAVID V Symbol			i tuine une mener or musing					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	· · · · ·				Earliest Transaction ay/Year)				XDirector10% Owner Officer (give titleOther (specify below)below)			
2140 LAKE	PARK BLVD.		07/17/20	)06					below)	below)		
Filed(Mont					/Day/Year) Applicable Line) _X_ Form filed by One					One Reporting F	nt/Group Filing(Check ne Reporting Person ore than One Reporting	
RICHARDS	ON, TX 75080								Person		1 0	
(City)	(State) (	Zip)	Table	e I - Noi	n-De	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	ally Owned	
1.Title of Security (Instr. 3)		any				4. Securit nAcquired Disposed (Instr. 3, -	d (A) or Securities F d of (D) Beneficially (4 4 and 5) Owned F Following (6 (A) Transaction(s)			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
C				Code	V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock, par value \$0.01 per share	07/17/2006			A <u>(1)</u>		146	A	\$ 23	1,427,483	D		
Common Stock, par value \$0.01 per share									96,558	I	Daughter Elizabeth	
Common Stock, par value \$0.01 per share									96,558	I	Daughter Emily	

#### Edgar Filing: LENNOX INTERNATIONAL INC - Form 4

Common Stock, par value \$0.01 per share	112,001	Ι	Son Evan
Common Stock, par value \$0.01 per share	3,413	I	Wife (2)

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.

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

1. Title of	2. Conversion	3. Transaction Date		4. Transacti	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu Dariy
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio		Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	3	(Instr. 3 and 4)		Owne
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				
					4, and 5)				
							Amount		
						<b>D</b> . <b>D</b> .	or		

	Date Exercisable	Expiration Date	Title	or Number of
Code V (A)	(D)			Shares

### **Reporting Owners**

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
BROWN DAVID V 2140 LAKE PARK BLVD. RICHARDSON, TX 75080	Х			
Signatures				
William F. Stoll, Jr. for David T Brown	V.	07/18/2	2006	
**Signature of Reporting Person				

## **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) Directors' Quarterly Stock Compensation
- (2) The reporting person disclaims benefical 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 the purposes of Section 16 or for any other purpose.

#### **Remarks:**

Attorney-in-fact pursuant to the Power of Attorney dated 4/23/04.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.