SCHMIDT PAUL W

Check this box if

Form 5

January 03, 2013

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362

Number: January 31, Expires:

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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

response... 1.0

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported

Form 4

may continue.

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer SCHMIDT PAUL W Symbol LENNOX INTERNATIONAL INC (Check all applicable) [LII] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2012 2140 LAKE PARK BLVD. (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) RICHARDSON, TXÂ 75080 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting

(City)	(State)	${\bf (Zip)} \qquad \qquad {\bf Table~I-Non-Derivative~Securities~Acquired, Disposed~of, or~Beneficially~Owned}$								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	any Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or))	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	12/19/2012	Â	G	103	D		0	I	Mary T Schmidt Trust	
Common Stock, Par Value \$0.01 Per	12/19/2012	Â	G	103	A	\$0	18,113	I	Mary T. Schmidt Irrevocable Trust u/a/d	

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Share									10/16/12
Common Stock, Par Value \$0.01 Per Share	Â	Â	Â	Â	Â	Â	7,107	D	Â
Common Stock, Par Value \$0.01 Per Share	Â	Â	Â	Â	Â	Â	2,541	I	Paul W. Schmidt Living Trust
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.		Persons w	SEC 2270 s (9-02)						

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	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	int of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
	-				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable	Date	Title Number		
									of	
					(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
SCHMIDT PAUL W 2140 LAKE PARK BLVD. RICHARDSON, TX 75080	ÂX	Â	Â	Â				

**Signature of Reporting Person

Signatures

/s/ James K. Markey, attorney-in-fact for Mr. Paul W. Schmidt 01/03/2013

Reporting Owners 2

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).

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Remarks:

Attorney-in-fact pursuant to the power of attorney dated December 3, 2012.

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.