LENNOX INTERNATIONAL INC

Form 4 April 16, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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

1(b).

per share

(Print or Type Responses)

COOPER JANET KATHERINE Symbol LEN			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
			LENNO [LII]	X INTER	RNATIO	NAL	LINC	(Check all applicable)			
(Last)	(First) (Middle)	3. Date of Earliest Transaction (Month/Day/West)				X Director Officer (give		Owner er (specify		
2140 LAKE PARK BLVD.			(Month/Day/Year) 04/15/2008					below)	below)	•	
(Street) 4. I			4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Mon	th/Day/Year)				Applicable Line) _X_ Form filed by 0	One Reporting Pe	rson	
RICHARDSON, TX 75080								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Date			3. T	4. Securi			5. Amount of	6. Ownership		
Security (Month/Day/Year) Execution (Instr. 3) any			Code (Instr. 3, 4 and 5)					Securities Form: Direct Indirect Beneficially (D) or Benefic			
		(Month/I	Day/Year)	(Instr. 8))			Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
						(A)		Reported Transaction(s)		,	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common				code v	7 timount	(D)	11100				
Stock, par value \$0.01	04/15/2008			A <u>(1)</u>	139	A	\$ 35.97	25,047	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transacti Code (Instr. 8)	ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Amou Under Securi (Instr.	rlying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting owner runner runners	Director	10% Owner	Officer	Other		
COOPER JANET KATHERINE 2140 LAKE PARK BLVD. RICHARDSON, TX 75080	X					

Signatures

William F. Stoll, Jr. for Janet K. Cooper 04/16/2008

**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) Directors' Quarterly Stock Compensation

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. 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.

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