

LENNOX INTERNATIONAL INC
 Form 5
 February 14, 2008

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 Storey Jeffrey D

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2007

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

2140 LAKE PARK BLVD.

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

RICHARDSON, TX 75080

(City) (State) (Zip)

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 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) | (A) or (D) | Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
| Common Stock, par value \$0.01 per share | 12/19/2007 | Â | G | 683 | A | \$ 0 | 196,857 | D | Â |
| Common Stock, par value \$0.01 per share | 07/26/2006 | Â | G | 988 | A | \$ 0 | 4,108 | I | Kasey L. Storey Irrevocable Trust |

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| | | | | | | | | | |
|--|------------|---|------------------|-----|---|------|-------|---|------------------------------------|
| share | | | | | | | | | |
| Common Stock, par value \$0.01 per share | 12/29/2006 | Â | G | 72 | A | \$ 0 | 4,180 | I | Kasey L. Storey Irrevocable Trust |
| Common Stock, par value \$0.01 per share | 12/14/2007 | Â | G | 683 | A | \$ 0 | 4,863 | I | Kasey L. Storey Irrevocable Trust |
| Common Stock, par value \$0.01 per share | 07/26/2006 | Â | G | 988 | A | \$ 0 | 4,108 | I | Kendra S. Storey Irrevocable Trust |
| Common Stock, par value \$0.01 per share | 12/29/2006 | Â | G | 72 | A | \$ 0 | 4,180 | I | Kendra S. Storey Irrevocable Trust |
| Common Stock, par value \$0.01 per share | 12/14/2007 | Â | G | 683 | A | \$ 0 | 4,863 | I | Kendra S. Storey Irrevocable Trust |
| Common Stock, par value \$0.01 per share | Â | Â | 3 ⁽¹⁾ | Â | Â | Â | Â | I | Kasey L. Storey Revocable Trust |
| Common Stock, par value \$0.01 per share | Â | Â | 3 ⁽¹⁾ | Â | Â | Â | Â | I | Kendra S. Storey Revocable Trust |
| Common Stock, par value \$0.01 per share | 08/06/2006 | Â | J4 | 494 | A | \$ 0 | 8,100 | I | Kelly Storey Trust |
| Common Stock, par value \$0.01 per share | 01/16/2007 | Â | J4 | 35 | A | \$ 0 | 8,135 | I | Kelly Storey Trust |

Common Stock, par value \$0.01 per share 12/19/2007 Â G 340 A \$ 0 8,475 I Kelly Storey Trust

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

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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 Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Storey Jeffrey D 2140 LAKE PARK BLVD. RICHARDSON, TX 75080 | Â X | Â | Â | Â |

Signatures

William F. Stoll, Jr. 02/14/2008

**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's minor child owned 14,997 shares of common stock on April 20, 2006, the date on which the reporting person became a director of Lennox International Inc.

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Remarks:

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Attorney-in-fact pursuant to power of attorney dated April 21, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.