LENNOX INTERNATIONAL INC

Form 3

August 24, 2006

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement LENNOX INTERNATIONAL INC [LII] Moon David W (Month/Day/Year) 08/14/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 2140 LAKE PARK BLVD (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person RICHARDSON, TXÂ 75080 (give title below) (specify below) Form filed by More than One President & COO of Worldwide R Reporting Person (City) (State) (Zip) **Table I - Non-Derivative Securities Beneficially Owned** 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock, par value \$0.01 per share 55,788 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership	
	Date Exercisable		(Instr. 4)		Price of	Derivative	(Instr. 5)	
		Expiration Date	Title	Amount or Number of	Derivative	Security:		
					Security	Direct (D)		
						or Indirect		

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				Shares		(I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	12/10/1999(1)	12/10/2008	Common Stock, par value \$0.01 per share	3,300	\$ 19.0273	D	Â
Non-Qualified Stock Option (right to buy)	12/13/2001(1)	12/13/2007	Common Stock, par value \$0.01 per share	14,134	\$ 8.1875	D	Â
Non-Qualified Stock Option (right to buy)	12/17/2002(1)	12/13/2008	Common Stock, par value \$0.01 per share	6,900	\$ 16.21	D	Â
Non-Qualified Stock Option (right to buy)	12/13/2003(1)	12/13/2009	Common Stock, par value \$0.01 per share	19,690	\$ 13.375	D	Â
Stock Appreciation Right	12/11/2004(1)	12/11/2010	Common Stock, par value \$0.01 per share	11,274	\$ 16.76	D	Â
Stock Appreciation Right	12/09/2006(1)	12/09/2012	Common Stock, par value \$0.01 per share	2,717	\$ 29.355	D	Â

Reporting Owners

William F. Stoll, Jr. for David W.

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Moon David W 2140 LAKE PARK BLVD RICHARDSON, TX 75080	Â	Â	President & COO of Worldwide R	Â		
Signatures						

Moon 08/21/2006

**Signature of Reporting Person Date

Reporting Owners 2

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Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This option becomes exercisable in three equal annual installments, commending on year after the date of grant.

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Remarks:

Attorney-in-fact pursuant to Power of Attorney dated 8/16/2006.

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.