

LENNOX INTERNATIONAL INC

Form 4

November 22, 2004

**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  
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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)  
10/12/2004

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

RICHARDSON, TX 75080

(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.<br>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.<br>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 |                                         |                                                             |                                         | (A)<br>or<br>(D)                                                        |                                                                                                                    |                                                                            |                                                                   |
|                                                      |                                         |                                                             | Code                                    | V                                                                       | Amount                                                                                                             | (D)                                                                        | Price                                                             |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 10/12/2004                              |                                                             | G <sup>(1)</sup>                        | V                                                                       | 1,050                                                                                                              | D                                                                          | \$ 15.15                                                          |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 11/12/2004                              |                                                             | S                                       |                                                                         | 4,150                                                                                                              | D                                                                          | \$ 17.0504                                                        |
|                                                      |                                         |                                                             |                                         |                                                                         | 15,884                                                                                                             | D                                                                          |                                                                   |
|                                                      |                                         |                                                             |                                         |                                                                         | 135,452                                                                                                            | I                                                                          |                                                                   |
|                                                      |                                         |                                                             |                                         |                                                                         | 1,991,056                                                                                                          | I                                                                          |                                                                   |
|                                                      |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                            | Booth<br>Charitable<br>Trust                                      |
|                                                      |                                         |                                                             |                                         |                                                                         |                                                                                                                    |                                                                            | Trust FBO<br>Richard                                              |

|                                                      |            |   |       |   |               |           |   |                                              |
|------------------------------------------------------|------------|---|-------|---|---------------|-----------|---|----------------------------------------------|
| value<br>\$0.01 per<br>share                         |            |   |       |   |               |           |   | Booth <sup>(2)</sup>                         |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share | 11/12/2004 | S | 4,150 | D | \$<br>17.0578 | 1,986,906 | I | Trust FBO<br>Richard<br>Booth <sup>(2)</sup> |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |            |   |       |   |               | 642,741   | I | Steven R.<br>Booth<br>Trust                  |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |            |   |       |   |               | 52,116    | I | Daughter<br>Jessica                          |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |            |   |       |   |               | 31,330    | I | Son<br>Nicholas                              |
| Common<br>Stock, par<br>value<br>\$0.01 per<br>share |            |   |       |   |               | 60,509    | I | Spouse                                       |

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>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|

|      |   |                     |                    |       |                                        |
|------|---|---------------------|--------------------|-------|----------------------------------------|
|      |   |                     |                    |       | Amount<br>or<br>Number<br>of<br>Shares |
|      |   | Date<br>Exercisable | Expiration<br>Date | Title |                                        |
| Code | V | (A)                 | (D)                |       |                                        |

## Reporting Owners

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

## Signatures

/s/ William F. Stoll, Jr., Attorney-in-fact for Steven R.  
Booth

11/22/2004

\_\_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 reporting person has only a remainder interest in the trust and disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (2) 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.

### Remarks:

Attorney-in-fact pursuant to 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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